

1 **BYLAWS**
2 **EMERGENCY NURSES ASSOCIATION**
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4

5 **ARTICLE I**
6 **NAME**

7 The name of this organization shall be the Emergency Nurses Association (ENA), a not-for-
8 profit corporation incorporated in the State of Illinois.
9

10 **ARTICLE II**
11 **OBJECT**

12 Section 1. Purpose

13 The purposes for which the corporation is organized are educational, within the meaning of
14 Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including but not limited
15 to the advancement of emergency nursing through education and public awareness.
16

17 Section 2. Mission

18 The mission of the ENA is to advocate for patient safety and excellence in emergency nursing
19 practice.
20

21 Section 3. Objectives

22 ENA exists to:

- 23 A. Promote the specialty of emergency nursing.
- 24 B. Promote the interests of ENA's members and to improve the professional environment of
25 the emergency nurse through education and public awareness.
- 26 C. Promote ethical principles as defined in the ENA Code of Ethics for Emergency Nurses
27 and the American Nurses Association Code of Ethics.
- 28 D. Collaborate actively with other health related organizations to improve emergency care.
- 29 E. Be the primary resource for emergency nursing leadership, education, and research.
- 30 F. Define standards that serve as a basis for emergency nursing practice.
- 31 G. Develop, disseminate and evaluate emergency nursing education and research.
- 32 H. Encourage interaction and mentorship among emergency nurses.
- 33 I. Identify and disseminate information on key trends affecting and pertinent to emergency
34 nursing.
- 35 J. Serve as an advocate for the public regarding emergency care.
36

37 Section 4. Official Publication

38 The official publication shall be the *Journal of Emergency Nursing (JEN)*, which shall reflect the
39 purpose, mission objectives and positions of ENA.
40

41 **ARTICLE III**
42 **MEMBERS**

43 Section 1. Membership Applications

44 Membership applications must be submitted to the headquarters office with any required fees.
45 Upon acceptance, a membership card is sent and the state council is notified.
46

47 Section 2. Responsibilities of Membership

48 Each member has the responsibility to support the purpose, mission, objectives, and positions
49 of ENA.
50

51 Section 3. Classifications

- 52 A. Voting Members – voting members shall be classified as national, international, senior and
53 military. Voting members shall have the right to vote, hold elected office, serve on the board
54 of directors, serve on committees, and attend ENA's meetings and social functions.
55

- 56 1. National membership may be granted to any individual who is a professional registered
57 nurse licensed in the United States or its territories, hereinafter defined as Guam,
58 American Samoa, Puerto Rico, U.S. Virgin Islands and the Northern Mariana Islands.
59 2. International membership may be granted to any individual who is a professional
60 registered nurse licensed (or the equivalent thereto) outside of the United States or its
61 territories.
62 3. Senior membership may be granted to a professional registered nurse who is age 65 or
63 older and licensed in the United States or its territories.
64 4. Military membership may be granted to a professional registered nurse licensed in the
65 United States or its territories who is currently serving or has been honorably discharged
66 or retired from the United States Armed Forces including Army, Navy, Marine Corps, Air
67 Force, Coast Guard, and Reserve Components.
- 68 B. Nonvoting members – nonvoting members shall be classified as affiliate, student and
69 honorary. Nonvoting members shall be entitled to serve on ENA committees and attend
70 ENA member meetings and social functions.
- 71 1. Affiliate membership may be granted to any individual residing in the United States or its
72 territories who shares interest in and supports the purpose, mission and objectives of
73 ENA but does not otherwise meet the criteria for voting membership in ENA.
74 2. Student membership may be granted to any individual enrolled in a primary nursing
75 education program in the United States or its territories leading to eligibility for licensure
76 as a professional registered nurse.
77 3. Honorary membership may be awarded to an individual meeting such criteria as shall be
78 determined by the president and the board of directors.

79

80 Section 4. Dues and Finance

- 81 A. Members' dues shall be currently maintained or termination of membership shall result.
82 B. Membership dues of ENA members shall be determined by the board of directors, except
83 that there shall be no dues for honorary membership, and senior membership member fees
84 will not be more than that of the affiliate membership. At the start of the term, the president
85 shall be granted a dues waiver for life, provided that he or she maintains eligibility as a
86 voting member.
87 C. The fiscal year shall be January 1 through December 31.
88 D. Each state council and chapter shall receive an annual allocation for each dues paying
89 member within the state or chapter.
90 E. A surcharge may be added to the dues in some states by the state's request.

