

Bylaws of the Association of Veterans Affairs Nurse Anesthetists

ARTICLE I. NAME, MISSION, VISION & OBJECTIVES

SECTION 1. Name

The name of this organization shall be the "Association of Veterans Affairs Nurse Anesthetists", hereafter also referred to as "AVANA."

SECTION 2. Mission and Vision

Mission: The mission of the Association of Veterans Affairs Nurse Anesthetists (AVANA) is to unite and support all Veterans Affairs (VA) Nurse Anesthetists to attain its objectives.

Vision: The vision of the AVANA is to be recognized as the official professional organization of Veterans Affairs nurse anesthetists.

SECTION 3. Objectives

The objectives of AVANA shall be to:

1. Promote quality and safe anesthesia services to the veteran patient
2. Provide continuing education for VA nurse anesthetists
3. Enhance communication among all VA nurse anesthetists, members of the medical and nursing profession and those persons and organizations impacting the VA Health Care System
4. Support the recruitment and retention of nurse anesthetists
5. Endorse utilization of CRNA skills to the maximum breadth of their clinical scope of practice and education as well as departmental management and administration
6. Encourage academic excellence with use of evidence based practice

ARTICLE II. CORPORATE STATUS, REGISTERED OFFICE, REGISTERED AGENT

SECTION 1. Corporate Status

1. The Association of Veterans Affairs Nurse Anesthetists shall be a non-profit corporation.
2. All funds, property and assets, of whatever kind or description or wherever located, presently owned or hereafter acquired by the association, shall be held in trust for the membership thereof. In the event of the dissolution of this organization, all assets shall be disposed of in accordance with the rules and regulations of the Internal Revenue Service governing the tax-free status.

SECTION 2. Registered Office

1. The Association of Veterans Affairs Nurse Anesthetists shall continuously maintain a Registered Office in the state in which the organization is incorporated in accordance with the laws of incorporation.
2. The Registered Office shall be located at the address of the Registered Agent.

SECTION 3. Registered Agent

1. The Registered Agent shall be selected by the Board of Directors and be retained by the Association; or
2. The Registered Agent shall be an active/retired member in good standing in AVANA.
3. The Registered Agent must be a current resident of the state in which the Registered Office is located.
4. The Registered Agent shall be a permanent appointment unless said agent fails to perform the duties of the agent or resigns.
5. The position and duties of the Registered Agent shall be governed by the Laws of Incorporation.

ARTICLE III. MEMBERSHIP CLASSIFICATION AND MEMBERSHIP POLICY

SECTION 1. Classes of Membership

AVANA shall have four classes of membership:

1. Active
2. Retired
3. Honorary

4. Student/Graduate

SECTION 2. Membership Categories

1. **Active:** Individuals who are currently certified/recertified CRNA's employed by the Department of Veterans Affairs. Active members shall be eligible to vote, to hold office and to participate in all other membership benefits offered by AVANA.
2. **Retired:** CRNA's who have retired from the VA. Retired members shall be eligible to vote and participate in all other membership benefits offered by AVANA.
3. **Honorary:** Honorary lifetime membership shall be awarded by a majority vote by the AVANA Board of Directors to a member or past member who has rendered outstanding contributions to AVANA. Honorary members may not hold office, vote and shall not be subject to payment of membership dues.
4. **Student/Graduate:** Individual who is a Registered Nurse enrolled in an accredited nurse anesthesia educational program or who has recently graduated but not yet certified. Student/Graduate members may not hold office or vote.

SECTION 3. -Membership Policy

1. Shall not discriminate against any member or applicant for membership on the basis of race, color, religion, age, gender, sexual orientation, marital status or national origin.
2. Failure to pay dues by the established deadline *may* result in termination of membership.
3. Discontinuing employment with a Veterans Affairs Medical Center shall result in termination of active membership unless the member retires or is offered an honorary membership.
4. Applicant for membership must be approved by the AVANA Membership Committee

ARTICLE IV. ETHICS, DISCIPLINE, COMPLAINTS, PROCEDURES, AND REINSTATEMENT

SECTION 1. Ethics

Membership in the AVANA demands conformity to high ethical standards, professional behavior and adherence to all the bylaws, rules, regulations and principles of conduct set forth by the American Association of Nurse Anesthetists (AANA) www.aana.com.

SECTION 2. Diversity and Inclusion Statement

The AVANA respects every person regardless of race, religion, gender, creed or sexual orientation. We will continue to exemplify the values we have set as a community of healthcare professionals. We will continue to promote understanding and embrace diversity, equity and inclusion as we provide the excellent care our veterans and communities deserve.

