

Haitian American Nurses Association of Georgia, Inc.
(HANA)
Bylaws

ARTICLE 1
TITLE PURPOSE AND FUNCTIONS

SECTION 1

TITLE:

The name shall be **HAITIAN AMERICAN NURSES ASSOCIATION of GEORGIA, Inc. (HANA)**.

The use of this name and acronyms are strictly limited to approved members only. Any entity that wishes to use this name and acronyms **MUST** submit an application and be approved by the board of directors and members at large.

PURPOSE / MISSION:

The purpose of this association is:

- To provide nurses the opportunity to unite as a group.
- To share and promote ideas of interest to the group.
- To become effectively involved with the issues and services relevant to the health and welfare of the community locally and abroad.
- Empower members to become effective, culturally competent leaders and caring professionals.
- To support individual nurses in times of need.
- To promote evidence-based practice issues and to support the professional advancement of the nurses.

VISION:

HANA's vision is to be recognized nationally and internationally as a world class nursing organization. HANA believes that every nurse has the ability to serve, lead, educate, and empower others towards a healthier life and be a catalyst for change.

FUNCTIONS:

- Promote professional growth and development by providing nurses with Continuing Education Units (CEUs), scholarships and maintaining nursing standards.
- Provide educational program and conferences for nurses.
- Provide healthcare education to reduce healthcare disparities in the community.
- Actively engage in the decision-making affecting the health and welfare of the underserved in the community.
- Empower nurses to maintain nursing standards, professionalism and seek higher education.
- Ensure that nurses exercise cultural humility as they provide services to the community.
- Participate in community events that promote wellness.
- Actively participate in legislations affecting healthcare and the nursing profession.
- Support Haitian nurses educated abroad in the process of obtaining their GA nursing license.
- Inspire and facilitate young adults to the nursing profession.
- Organize, implement and participate in international medical missions.
- Coordinate and implement Community Health Fairs.
- Foster Networking and Media Education through radio and television.
- Engage in Youth Focused Interventions.
- Participate in Emergency Response Teams and Disaster Relief Efforts.
- Conduct Immunization and Toy Drives.
- Engage in Research Activities by utilizing Evidenced Based Practice to reduce health disparities.
- Develop mentorship program for nursing students, new graduate nurses and foreign trained nurses from Haiti seeking licensure.

**ARTICLE II GENERAL MEMBERSHIP
SECTION 1**

QUALIFICATIONS:

1. Members of this corporation shall be a paid member of HANA of Georgia and must be a licensed nurse or a student nurse.
2. HANA of Georgia will be required to pay an annual fee to HANA-I.

3. Any interested professional can become Advisory Council Members upon approval by the board of directors.
4. Members of this corporation shall be all licensed certified healthcare professionals not limited to doctorate in nursing practice, PhD in nursing, advanced practice registered nurses, registered nurses, practical nurses, and student nurses, whose applications have been approved by the credentialing committee pursuant to these bylaws.
5. Special members may be admitted as counselors upon approval by the board of directors.
6. HANA Of Georgia, INC will become a member of the Haitian American Nurses Association International (HANA-I).
7. All active Past Presidents are advisors of the association.
8. Any interested professional in the community can become advisors upon approval by the board of directors.
9. A member shall forfeit all membership rights if dues are not paid by the end of their membership period. Members may attend any meeting and other unrestricted activities by HANA of Georgia, Inc.

Section 2:

Dues:

1. All licensed professional members must pay a due of \$100.00 fee by January 31st of each year.
2. Non-licensed student nurses, retired nurses and special members must pay \$100.00 fee.
3. Dues are payable January 1st and are delinquent after April 1.
4. Notice will be given to members upon failure to pay annual dues and if such dues are not paid within 90 days, privilege of active membership shall be suspended.

Section 3:

Duties and Responsibilities of Members:

1. The timely payment of dues.
2. Attendance at general and special meetings.
3. Members of committees and actively participate in the affairs of the Corporation.
4. HANA of Georgia members will adhere to membership guidelines as described in the by-laws.