91

92 Section 5. Suspension and Termination of Membership

- 93 A. ENA members may have their membership suspended or terminated by a two-thirds vote of
94 the board of directors for failure to adhere to the ENA bylaws or for cause.
95 B. Such action shall not be taken until a member is advised of specific charges and given the
96 opportunity to respond.

97

98

98 **ARTICLE IV** 99 **OFFICERS**

100 Section 1. Officers

- 101 A. There shall be three officers: president, president-elect, and secretary/treasurer. The term of
102 office shall commence January 1 each year and terminate on December 31, except that the
103 president-elect shall succeed to the office of president at the conclusion of the term. Officers
104 shall exercise the duties and responsibilities required of a member of the board of directors.
105 B. The president shall:
106 1. Serve as the official ENA representative and spokesperson, unless such duty is
107 delegated;
108 2. Serve as an ex-officio member of all committees except the Nominations and Elections
109 Committee;
110 3. Serve as chair of the Finance Committee;

- 111 4. Appoint representatives to affiliate organizations and other positions as necessary
112 during the term of office; and
113 5. Fill, with the approval of the board, vacancies on committees that occur during the term
114 of office.
115 C. The president-elect shall appoint chairs and members of committees and a board liaison to
116 each committee for the following calendar year.
117
118

119 Section 2. Eligibility Requirements

- 120 A. Each officer must be a voting member and must have been a voting member during each of
121 the previous five years immediately prior to submitting a candidate application.
122 B. Each candidate for president-elect and secretary/treasurer must currently serve as a voting
123 member of the board of directors.
124 C. Each candidate must submit to, and pass as acceptable, a limited background check
125 verifying personal identity, professional licensure, highest academic level and an
126 investigation for criminal activity.
127

128 Section 3. Election

- 129 A. In the event of a tie vote for the position of president-elect, there shall be a second balloting
130 of ENA membership.
131 B. In the event of a tie vote for the position of secretary/treasurer, lots shall be drawn.
132 C. A candidate for an officer position who is not elected shall continue to serve the remaining
133 unexpired years of the original term as a director.
134 D. All directors who are elected as officers shall have their unexpired terms of office filled by
135 the candidates who receive the next highest number of votes; the candidate receiving the
136 highest number of votes shall receive the position with the longest term.
137

138 Section 4. Vacancies

- 139 A. If the office of president becomes vacant, the president-elect shall succeed to the office of
140 president for the unexpired term and shall subsequently serve the one-year term of office of
141 president to which elected. In such case, the immediate past president may remain as
142 immediate past president for a second year or the office may remain vacant for that year.
143 B. A vacancy in the office of president-elect may be filled by a current member of the board of
144 directors, or remain vacant as approved by a majority vote of the board of directors. If the
145 vacancy is filled, the president-elect shall not automatically assume the office of president
146 for the subsequent term.
147 C. In the event that the office of president and president-elect are vacated during the same
148 year, the board of directors shall appoint an acting president to serve until the next
149 scheduled election, at which time an election will be held for both president and president-
150 elect.
151 D. A vacancy in the office of secretary/treasurer may be filled by a current member of the board
152 of directors or remain vacant as approved by a majority vote by the entire board of directors.
153

154 **ARTICLE V** 155 **MEETINGS**

156 Section 1. General Assembly

- 157 A. The General Assembly shall be composed of delegates from all states and international
158 delegates representing the international members.
159 B. The number of voting state delegates allocated for General Assembly shall be 700,
160 apportioned as follows:
161 1. No state shall be allocated fewer than two delegates, one of whom shall serve as state
162 captain.
163 2. In addition to the voting delegates, there shall be one nonvoting alternate delegate.
164 3. The remaining delegates will be allocated to the states based on the percentage the
165 delegation is to the national membership, determined annually as outlined in procedures.