SECTION 3. Discipline

1. Failure to comply with Article IV, SECTION 1 shall subject the member to censure, suspension, or expulsion by a two-thirds (2/3) vote of the Board of Directors. The Board of Directors may forward pertinent details of their action to the AANA if deemed necessary.
2. Member may be censured, suspended or expelled for:
 - a. Adjudication by a court that the individual is mentally incompetent
 - b. Loss of certification/recertification or action taken by a Board of Nursing against the member's license by result of gross incompetence, unethical or unprofessional conduct, conviction of a felony or an act demonstrating moral turpitude

SECTION 4. Complaints

Complaints/requests for disciplinary action shall be the right of any person, member or non-member of this association, who has reason to believe that a member of AVANA has willfully or negligently acted contrary to the ideals set forth by the bylaws of AVANA or who has demonstrated conduct that is contrary to their trust as a Certified Registered Nurse Anesthetist.

SECTION 5. Procedures

A complaint or request for disciplinary action shall be presented in writing to the President of the AVANA at least thirty (30) days prior to a regular meeting of the Board of Directors.

SECTION 6. Reinstatement of Membership

1. May reapply for membership to Membership Committee.
2. Membership Committee will make appropriate recommendation and forward application to the President of the AVANA for Board Action.
3. Any Board action in the area of reinstatement or appeal must be by a two thirds vote of the Board of Directors.
4. Applicant for reinstatement must pay dues and penalty fees, if any, as determined by the Board of Directors.

ARTICLE V. BOARD OF DIRECTORS: QUALIFICATIONS, TERMS OF OFFICE, DUTIES, VACANCY, TRAVEL

SECTION 1. Board of Directors

1. The Officers of this association shall be the President, President-elect, Secretary and Treasurer.
2. The government of this association shall be vested in an elected Board of Directors consisting of four (4) Officers; four (4) Regional Directors, and a Director at Large and Executive Director
3. The Board of Directors shall be elected by mailed/electronic ballot of eligible members.
4. The nomination and election process shall follow AVANA policies and procedures.

SECTION 2. Qualifications

1. No member shall be elected to the office of President-elect who has not served on the Board of Directors for at least one full term or served as Chairperson of a Standing Committee for at least two (2) years.
2. No member shall be elected as a Director, President, President-elect, Secretary or Treasurer if he/she is not an Active Certified or Recertified member in good standing.

SECTION 3. Terms of Office

1. President shall be elected to serve one (1) term of two (2) years, A minimum of two (2) years shall pass before a former president may be eligible for nomination to the office of President-elect.
2. President-elect shall be elected to serve one (1) term of two (2) years
3. Secretary shall be elected for two (2) years and be eligible for re-election, but may not serve more than two (2) consecutive terms.
4. Treasurer shall be elected for two (2) years and be eligible for re-election, but may not serve more than two (2) consecutive terms.
5. Directors shall be elected for two (2) years and be eligible for re-election, but may not serve for more than two (2) consecutive terms.
6. Two (2) Directors, Central and Southern shall be elected in the odd numbered years and three (3) Directors, Eastern, Western, and Director at large shall be elected in the even numbered years.
7. The regular term of office shall begin immediately following the AVANA Annual education meeting.

SECTION 4. Duties of the Board of Directors

1. Shall oversee the management of funds and property of this association.
2. Shall conduct the general business of the association during the interim period between the AVANA annual business meetings.
3. The Board shall convene a board meeting before and after the annual meeting as set up by the President.
4. Shall request and receive a reconciliation of the financial records before the AVANA annual education meeting. May request audit when deemed necessary.
5. Shall fill vacancies that occur on the Board and/or committees as directed by these Bylaws.
6. Any Board member failing to fulfill the duties assigned or failing to attend, without valid reason, at least two (2) official Board meetings shall be liable to dismissal on a majority vote of the Board of Directors and their office declared vacant.

SECTION 5. Vacancy

1. In the event of vacancy in the office of President, the President-elect shall assume the duties of the President.
2. In the event of a vacancy in the office of President-elect, the Nominating Committee shall be called upon to submit candidates. The election of this position
 - i. shall be by the members and based on the AVANA election policies and procedures.
3. In the event of a vacancy in the office of Secretary, an appointment shall be made by a majority of the Board of Directors to fill the position.
4. In the event of a vacancy in the office of Treasurer, an appointment shall be made by a majority of the Board of Directors to fill the position.
5. In the event of a vacancy in the position of Director a majority of the remaining Board members shall appoint a new member from the region in which the vacancy occurred.

SECTION 6. Travel and Reimbursement for officers

The Association of Veterans Affairs Nurse Anesthetists shall follow a reimbursement policy, approved annually by the board of directors, for officer and board travel to state and national meetings.

ARTICLE VI. COMMITTEES

SECTION 1.

All Standing and Special Committees shall be appointed by the President and approved by the Board of Directors.

SECTION 2.