ARTICLE III MEETINGS

Section 1: General Membership Meetings

- 1. There shall be one (1) general membership meeting to elect the Board of Directors, to be held in the month of February of every two years.**
- 2. Special and emergency meetings may be held at the discretion of the Board whenever necessary.**

Section 2: Fundraising Events

Fundraising events shall be held at least yearly and at the discretion of the board members.

Section 3: General Meeting

General Meeting:

The order of the general meeting shall be:

- 1. Call to order**
- 2. Determine Quorum**
- 3. Reading and Approval of the Minutes**
- 4. Old Business**
- 5. Correspondence**
- 6. Report of Treasurer**
- 7. Report of the Board of Directors**
- 8. Report of Standing Committees**
- 9. Report of the Special Meeting**
- 10. New Business**
- 11. Adjournment**

Section 4: Quorum

Four members of the Board of Directors and 25% of the general membership shall constitute a quorum of any regular meeting.

Number and Qualifications of Directors:

The Board of Directors shall consist of eleven voting members to be elected every 2 years at the meeting of the general membership by the vote of a majority of these members.

Members do not have to be of Haitian decent, except for the president and hold a minimum of a Baccalaureate of Science in Nursing. The Board shall elect their own members from time to time by amendment of these bylaws.

Section 5: Resignation or Removal

Any director may resign at any time by giving written notice to the Board of Directors, to the President and the Secretary. The resignation must be accepted by the board. Any such resignation takes effect at the time specified therein, or if the time is not specified therein, upon its acceptance by the Board of Directors. The members at any meeting called for the purpose by vote of a majority of the members may remove from office any director elected by the members of the Board of Directors and elect his successor. Two-thirds of the general membership present at a duly convened meeting may remove a director.

ARTICLE IV: BOARD OF DIRECTORS

Section 1:

Number and Qualifications of Directors:

The Board of Directors shall consist of eleven voting members to be elected every 2 years at the meeting of the general membership by the vote of a majority of these members. The Board shall elect their own members from time to time by amendment of these bylaws.

Number and Qualifications of Directors

- 1. The Board is responsible for the overall policy and direction of the Corporation. The Board shall have up to 11 directors but not fewer than 4 directors. The Board receives no compensation other than reimbursement for approved board expenses.**
- 2. The Board of Directors shall consist of nine voting members to be elected by a majority vote of these members. All board members are required to have a minimum of baccalaureate degree.**
- 3. All Board of Directors shall serve two-year terms but are eligible for re-election for one additional term.**
- 4. The Board shall elect their own members from time to time, by amendment of these bylaws.**

Section 2:

Meeting of Board of Directors

The Board of Directors shall hold its regular and its special meetings at such times and places, within the state, as they deem to be in the best interest of the corporation at least monthly.

Section 3:

Notice of Meetings of Board of Directors

After the Board of Directors has determined the time and place for regular meetings no notice thereof need to be given. Notice of special meeting shall be sent to each director at least two days before the meeting unless in case of an emergency the President shall send a shorter notice via e-mail and/or by phone.

Section 4:

Power of Directors

The Board of Directors shall be vested with the management of the Corporation. In the management and control of the property and affairs of the Corporation, The Board of Directors is hereby vested with all the powers possessed by the Corporation itself, so far as this delegation of authority is not inconsistent with the laws of the State of Georgia, with the articles of Incorporation, or with these Bylaws.

Section 5:

Endowment

The Board shall have power to segregate a percentage of the membership dues to establish an endowment fund. The proceeds of that fund are to be used for the association's purposes.

Section 6:

Vacancies

When for any reason the office of a director shall become vacant, the remaining directors shall, by a majority vote elect a successor who shall hold office until his successor is elected and has qualified. Vacancies resulting from an increase in the number of directors may be filled in the same manner.

Section 7:

Quorum of Directors

A majority of the members of the Board of the Directors and/or advisory board constitutes a quorum for the transaction of the organization's business. The vote of a majority of quorum of the directors shall be require in order to authorize action by the Board of Directors.