- 166 C. The number of voting international delegates allocated for General Assembly shall be in
167 addition to the 700 voting state delegates.
168 1. There shall be no more than five international voting delegates.
169 2. In addition to the voting delegates there shall be one nonvoting alternate delegate.
170 3. International delegates will be selected by a point system developed by the board of
171 directors; the system will be administered and overseen by the ENA component
172 relations department. The members receiving the highest number of points will be
173 selected.
174 D. In addition to the state delegate and international allocation, ENA past presidents may
175 speak and vote at General Assembly.
176

177 Section 2. Authority

178 The General Assembly shall provide direction and stewardship for the organization, and shall
179 develop and adopt policies and positions affecting the emergency nursing profession in
180 furtherance of ENA's purposes. The General Assembly shall also approve, revise, or amend
181 these bylaws, and receive reports of the board of directors, committees and other volunteer
182 groups, the findings of the annual audit, and transact such other business as may come before
183 the meeting.
184

185 Section 3. Quorum

186 A quorum for all meetings is a majority of the total voting delegates who have completed
187 credentialing procedures.
188

189 Section 4. Annual Meeting and Special Meetings

- 190 A. The regular business meeting of the delegates shall be held annually and designated as the
191 General Assembly. A formal notice of the meeting shall be published in ENA publications 60
192 days prior to the meeting.
193 B. Other meetings of delegates shall be summoned by a two-thirds vote of the board of
194 directors as circumstances warrant and shall be designated as special meetings of the
195 General Assembly. Delegates shall be given at least thirty days advance notice of any
196 special meeting of the General Assembly. Notice for special meetings shall state the general
197 nature of the subject or subjects to be considered.
198

199 **ARTICLE VI** 200 **BOARD OF DIRECTORS**

201 Section 1. Composition

202 The board of directors shall be composed of the following: three officers, seven directors, the
203 immediate past president serving as an ex-officio member for one year, and the executive
204 director serving as a non-voting advisory member. No member may run for more than one
205 nationally elected position at a time. No member may hold more than one nationally elected
206 position at a time.
207

208 Section 2. Authority

209 The board of directors shall be the ENA official governing body responsible for the management
210 of the affairs of ENA. To that end, it shall also:

- 211 • Perform all duties entrusted to officers and directors of a corporation;
- 212 • Debate and determine ENA policy;
- 213 • Oversee ENA's business and financial affairs;
- 214 • Provide strategic direction for ENA; and
- 215 • Provide leadership for all of the component divisions of ENA.
216

217 Section 3. Eligibility Requirements

- 218 A. Directors must be a voting member and must have been a voting member during each of
219 the previous five years immediately prior to submitting a candidate application.

- 220 B. Candidates must have attended at least one ENA General Assembly within the previous
221 three years in an approved verifiable capacity as outlined in the election rules.
222 C. Each candidate must submit to, and pass as acceptable, a limited background check
223 verifying personal identity, professional licensure, highest academic level and an
224 investigation for criminal activity.
225 D. Candidates shall have served in an elected or committee position on the local, state or
226 national level within the previous five years.
227

228 Section 4. Term of Office

229 Directors shall serve for a three-year term of office on a rotating basis. The term of office shall
230 commence on January 1 each year following the election and terminate on December 31.
231

232 Section 5. Elections

233 Elections shall be held annually. All voting members shall have the opportunity to elect officers
234 and directors by ballot. Balloting may be by electronic means. Candidates receiving the highest
235 number of votes for each position shall be declared elected. In the event of a tie for the director
236 positions, lots shall be drawn.
237

238 Section 6. Meetings

- 239 A. Regular meetings of the board shall be held at least quarterly as determined by the board.
240 At least ten days' notice shall be given to all members of the board.
241 B. Special meetings shall be held as called by the president or any three members of the
242 board. At least three days' notice shall be given to all members of the board.
243 C. Meetings may be held in person or by electronic means, provided that all participants can
244 hear and speak to one another at the same time.
245 D. A majority of the voting members of the board of directors shall constitute a quorum for all
246 meetings. All decisions of the board of directors require an affirmative vote of a majority of
247 the board of directors.
248

249 Section 7. Vacancy

- 250 A vacancy that occurs in the position of director shall be filled in the following manner:
251 A. If the vacancy occurs between January 1 and before the completion of the current year's
252 election the vacancy shall be filled by the person receiving the next highest number of votes
253 in the previous year's election with the term ending December 31.
254 B. If the vacancy occurs after the current year's election and there is more than six months left
255 in the unexpired term, the vacancy shall be filled by the person receiving the next highest
256 number of votes in the current year's election with the term ending December 31 of the
257 following year.
258 C. If all such persons decline to serve, if there were no additional candidates for that office
259 during the most recently concluded election, or if the vacancy occurs with fewer than six
260 months left in the unexpired term, the vacancy shall not be filled.
261

