

**NATIONAL NETWORK OF HEALTH CAREER PROGRAMS
IN TWO-YEAR COLLEGES (NN2)
BY-LAWS**

ARTICLE I: NAME AND PURPOSE

- 1.1 Name: The name of this non-profit organization shall be the National Network of Health Career Programs in Two-Year Colleges, hereinafter to be referred to as NN2.
- 1.2 Description: NN2 is a non-profit organization consisting of members who elect officers and appoint committees and who volunteer their time and services to fulfill its purposes. No part of the net earnings of this organization is to be used for the personal benefit of any individual member. The organization will not participate in partisan politics.
- 1.3 Purpose: The purpose of the organization shall be to promote and encourage innovation, collaboration, cooperation, and communication among two-year colleges sponsoring health career programs. An additional purpose is to express and advocate the interest of health career programs in two-year colleges and to participate in the development and implementation of policies and programs to address NN2 concerns.

ARTICLE II: MEMBERSHIP

- 2.1 Membership: Membership shall be open to any individuals or educational institutions interested in furthering the purposes of NN2.
- 2.2 Liability: The members are not responsible, nor liable for the business, financial, or corporate activities of NN2.
- 2.3 Privileges of Individual Membership: Individual members of the National Network shall have the following privileges:
 - 2.31 Committee Membership: Members in good standing shall be eligible to serve on committees of NN2.
 - 2.32 Voting Rights: Members in good standing shall be eligible to vote on matters of official NN2 business. In all matters in which the general membership shall vote, each member shall have one vote.
 - 2.33 Election to Office: Members in good standing shall be eligible to an elective office in NN2.
 - 2.34 Appointment to representation: Members in good standing shall be eligible to represent NN2 as appointed by the President. Such appointed members shall remain in good standing throughout the term of appointment.
- 2.4 Privileges of Institutional Membership: Institutional members of the National Network shall have the following privileges:

- 2.41 Member of Record: Institutional members shall designate one “Member of Record” who will have the privileges outlined in 2.32, 2.33, and 2.34.
- 2.42 Committee Membership: Institutional members in good standing shall be eligible to designate the aforementioned “Member of Record” as the institutional representative who will be eligible to serve on committees of the National Network.
- 2.43 Voting Rights: Institutional members in good standing shall be eligible to designate the aforementioned “Member of Record” as the institutional representative to vote on matters of official National Network business. In all matters in which the general membership shall vote, each “Member of Record” shall have one vote. If the Institutional “Member of Record” is also an individual member, only one vote may be cast.
- 2.44 Election to Office: Members in good standing shall be eligible to an elective office in NN2.
- 2.45 Appointment to representation: Institutional members in good standing shall be eligible to designate the aforementioned “Member of Record” as the institutional representative to represent NN2 as appointed by the President. Such appointed members shall remain in good standing throughout the term of appointment.
- 2.5 Annual Dues: All members shall be assessed annual dues. The annual dues shall be established by the Board of Directors. Dues shall cover one calendar year.
- 2.6 Membership and Fiscal Year: The official year for membership, fiscal reporting, and conduct of business shall be January 1 to December 31.
- 2.7 Loss of Membership: The names of members whose dues remain unpaid after the due date shall automatically be removed from the active membership list.
- 2.8 Sponsors: Any reputable firm, association, corporation, or institution, or one or more subdivisions thereof desiring to support the programs of NN2, including the expansion and improvement of its publications, may be a Sponsor of NN2.
2. 81 Approval: Sponsors shall be approved by the Board of Directors.
2. 82 Voting Rights: Sponsors shall not be entitled to voting rights and are not eligible to hold an elective office.
2. 83 Annual Dues: Dues for sponsors shall be established by the Board of Directors.