Section 1:

Election and Qualification

The officers of this corporation shall consist of a President, a Vice-President, a Second Vice President, a Treasurer, a Secretary, an Assistant Treasurer, an Assistant Secretary, a 3rd Secretary and a Public Relations Officer. The same person may hold more than one office, except those of President and Secretary or Assistant Secretary. The Board of Directors shall have authority to fill any vacancy in any office. The Board of Directors shall also have full authority to fix the special compensation of all officers as need be. All officers shall hold office until their successors are elected and have been qualified.

Section 2:

President

President (*Must hold a minimum of a master's degree*)

- **The president shall develop all meeting agendas.**
- **The president shall serve as an ex officio member of all committees.**
- **The president shall preside at all meetings of the members and shall preside at meetings of the Board of Directors.**
- **The President or vice President, unless some other is specially authorized by the vote of the Board of Directors, shall sign all written instruments of the Corporation.**
- **The President shall perform all duties commonly incident for his/her office and shall perform such other duties, as the Board of Directors shall designate.**
- **The President shall appoint members via a task force to do special projects to further the work and progress of the organization.**
- **He/she shall call Regular and Special Meetings of Board of Directors in accordance with these Bylaws and shall be the Chairperson of the Board of Directors.**
- **He/she shall preside at all meetings of the Board of Directors, shall see that all orders and resolutions of the Board of Directors are carried into effect, and shall have other duties and powers as the Directors may from time-to-time prescribe.**
- **The President provides strong leadership for HANA of Georgia and sets a sound and accurate course for its future.**
- **Participates in setting policy.**
- **Exercises decisive administrative and leadership ability in order to set a course of action for the Association.**
- **Acts in good faith and for the best interests of the Association.**
- **The HANA of Georgia President serves as chief executive officer of the Association, acts as official representative of the Association and as its chief spokesperson on matters of Association policy and positions.**
- **The HANA of Georgia President provides the vital link between all HANA regional leaders within the Association and those throughout the healthcare field.**

- The HANA of Georgia President exercises personal leadership in the motivation of other officers and directors on the HANA of Georgia Board of Directors, elected and appointed officials, HANA of Georgia staff, and the membership. The President, along with the other officers, is responsible to address any conduct injurious to the Association or its purpose, both internally and externally.
- All officers and members report to the President.
- A president that has not been removed from office will also be an ex-officio member except for the nominating committee, and shall have the same rights and duties as all the committee members

Duties include:

1. Shall have veto power
2. Presides and conducts all meetings (unless unable to attend).
3. Determines quorum to officially begin membership meetings
4. Announces business ventures.
5. Recognizes members and non-members who are entitled to address membership.
6. States and puts to vote all questions that legitimately come before members.
7. Protects the membership.
8. Represents the Association at all participating events.
9. Enforces the rules of the Association.
10. Expedites all business.
11. Decides all questions of order.
12. Responds to all inquirers (members and non-members).
13. Adjourns meetings.
14. Must sign or authorize with the treasurer all financial transactions \$100 or more and shall be a signatory officer on the organization's bank account.

Section 3:

Past Presidents:

All past Presidents that were not removed from office may have formal duties but shall serve as officers of the Board, and a voting member of the Board of Directors, and shall be available for consultation and guidance.

Duties: May be assigned by the President. They must be an active paid member of their respective chapter.

Section 4:

1st Vice-President:

- The HANA of Georgia 1st Vice-President assumes the responsibilities of the President in his/her absence and performs special functions as assigned to assist the HANA of Georgia President in performing the functions of that office.
- He/she serves as a member of the HANA of Georgia Board of Directors.

- The HANA of Georgia Vice-President assists the HANA of Georgia President in the performance of his/her duties when requested.
- The HANA of Georgia Vice-President supports and defends policies, positions, and programs adopted by the HANA of Georgia Board of Directors and HANA of Georgia Membership Assembly.
- He/she promotes communications and positive working relationships with HANA of Georgia's subsidiaries. The HANA of Georgia Vice-President serves as a liaison to all regional chapter presidents as assigned by the HANA of Georgia President.
- If the President for any reason vacates the chair or is absent, the 1st Vice-President assumes the responsibility of the President.
- The 1st Vice President should remain flexible, ready to pitch in, not only in the President's absence but in whatever capacity that can contribute to help keep the Association operating smoothly.
- Under the direction of the President, the 1st Vice-President plans, develops and enforces policies and objectives for the organization to ensure it maintains its values and meets established goals.