262 Section 8. Removal

263 Any member of the board of directors may be removed in accordance with the provisions of law
264 and the Illinois Not For Profit Act of 1986, as amended, by the persons entitled to elect such
265 director, whenever, in their judgment, the best interests of ENA would be served by such
266 removal.
267

268 Section 9. Executive Committee

- 269 A. The Executive Committee shall be composed of the president, the president-elect, and the
270 secretary/treasurer as voting members, and the executive director as a nonvoting ex-officio
271 member. The Executive Committee shall exercise all responsibilities specified in the bylaws
272 and assigned by the board of directors.
273 B. The Executive Committee shall assist the board in managing ENA on issues that are time
274 sensitive between official board meetings and, in those urgent instances, will have and may

- 275 exercise all of the powers of the board in the oversight of the management of the business
276 and affairs of ENA.
- 277 C. The Executive Committee assists the president in setting priorities for the board and the
278 executive director. Actions of the Executive Committee will be communicated to the board of
279 directors.
- 280 D. The Executive Committee may provide counsel to the executive director.
- 281 E. The Executive Committee shall lead the board of directors in strategic initiatives.

282

283 Section 10. Indemnification

284 ENA shall indemnify, as set forth below, and to the fullest extent to which it is empowered to do
285 so by the Illinois Nonprofit Corporation Act or any other applicable laws as may from time to
286 time be in effect, any person who, by reason of being or having been a director, officer,
287 employee, or agent of ENA, or who is or was serving at the request of ENA as a director, officer,
288 employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise,
289 and who was or is a party or is threatened to be made a party to any threatened, pending, or
290 completed action, suit, or proceeding.

291

292

293 **ARTICLE VII**
CONSTITUENT DIVISIONS

294 Section 1. Levels of Organization

- 295 A. ENA shall have two levels of organization, with an optional third level:
- 296 National Level
- 297 State Level
- 298 Local Level, optional
- 299 B. All levels of ENA are integral components of ENA. State councils are separately
300 incorporated in each state in accord with bylaws and procedures. The local level within each
301 state, where it exists, is an integral component of the state council and exists under the
302 state council corporate status, in accord with bylaws and procedures.

303

304 Section 2. Activities

- 305 A. National level activities shall encompass activities of the General Assembly, special
306 meetings of delegates, and the board of directors.
- 307 B. The state level of ENA shall encompass all activities of state councils.
- 308 1. Charter – Each state council shall be chartered by ENA in accord with procedures and
309 shall actively support the philosophy and objectives of ENA.
- 310 2. Objectives – Each state council shall function within the framework of ENA to
311 coordinate and to implement ENA activities within the state.
- 312 3. Composition – In states where chapters exist, state councils will be composed of
313 representatives from each chapter within the state in accord with bylaws and
314 procedures. If there are no chapters, state councils will be composed of members-at-
315 large. In the event that there is no state council, a member of the board of directors shall
316 coordinate ENA activities within that state in accord with procedures.
- 317 4. Responsibility – Each state council is an integral component of ENA and shall act in
318 accord with bylaws and procedures. Each state council has the responsibility to monitor
319 and to address professional issues related to emergency care. Each state council shall
320 serve as a resource for emergency nursing within the state.
- 321 5. General Assembly delegation – Each state council shall coordinate the individual state
322 delegation to the ENA General Assembly in accord with procedures.
- 323 6. Funding – Each state council shall receive an annual allocation for each individual
324 member within the state in accord with procedures.
- 325 7. Suspension or Revocation of Charter – The charter for a state council may be
326 suspended or revoked by the board of directors in accord with procedures.
- 327 C. The third level, if it exists, shall encompass all activities of chapters. Chapters, where they
328 exist, are integral components of states and ENA and shall act in accord with bylaws and
329 procedures.

- 330 1. Purpose – Each chapter shall be chartered by the board of directors in accord with
331 procedures and shall actively support the purpose and objectives of ENA.
332 2. Objectives – Each chapter shall function within the framework of ENA to coordinate and
333 to implement ENA activities at the chapter level.
334 3. Composition – Chapter membership shall be obtained, in those states where chapters
335 exist, when an individual joins ENA in accord with procedures.
336 4. Responsibility – Each chapter has the responsibility to provide representation for active
337 participation at the respective state level in accord with procedures.
338 5. Funding – Each chapter shall receive an annual allocation for each chapter member in
339 accord with procedures.
340 6. Suspension or Revocation of Charter – The charter for a chapter may be suspended or
341 revoked in accord with procedures.
342