The Board of Directors shall determine the composition, duties and responsibilities of all committees. Each Committee Chairperson shall be responsible for the fulfillment of duties of their committee and shall prepare an annual report to be presented at the Annual meeting.

SECTION 3.

Standing Committee members shall be appointed for a term of two years or until their successors are appointed. Special Committee members shall serve until the purpose or the committee is fulfilled, unless otherwise determined by the President. Any committee member failing to fulfill the duties assigned shall be liable to dismissal on a majority vote of the Board of Directors. When vacancies occur in committees, the President, with the advice and consent of the Board of Directors, shall fill the vacancies by appointment of current members

SECTION 4.

The President or designee shall be an ex-officio member of all committees except the Nominating Committee.

SECTION 5.

1. The Standing Committees include Auditing & Budget, Bylaws & standing Rules, Education, Scholarship, Government Relations, Nominating, Membership and Social Media.
2. Ad hoc or special committees can be developed at the discretion of the president or BOD.
3. The committees will function to develop a plan to carry out the responsibilities, goals and objectives of the Committee.

ARTICLE VII. MEETINGS, QUORUM, NOMINATIONS, ELECTIONS, SPECIAL MEETINGS, VOTING PROCEDURES

SECTION 1. Meetings

The date of the Annual Education meeting will be determined by the Board of Directors, and the Education and Scholarship committees.

SECTION 2. Quorum

1. A 2/3rds majority of Board members must be present to carry on any official business.
2. A quorum for the transaction of business at the annual meeting of the members shall be seven (7) percent

of those entitled to vote.

SECTION 3. Elections

1. The Nominating Committee shall be responsible for soliciting and slating candidates for an annual election
2. On or before July 1, the Nominating Committee shall request from each Regional Director a list of nominees to fill vacancies for offices. The list of nominees shall be compiled and presented to the Nominating Committee Chair by December 1.
3. Election shall be by electronic or mailed ballot; a plurality shall elect all officers and directors. The ballot shall be sent to the members qualified to vote no less than forty-five (45) days prior to the annual meeting. Said ballots will be tabulated by the designated tellers and the official results will be sent to the President of the Association within five (5) working days after the deadline. In the event of a tie vote, the tie shall be broken by a ballot at the annual meeting.
4. Nominations for candidates may be made from the floor with the permission and consent of the nominee.
5. Results of the election shall be presented at the annual meeting

SECTION 4. Special Meetings

Special meetings shall be called by the President or the Board of Directors in response to a written request of seven (7) percent of the membership.

SECTION 5. Voting Procedure at General Meetings

Procedure for voting and other business matters shall be by method as determined by the President.

ARTICLE VIII. OFFICIAL PUBLICATION

1. The name of the publication of AVANA shall be called the AVANA Newsletter.
2. Members who pay Association dues shall receive the official publication either via email or in paper form as designated by the board of directors.

ARTICLE IX. FISCAL YEAR

The fiscal year shall be from January 1 to December 31.

ARTICLE X. ANNUAL DUES

Membership dues are paid on an annual basis or through options as determined by the Board of Directors.

ARTICLE XI. AMENDMENTS

All amendments, changes or additions to the bylaws being voted on by membership may be made with approval of Bylaws Committee by a majority of the Board, and a majority vote of voting members.

ARTICLE XII. PARLIMENTARY AUTHORITY

Roberts Rules of Order shall be the governing authority in all cases to which they are applicable and which are not inconsistent with these Bylaws or other governing rules of precedence.

Article XIII: AVANA SCHOLARSHIP FUND

SECTION 1. Goals

The scholarship fund is intended to support the training, recruitment, and retention of the best-qualified VA nurse anesthetists.

Article XIV GEOGRAPHIC ORGANIZATIONS

SECTION 1. Purpose

1. Geographic regions of all VA Facilities with CRNA's are established for utilization by each regional director.
2. AVANA Regions

Western Region	Central Region	Southern Region	Eastern Region
Alaska	Illinois	Alabama	Connecticut
Arizona	Indiana	Arkansas	Delaware

California	Iowa	Florida	Dist. Of Columbia
Colorado	Kansas	Georgia	Maine
Hawaii	Kentucky	Louisiana	Maryland
Idaho	Michigan	Mississippi	Massachusetts
Montana	Minnesota	North Carolina	New Hampshire
Nevada	Missouri	Oklahoma	New Jersey
New Mexico	Nebraska	Puerto Rico	New York
Oregon	North Dakota	South Carolina	Pennsylvania
Philippines	Ohio	Tennessee	Rhode Island
Utah	South Dakota	Texas	Vermont
Washington	Wisconsin		Virginia
Wyoming			West Virginia

Section 2. Assignment of Regional Directors

The Regional Directors may be elected from any geographic location, rather than a state included in the region of their residence.

Created April 27th, 2001

Amended May 2012

Amended January 2014

Amended May 2018

Amended October 2021