Duties include:

Able to support the President in accomplishing the mission, goals, and vision of the Association.

Support and partner with the president in all matters, official and unofficial.

Attend all meetings.

Actively work with the President and other officers of the Association to meet the strategic goals.

Able to present/speak about the Association, its goals, objectives and different programs as assigned by the president.

Assist Chapters at the local level in organizing and promoting set programs as assigned by the president.

Section 5:

2nd Vice-President:

- Fulfill the duties of the President in the absence of both the President and the 1st Vice-President.
- Under the direction of the President, the 2nd Vice-President shall assume any specific duties as designated to support, plan, develop and enforce policies and objectives for the organization to ensure it maintains its values and meets established goals.

Duties include:

Attend all meetings.

Actively work with the President and other officers of the Association to meet the strategic goals.

Work closely with officers and support members to develop fundraising strategies that will effectively strengthen the Association's financial capacity.

Oversee the functionality of all committees.

Section 6:

Secretary:

- The Secretary ensures that records of all HANA of Georgia Membership Assembly, HANA of Georgia Board of Directors and HANA of Georgia Board of Directors Executive Committee meetings are maintained and are accurate.
- May chair or serve on one or more board committees and performs special functions as assigned.
- The HANA of Georgia Secretary serves as a member of the HANA of Georgia Board of Directors.
- He/ She ascertains that accurate records, including minutes are maintained for all meetings of the HANA of Georgia Board of Directors and the HANA of Georgia Board of Directors Executive Committee.
- In collaboration with the maker, may edit or define motions for the sake of clarity, advising board members of the changes prior to the vote.
- The Secretary ensures that the board receives the minutes of each board meeting and serves as a liaison to all as assigned by the President.
- The Secretary shall have charge of the Corporate Seal and shall attest all written instruments of the Corporation executed by the President and affix the Corporation seal thereto.
- Amend the bylaw to reflect any motions adopted during board meeting.

Duties include:

To keep a record of all the proceedings of the organization, usually called the minutes.

To keep on file all committee reports.

To keep the organization's official membership roll and to call the roll when required.

To record the minutes and make available to members within two weeks post a meeting.

To maintain the Association's record book(s) in which the bylaws; special rules of order; standing rules; and minutes are entered with any amendments to these documents. He/She must properly maintain and have the current record/books on hand at every meeting.

To maintain all legal documents of the Association.

In the absence of president and vice president, to call the meeting to order.

To prepare, with the President, prior to each meeting, an agenda.

He/she will place copies of all meetings minutes on the HANA website and to the HANA email address, hanaofgeorgia@yahoo.com www.hanaofga.org

He/she shall have charge of all books or records of the Corporation.

Maintain all of HANA's correspondence.

Prepare addition and change of address information.

Order all supplies and literature.

Send thank you notes.

Section 7:

Assistant Secretary:

- Shall be responsible to send notices of the time and place of all meetings.
- Conduct all general correspondence to the Board of Directors and to all chapter presidents.
- The Assistant Secretary shall assist the Board of Directors with all mail distribution.
- He or she will keep an accurate list of the names and addresses of all members belonging to the association and will furnish the Nominating committee with a complete list of members prior to each election.

- The Assistant Secretary will propose an annual budget for the activities of the office and submit it to the Treasurer on a timely manner.
- In the absence of the Secretary shall perform the aforesaid duties.
- Amend the bylaw to reflect any motions adopted during board meeting.

Duties include:

Sending to membership a notice of each meeting.

Keeping a record of correspondence (s) received and sent.

Responsible for obtaining correspondence (s) from outside entities via the Association's mailbox.

Works with the President in formulating and sending correspondences to both members and outside entities.

Works with the Treasurer to mail/email yearly membership dues and notices of lapsed memberships.

Will be responsible for a petty cash fund in the amount of \$250.00 which will be used for stamps, mailing, and any stationary needs for the Association. The money will be accounted for with receipts; or the Assistant Secretary may opt to submit receipts to the Treasurer for reimbursement.