343 **ARTICLE VIII** 344 **COMMITTEES**

345 Section 1. Committees

346 ENA shall have committees appointed by the board of directors in sufficient numbers necessary
347 to address mission objectives, and positions of ENA. The president or an appointed board
348 liaison, as well as the executive director, shall serve as non-voting members of all committees,
349 except the Nominations and Elections Committee.
350

351 Section 2. Standing Committees

352 A. Finance Committee.

- 353 1. The Finance Committee shall be composed of the president, the president-elect, the
354 secretary/treasurer and the immediate past president. The executive director shall serve
355 as a nonvoting ex-officio member.
356 2. The Finance Committee shall:
357 a. Oversee the financial planning and management of ENA by ensuring that all fiscal
358 aspects are in order;
359 b. Oversee the independence of ENA's audit functions and its compliance with legal
360 and ethical standards;
361 c. Oversee investment of funds; and
362 d. Make fiscal recommendations to the board.
363

364 B. Resolutions Committee.

- 365 1. The Resolutions Committee shall be composed of six members serving three-year
366 terms, two appointed each year by the ENA president-elect and ratified by the board of
367 directors. The committee chairperson shall be appointed by the president-elect and
368 ratified by the board of directors from among the continuing members on the committee.
369 The terms shall be staggered and shall commence at the adjournment of the General
370 Assembly meeting following appointment.
371 2. The Resolutions Committee shall solicit, review, and present resolutions and proposed
372 bylaws amendments to the General Assembly.
373

374 C. Nominations and Elections Committee.

375 1. Composition

- 376 a. The Nominations and Elections Committee shall consist of seven voting members
377 elected in the ENA national election: one member from each of six regions who has
378 not previously served on the board of directors, and one member who has served on
379 the board of directors. Nominations and Elections Committee members may only
380 represent the region in which they hold a voting membership.
381 b. The six regions shall be established by Nominations and Elections Committee policy.
382 Each region shall be composed of states with geographic proximity and relatively
383 equal membership distribution.
384 c. A Nominations and Elections Committee chairperson shall be elected each year by

- 385 the incoming Nominations and Elections Committee. The chairperson must have
386 served as a member of the committee the previous year.
- 387 2. Eligibility
- 388 a. Candidates must be a voting member and must have been a voting member during
389 each of the previous five years immediately prior to submitting their candidate
390 application.
- 391 b. Candidates shall have served in an elected or committee position on the local, state
392 or national level within the previous five years.
- 393 c. Candidates must also have attended at least one General Assembly within the
394 previous three years in an approved verifiable capacity as outlined in the election
395 rules.
- 396 d. Each candidate shall submit to, and pass as acceptable, a limited background check
397 verifying personal identity, professional licensure, highest academic level and an
398 investigation for criminal activity.
- 399 e. Members of the Nominations and Elections Committee may not run for or serve in
400 any ENA board position during tenure on the Nominations and Elections Committee,
401 and may not serve more than two consecutive elected terms.
- 402 3. Elections
- 403 a. Elections for the Nominations and Elections Committee shall be held annually.
404 Members shall serve for two-year terms on a rotating basis with terms ending at the
405 first meeting of the Nominations and Elections Committee following the annual
406 General Assembly meeting.
- 407 b. All voting members shall have the opportunity to elect Nominations and Elections
408 Committee members by ballot from all regions. Candidates receiving the highest
409 number of votes shall be declared elected. In the event of a tie vote for a position on
410 the committee, lots shall be drawn.
- 411 4. Responsibilities
- 412 a. The Nominations and Elections Committee shall be responsible for developing
413 election rules to facilitate elections and shall have general oversight over the election
414 process.
- 415 b. The Nominations and Elections Committee shall issue a call for candidates at the
416 beginning of the election cycle. The Nominations and Elections Committee shall
417 review, ratify and present a qualified slate of candidates for each position in the
418 election of officers, directors and the Nominations and Elections Committee
419 according to the election rules. The slate of candidates shall be presented to the
420 membership through ENA publications. All national candidates shall be considered
421 potential candidates until they have been ratified by the Nominations and Elections
422 Committee.
- 423 c. If no applications are received for open board or Nominations and Elections
424 Committee positions, the Nominations and Elections Committee may solicit
425 additional applications as outlined in operational procedures.
- 426 d. Changes to the election rules must occur prior to the start of the election cycle.
- 427 e. The Nominations and Elections Committee shall submit proposed amendments to
428 the election rules to the board of directors, who shall review them for compatibility
429 with ENA's purpose, mission, values, objectives, federal and state laws and fiscal
430 viability. Following review and comment by the board of directors in accordance with
431 these criteria, the Nominations and Elections Committee will submit proposed
432 amendments to the Resolutions Committee by the amendment deadline date.
- 433 f. Notice of amendments to the election rules shall be sent with the notice of the
434 meeting. The General Assembly may amend the election rules within the scope of
435 notice by majority vote. If notice has not been given as required by this section, the
436 General Assembly may amend the election rules by a three-fourths vote.
- 437 5. Vacancies
- 438 a. A vacancy in the chairperson position shall be filled by a majority vote of the
439 Nominations and Elections Committee.

