

## **Duties of the Board of Directors for the Faith Community Nurses Association of Oklahoma. (2016)**

ARTICLE VI – **Board of Directors** Section 6.1. Numbers and Terms of Office.

The Board of Directors shall consist of the Executive Officers and six at-large members.

The executive officers of FCNA OK shall be President, Vice President, Secretary, Treasurer, and Spiritual Director. These comprise the Executive Committee of FCNA OK.

**President.** The President shall serve two years and shall preside at all meetings of the association, the Board of Directors, and the executive committee. The President shall be an ex officio member of all standing committees of the association. The President shall give active direction and have control of the business and affairs of the Association. He or she may sign contracts or other instruments which the Board of Directors has authorized to be executed, and shall perform all duties incident to the office of President as may be prescribed by the Board of Directors.

**Vice President.** The Vice President will serve two years as Vice President; followed by two years as President. In the absence or disability of the Board President, the Vice-President shall perform the duties of the Board President. When so acting, the Vice-President shall have all the powers of and be subject to all the restrictions upon the Board President. The Vice President shall have such other powers and perform such other duties prescribed for them by the Board of Directors or the Board President. The Vice-President shall accede to the office of Board President upon the completion of the Board President's term of office.

**Secretary.** The Secretary will serve for three years and is eligible for re-election up to two consecutive terms. The Secretary shall be responsible for recording all regular and special meeting minutes and all correspondence for FCNA OK and will chair the Nominating Committee. The Secretary will maintain all official non-financial records for the Association, except those related to continuing education and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the Board of Directors.

**Treasurer.** The Treasurer will serve for three years and is eligible for re-election up to two consecutive terms. The Treasurer shall be responsible for all funds of the Association and shall receive all monies for FCNA OK, registration fees and dues, and other association funds; pay bills and sign checks, keep a record of deposits and expenditures as authorized by the membership and submit an annual financial statement and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Board of Directors. The Treasurer will be required to have Board approval for expenditures over five hundred dollars (\$500) if not within previously approved budget. A volunteer will perform a review of the records annually or when the Treasurer changes. The Treasurer and a second Board Member, as designated by the Board, will be authorized check signers of the Association.

**Spiritual Director.** The Spiritual Director will serve for three years and is eligible for re-election up to two consecutive terms. The Spiritual Director shall demonstrate willingness to nurture the members' spiritual development and is responsible for planning and implementing spiritual practices, Theological Reflection/prayer period at the beginning of each FCNA OK meeting and at other times as desired by the Board and members and in general perform all the duties incident to the office of Spiritual Director and such other duties as from time to time may be assigned to him or her by the Board of Directors.

**At-large members.** At-large members representative of the membership will be elected by the membership. Roles are defined in position descriptions in policies and procedures. At-large members will serve for three years and are eligible for re-election up to two consecutive terms.

**Education Chair.** Shall keep all records pertinent to the CEU application, Educational offerings, and attendance as required by the authorizing organization.

**Elections.** Each year one of the following officers: the Secretary, the Spiritual Director, and the Treasurer, shall be elected on a rotating basis. Two general at-large members shall be elected each year on a rotation basis. The Vice President shall be elected in odd numbered years. Officers and Board members assume position in the first quarter of the following year after election.

**Duties.** The Board of Directors shall determine administrative policies, manage the business of FCNA OK between meetings of the organization, establish standing and ad hoc committees, and appoint membership to these committees. The Board of Directors shall establish and maintain working relationships with other organizations and shall approve the annual operating budget, review and revise the accounting system of FCNA OK as needed. The Board of Directors will be responsible for all matters of significance including dissolution of the organization. The board generally has decision-making powers regarding matters of policy, direction, strategy, and governance of the organization.

**Removal and Resignation.** The Board of Directors may remove an officer at any time, with or without cause, by a majority vote of the directors at any regular or special meeting of the Board called expressly for that purpose. Any officer or director may resign at any time by giving written notice to the President of the Association. Any resignation shall take effect at the date of the receipt of the notice or at a later date as specified in the notice. The acceptance of the resignation shall not be necessary to make it effective.

**Vacancies.** Vacancies for the Board of Directors shall be filled by majority vote of the remaining members of the Board of Directors for the unexpired term.

**Regular Meetings.** The Board of Directors shall meet at least one time between membership meetings, at such time, day and place as shall be designated by the Executive Committee. Each Board Member will annually attend at least 75% of Board Meetings and 75% of General Membership Meetings. Members may participate in meetings in person or through mutually agreed electronic means. Meetings are open to the general membership.

For a complete copy of the By-Laws of FCNAOK they may be requested by emailing [fcnaok@gmail.com](mailto:fcnaok@gmail.com)