He/she will place copies of all meetings minutes on the HANA website and to the HANA email address, hanaofgeorgia@yahoo.com www.hanaofga.org

- He/she shall have charge of all books or records of the Corporation.
- Maintain all of HANA's correspondence.
- Prepare addition and change of address information.
- Order all supplies and literature.
- Send thank you notes.

Section 8

3rd Secretary

- The 3rd Secretary shall, in the absence of the first Secretary and 2nd Secretary or in collaboration with the 1st Secretary and 2nd Secretary keep accurate minutes of all meetings of the members of the Board of Directors and shall perform all the duties commonly incident to his office and shall perform such other duties and have such other powers as the Board shall designate.
- The 3rd Secretary, in the absence of the first Secretary and 2nd Secretary or in collaboration with the 1st Secretary and 2nd Secretary, shall have charge of the Corporate Seal and shall attest all written instruments of the Corporation executed by the President and affix the Corporation seal thereto.
- He/she will place copies of all meetings minutes on the HANA website and to the HANA email address, hanaofgeorgia@yahoo.com www.hanaofga.org
- He/she shall have charge of all books or records of the Corporation.
- Maintain all of HANA's correspondence.
- Prepare addition and change of address information.
- Order all supplies and literature.
- Send thank you notes.
- Amend the bylaw to reflect any motions adopted during board meeting.

Section 9:

Parliamentarian:

- Shall maintain order during each meeting and promote an accurate speed at the meeting.
- He or she will ensure equal speaking time for all members and effective meeting management.
- The Parliamentarian shall review the agenda before each meeting and shall
- advise the president during the meeting as needed.
- He or she will make sure the Association's rules are following General Principles of Parliamentary Procedures (as determined by the Robert' Rules of Order); all members have equal rights, privileges, and obligations: rules must be administered impartially; full and free discussion of all motions, reports, and other items of business is a right of all members.
- The Parliamentarian shall ensure that only one question can be considered at a time; members may not make a motion or speak in debate until they have risen and been recognized by the President; no one may speak more than twice on the same question.
- He or she shall ensure that members do not speak a second time on the same question if anyone who has not spoken on that question wishes to do so. He or she will warrant that all remarks are addressed to the presiding officer.

Section 10:

Treasurer:

- The Treasurer monitors the fiscal affairs of the Association and ensures that all financial records and audits are in order.
- He/she represents the best interests of the entire membership as it pertains to fiscal responsibility, the financial soundness of the Association, and the prudent application of funds in keeping with the goals and objectives set by the HANA of Georgia Board of Directors.
- He/she ensures that the Association maintains accurate financial records.
- The HANA of Georgia Treasurer reviews the Association's expenditures and financial status on a monthly basis to ensure overall fiscal integrity.
- He/she ensures that regular financial reports are submitted to the HANA of Georgia Board of Directors.
- Submits the financial accounts of the Association for an annual internal audit and serves as a liaison to all regional president as assigned by the HANA of Georgia President.

Duties include:

Required to make monthly financial report and any interim reports as needed.

Collecting annual dues.

Pay all organizational debts and expenses.

Maintain a record of receipts and expenditures.

Collects dues, fees, and monetary transactions of the association.

4. Responsible for assisting and providing the President the necessary documents needed for the yearly filing of taxes for the City, State and Federal government as guided by exemption designation.

Section 11:

Assistant Treasurer:

- Assists the Treasurer in fulfilling her duties as Treasurer.
- He or she is an officer entrusted with the custody of the Association's funds as designated by the Treasurer or the President.

Duties include Assisting the Treasurer in the following:

1. Financial report and any interim reports as required.
2. Collecting annual dues.
3. Pay all organizational debts and expenses.
4. Maintain a record of receipts and expenditures.
5. Collect dues, fees, and monetary transactions of the organization.

Section 12:

Historian:

- The historian will write and record the historical event of the Association.
- The goal of these recordings and writings are to understand the history of HANA of Georgia and to educate the public on events.