- 440 b. A vacancy of a committee member shall be filled by the candidate who received the
441 next highest number of votes from that region or as the past board member in the
442 most recently completed election.
- 443 c. In the event of a committee member vacancy from an uncontested election, a
444 qualified candidate must be nominated and elected by the state council presidents of
445 the region affected by the vacancy according to the Nominations and Elections
446 Committee election process, meeting the same requirements set forth in the bylaws
447 as any potential candidate.
- 448 d. The committee position may remain vacant as approved by the Nominations and
449 Elections Committee if less than six months remain of the unexpired term.
- 450

451 **ARTICLE IX**
452 **DISSOLUTION**

453 In the event of dissolution of ENA, the net assets of the corporation shall be applied and all
454 liabilities and obligations shall be paid, satisfied, and discharged, or adequate provision shall be
455 made thereof. After payment of all liabilities and obligations, all remaining assets shall be
456 distributed to an organization or organizations organized and operated exclusively for charitable,
457 educational, scholastic or scientific purposes as shall at the time qualify as tax exempt under
458 Sections 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any subsequent law
459 of the United States of America.

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461 **ARTICLE X**
462 **LIMITATIONS**

463 Section 1. Corporate Powers

464 ENA shall possess all powers which a corporation organized under the General Not For Profit
465 Corporation Act of 1986 of the State of Illinois, as the same from time to time may be amended,
466 shall possess, including all powers which are not in conflict with the purposes for which ENA is
467 organized. In any event, ENA shall not engage in any activity which would disqualify it from
468 being exempt from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as
469 amended, or any subsequent law of the United States of America.

470

471 Section 2. Net Earnings

472 No part of the net earnings of ENA shall inure to the benefit of any private individual. Further, no
473 part of the income of ENA shall be distributed to its members, directors, or officers, provided
474 however, that the payment of reasonable compensation for services rendered shall not be
475 deemed a distribution of income.

476

477 Section 3. Corporate Assets

478 Anything herein contained to the contrary notwithstanding, no assets of ENA shall be donated,
479 distributed, applied to, paid over or otherwise used or employed in any manner which would
480 disqualify ENA from being exempt from taxation under Section 501(c)(3) of the Internal
481 Revenue Code of 1986, as amended, or any subsequent law of the United States of America.

482

483 Section 4. Political Campaigns

484 ENA shall not participate in or intervene in any political campaign on behalf of any candidate for
485 public office, including the publication or distribution of statements.

486

487 **ARTICLE XI**
488 **PARLIAMENTARY AUTHORITY**

489 The rules contained in the 11th edition of *Robert's Rules of Order Newly Revised* shall govern
490 ENA in all cases to which they are applicable and in which they are not inconsistent with these
491 bylaws and any special rules of order ENA may adopt.

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**ARTICLE XII
AMENDMENT**

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Section 1. Proposals

Amendments to the bylaws may be proposed by the board of directors, state councils or under the signature of five voting members.

Section 2. Submission Deadline

Amendments must be submitted to ENA national office at least 90 days prior to the General Assembly.

Section 3. Notice

The board of directors shall review proposed bylaws amendments and resolutions for compatibility with ENA's purpose, mission, values, objectives, federal and state laws and fiscal viability, and provide recommendations to the General Assembly. Amendments will be submitted to the membership at least 60 days prior to the General Assembly. Publication of the amendments in an ENA publication shall constitute notice of any amendments of these bylaws to be considered for approval.

Section 4. Vote

In order to be approved, any amendment must be approved by a two-thirds vote of the delegates present and voting.