ARTICLE III: BOARD OF DIRECTORS

- 3.1 General: The activities and affairs of NN2 shall be conducted by a Board of Directors.
- 3.2 Composition: The Board of Directors shall consist of the elected officers of NN2: President, President-Elect or Immediate Past-President, Secretary, Treasurer, and five Directors-at-Large. The President of NN2 shall serve as chairperson of the Board of Directors.
- 3.3 Vacancies:
- 3.31 President and President-Elect: When a vacancy in the office of President or President-Elect occurs, it shall be filled by the Board of Directors for the unexpired term of the vacant office.
- 3.32 Other vacancies shall be filled by a majority of the remaining Board of Directors. Any person filling a vacancy shall serve until the expiration of the term of the original elected Board member.
- 3.4 Removal of Board Members: A member of the Board of Directors may be removed for cause by a vote of not less than two-thirds of the Board. Notwithstanding exigent circumstances, a Board member may be removed for cause if he/she fails to attend at least one meeting of the Board each year.
- 3.5 Meetings: At least two meetings of the Board of Directors shall be held annually. One of these shall be held in conjunction with the Annual Meeting. Other meetings may be called by the President, or by written request of one-third of the Board of Directors. Written notice of any meeting shall be provided each Board Member at least seven (7) days in advance, unless waived by the Board membership. Meetings shall be held at a location designated by the President, or by majority agreement of the Board membership. The Board may also conduct official meetings of the Board electronically using available technology upon agreement of the Board members.
- 3.6 Quorum: The presence of a majority of the members of the Board of Directors at all meetings of the Board of Directors shall constitute a quorum.
- 3.7 Voting: each member of the Board of Directors shall be entitled to one vote. Action shall be taken at meetings of the Board of Directors by a majority of Board members present, except as provided otherwise in these Bylaws.
- 3.8 Unanimous Consent: Action taken by unanimous written consent of all members of the Board of Directors shall constitute action taken by the Board of Directors. Such consent shall be filed with the secretary of NN2.
- 3.9 Ex-officio Members of the Board of Directors: The President may appoint such members with the consent of the Board of Directors as deemed necessary to conduct the business of NN2.

3.91 Annual Meeting Liaison(s): A Board member shall serve as the liaison(s) between the

Board of Directors and the local Annual Meeting Planning Committee(s).

- 3.92 Registered Agent: The Registered Agent shall file the annual renewal of incorporation.

ARTICLE IV: OFFICERS

- 4.1 Number: The officers of NN2 shall be President, President-Elect or Immediate Past-President, Secretary, and Treasurer. The President-Elect shall automatically succeed to the Presidency.
- 4.2 President: The President shall be the chief elected officer, have general charge of the affairs of NN2, and shall serve as chairperson of the Board of Directors, and, as such, the presiding officer at all meetings of the Board of Directors and of the Annual Meeting. The President shall report on the affairs of NN2 at the Annual Meeting.
- 4.3 President-Elect: The President-Elect shall serve in an advisory capacity to the President. In the absence or disability of the President, the President-Elect shall perform all acts pertaining to the office of President, shall perform all other duties normally incident to that office, and shall succeed as President following the term as President-Elect.
- 4.4 Immediate Past-President: The Immediate Past-President shall be an advisor to the President and carry out other responsibilities as designated by the President or the Board of Directors. In the absence or disability of the President, the Immediate Past-President shall perform all acts pertaining to the office of President.
- 4.5 Secretary: The Secretary shall be the custodian of the records of NN2, shall be responsible for giving all notices of meetings in accordance with these Bylaws, shall keep minutes of all meetings of the Board of Directors and the general membership, and perform all other duties normally incident to the office.
- 4.6 Treasurer: The Treasurer shall be the chief financial officer of NN2, shall maintain the financial records of the National Network, shall have charge and oversight of and be responsible for all funds of NN2, shall be responsible for developing and presenting an annual budget to the Board of Directors, shall monitor budgetary performance of NN2 and recommend budgetary modifications as required, receive annual dues, and shall perform all other duties normally incident to the office.

ARTICLE V: NOMINATION AND ELECTIONS

- 5.1 Year of Election and Term of Office: The President-Elect shall be elected for a one-year term in each odd-numbered year and automatically succeed to the Presidency for a two-year term. The Secretary and three (3) Board Members-at-Large shall be elected in each even-numbered year for a two-year term. The Treasurer and two (2) Board Members-at-Large

shall be elected in each odd-numbered year for two-year terms. After the two-year term, the President shall serve a one-year term as Immediate Past-President.