Duties include:

1. Gather historical data from various sources, newsletters, photographs etc.
2. Analyze and interpret historical information to determine its authenticity and significance.
3. Trace historical developments of the Association.
4. Engage with the public through educational programs and presentation.
5. Archive or preserve materials and record of accomplishments and activities.
6. Provide advice or guidance on historical topics and preservation issues.
7. Write reports, articles, and books on findings.
8. Overseeing the Association's website and all social media outlets as needed.

Article VI - Advisory Board

SECTION 1

Qualifications:

The advisory council members of HANA of Georgia shall consist of all active past presidents that were not previously removed from office and community leaders who share the association's vision and mission statements. Community leaders can be appointed as a member of the Advisory Board for a period of two years. The Advisory Council has no responsibilities for the day-to-day operations of HANA of Georgia and does not have any legal obligations or liabilities that are attached to them.

Roles and Responsibilities:

1. The Advisory Council may include honorary members who will support HANA of Georgia in accounting, business, education, immigration, legal, and other expert skills needed to support HANA of Georgia.
2. The Advisory Council makes recommendations regarding the expansion of HANA of Georgia initiatives, activities, and budget.
3. The Advisory Council also assists with raising funds, recruiting members, securing sponsorship and providing in-kind contributions to HANA of Georgia initiatives.
4. The President shall recommend to the Executive Board candidates for appointment to a Council and shall designate one individual from among those appointed to serve as the Chair of the Advisory Council.
5. The members of an Advisory Council shall serve at the pleasure of the Board.
6. The Board shall establish such meetings and activities for the Advisory Council as it deems useful and appropriate.
7. The Advisory Council will meet a minimum of twice a year or as necessary.

Committees:

1. Membership (Recruitment and Retention)
2. Marketing (Public Relations Committee)
 - (a) Communications Committee
3. Awards Committee
4. International Affairs Committee
5. Policy and Advocacy Committee
6. Professional Development Committee
 - (a) Leadership Academy
 - (b) Education
7. Grant Committee
8. Journal Committee
9. Bylaws Committee

ARTICLE VI: Committees

Section 1:

Standing and Ad Hoc:

The Board of Directors, at its option, may appoint any or all of the followings standing or ad hoc committees as necessary:

- a) Executive Committee
- b) Finance Committee
- c) Audit Committee
- d) Governance and Nominations Committee

Section 2:

Standing Committee Chairs:

President will appoint and assign duties as deemed necessary. Standing committees may include the following:

- 1) Education
- 2) Newsletter
- 3) Activity/Publicity
- 4) Recruitment/Retention
- 5) International Affairs
- 6) Scholarships and grants
- 7) Historian
- 8) Fund raising

Section 3: Composition:

The President, subject to Board approval, shall appoint the chair of each standing committee. The Committee Chairperson shall submit to the Board of Directors a list of candidates to serve on said committee or committees.

Section 4: Executive Committee:

The President, Vice Presidents, Secretaries, and Treasurers and Public Affairs Officer shall serve as the Executive Committee. The Executive Committee shall have all powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, except for the power to dissolve the Corporation, amend the Articles of Incorporation, amend or suspend the Bylaws, appoint, remove, or suspend officers or directors of the Board of Directors.

The Executive Committee is subject to the direction and full control of the board.

Section 5: Seal:

Description of Seal

The Seal of the Corporation shall bear the Words “HAITIAN AMERICAN NURSES ASSOCIATION OF GEORGIA, INC. which shall be between two concentric circles, and on the inside of the inner circle shall be the words “GEORGIA” CORPORATION NOT FOR PROFIT” and the figures “1984” an impression of such seal appearing on the margin hereof

ARTICLE VII: Whistleblower Protection

Section 1:

The Corporation endorses an open-door policy and encourages directors, officers, and members to share their questions, concerns, suggestions or complaints regarding the Corporation and its operations with someone who can address them properly.

Section 2:

No director, officer, committee member or member who in good faith reports a violation of a law or regulation requirement shall suffer harassment, retaliation, or adverse consequences.

Section 3:

The Corporation’s Compliance Officer is the Vice President. The Compliance Officer is responsible for investigating and resolving all complaints and allegations.

Section 4:

Violations or suspected violations may be submitted by writing a letter or email on a confidential basis to the Compliance Officer.