- 5.2 **Type of Ballot and Time of Election:** Election shall be by ballot from a slate of candidates prepared and sent to the membership by the Nomination and Elections Committee, at least thirty (30) days prior to the Annual Business Meeting for the regular election or thirty (30) days prior to a date set by the Board of Directors for a special election with a return not later than ten (10) days prior to said meeting.
- 5.3 **Vote:** Election shall be by majority of affirmative votes cast by membership on ballots cast, or a plurality, if more than two candidates for any office. A tie vote shall be decided by lot.
- 5.4 **Start of Term of Office:** All terms of office shall start at the end of the Annual Meeting following the election.

ARTICLE VI: GENERAL MEMBERSHIP MEETING

- 6.1 **Annual Business Meeting:** The Annual Business Meeting of the membership shall take place only at the Annual Meeting of NN2.
- 6.11 **Quorum:** The active members present and voting shall constitute a quorum for the conduct of business at the Annual Meeting.
- 6.2 **Annual Meeting:** An Annual Meeting, open to all members, shall be held on such dates and at such places as determined by the Board of Directors. Written notice thereof shall be given to all members not less than sixty (60) days prior to the date fixed for the beginning of the meeting.
- 6.3 **Other Meetings:** Additional meetings, seminars, and workshops shall be scheduled as necessary at the discretion of the Board of Directors. Written notice shall be given to all members not less than sixty (60) days prior to the date fixed for the beginning of the meeting.
- 6.4 **Voting:** In all matters in which the general membership shall vote, each member shall have one vote. All votes shall be counted as full units; fractional votes shall not be permitted.

ARTICLE VII: COMMITTEES

- 7.1 **Committees:** The President shall appoint such committee(s) with the consent of the Board of Directors as deemed necessary to conduct the business of NN2. The Board of Directors shall make such rules as deemed appropriate for the functioning and reporting of the committees.
- 7.2 **NN2 Representatives:** The President shall appoint member(s) with the consent of the Board of Directors to represent NN2. The Board of Directors shall make such rules as deemed appropriate for the functioning and reporting of such representative(s).

ARTICLE VIII: AMENDMENTS

- 8.1 Amendments: These Bylaws may be amended or repealed by a vote of the majority of the membership present and voting at the Annual Meeting, provided that the Secretary shall have given thirty (30) days written notice of the proposed amendment(s) to the membership, unless such notice is waived by the majority of the membership present and voting at the meeting at which such amendment(s) are considered.
- 8.11 These bylaws may also be amended or repealed by a vote of the majority of the members voting by electronic means or paper ballot, provided that the secretary shall have given 30 days written notice of the proposed amendment(s) to the membership.

ARTICLE IX: MEETING RULES

- 9.1 Meeting Rules: The rules contained in the latest edition of ROBERT'S RULES OF ORDER REVISED shall govern meetings of NN2 and all components thereof except where not applicable or otherwise inconsistent with any applicable statute or these Bylaws.

ARTICLE X: INCORPORATION

- 10.1 Name: The name of the corporation shall be National Network of Health Career Programs in Two-Year Colleges and become a corporation (not for profit) under the laws of the State of Florida. The corporation shall exist perpetually thereafter unless dissolved according to law.
- 10.2 Location: The principle place of incorporation shall be at a location in Florida. (i.e. the registered agent's college). The registered agent must be a member of NN2.
- 10.3 Registered Agent: The Corporation shall have a Registered Agent. The Registered Agent shall be an active or ex officio member of the Board of Directors.

ARTICLE XI: AFFILIATIONS

- 11.1 Affiliations: NN2, upon approval of the Board of Directors, may enter into an Agreement of Affiliation with an association that meets the purpose and objectives of NN2. The Board of Directors must approve all affiliation agreements annually.
- 11.2 Affiliation agreements will be kept with the organization secretary. Affiliates will be identified in NN2 publications.
- 11.3 Any financial encumbrance incurred by the affiliating organization is the sole responsibility of affiliating organization.
- 11.4 AACC Affiliate Council:
- 11.41 Any financial encumbrance incurred by NN2 is the sole responsibility of NN2.

11.42 NN2 will be guided in its agenda development by the policy agenda of the American Association of Community Colleges.