Section 5:

The Compliance Officer will acknowledge receipt of the reported/suspected violation by writing a letter or e-mail to the complainant within ten business days of receipt of the report.

All reports will be promptly investigated and if warranted, appropriate corrective action will be taken. All complaints will be kept confidential.

ARTICLE VIII: Conflict of Interest

Section 1:

The Corporation enforces transparency in situations that might produce a Conflict of Interest, defined as benefitting private remuneration or producing excess benefit. Direct or indirect financial interest includes, but is not limited to contracts, competitive bidding, transactions and gratuities.

Section 2:

It is mandatory that all officers and directors disclose all facts material to a potential Conflict of Interest whenever the possibility emerges. In addition, all officers and directors must annually disclose any relationships, positions or circumstances in which the individual is involved that could contribute to a Conflict of Interest.

ARTICLE IX: Document Retention and Destruction

Section 1: Responsibilities:

The Corporation takes seriously its obligation to preserve information relating to Association matters at a minimum to include corporate records, meeting minutes, financial/tax records and contracts in accordance with IRS regulations.

Section 2: Electronic Records:

Electronic documents have the same status as paper documents and reliable backup and recovery methods are required to be maintained.

Section 3: Document Destruction:

Destruction of financial records will be accomplished by shredding. All document destruction will be immediately suspended upon any indication of an official investigation/audit or when a lawsuit is filed or appears imminent.

ARTICLE X: Acceptance of Gifts and Donations

Section 1:

In the course of its regular fundraising activities, the Corporation solicits and accepts gifts that are consistent with its mission and nonprofit status.

Section 2:

Donations are accepted from individuals, partnerships, corporations, foundations, government agencies or other entities.

Section 3:

Cash gifts are acceptable in any form including check, money order, credit card, electronic transfers, wire transfer or online. All contributions will be documented in the Corporation's financial records.

ARTICLE XI: Electronic Media

Section 1:

The Corporation encourages the use of social media technologies to enhance communication, collaboration and information exchange in support of the Association's mission.

Section 2:

Social media encompasses the various activities that integrate technology, social interaction and content creation.

Section 3:

The Corporation respects copyright, fair use and financial disclosure laws; proprietary information, confidentiality and privacy. Appropriate consent is required.

Section 4:

The Corporation supports transparency and mandates that statements are truthful and substantiated.

ARTICLE XII: Fundraising

Section 1:

The Corporation will conduct fundraising activities including but not limited to grant-seeking, special events, major gifts, and membership contributions to fund the annual scholarships and recognition events.

Section 2:

The Corporation will operate in compliance with the Georgia Solicitations Act of 1988.

ARTICLE XIII: AMENDMENTS

Section 1. Method of Amendment or Change

Method of Amendment or Change:

The Board of directors may amend these Bylaws by majority vote at any regular or special meeting. Written notice (via the form of email, facsimile, or postal mail) setting forth the proposed amendment or summary of the changes to be effected thereby shall be given to each director within one week in the time and the manner provided for the giving of notice by meetings of the Board of Directors.

- 1) The Bylaws of the Corporation may be amended or repealed and additional Bylaws added or adopted by a majority vote of 2/3 of entire Board of Directors present or by electronic vote.

- 2) **These bylaws were approved at a meeting of the board and general assembly membership by a unanimous vote on September 19th, 2020 and will be maintained in the Corporate Minutes Book.**

Section 2: Dissolution:

The process for dissolution of HANA of Georgia shall be as follows:

- A. The President shall contact the Board Members of HANA of Georgia to discuss dissolution or other potential options available.**
- B. A resolution for dissolution of the organization shall be presented to the members at a meeting and be signed by a majority of the members.**
- C. If the organization dissolves, all members will have the opportunity to transfer their membership to another HANA of their choice.**

Signature: Date:

Dr. Dorothy D. Crisostomo, DNP, FNP-C, PMHNP-BC	9/13/2020
Mme Yvrose Jean, RN, BSN, FNP©	9/13/2020
Mme Marie S. Lacossiere, RN, BSN, FNP©	9/13/2020
Mme. Lise Tassy, RN, CLNC,CCDS	9/13/2020