



2 **ARTICLE I: Name, Purpose, and Mission**

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4 **Section 1. Name**

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6 The name of this organization shall be the National Hartford Center of Gerontological  
7 Nursing Excellence, hereafter in these By-laws referred to as the “NHCGNE,” a planned  
8 unit of the Gerontological Society of America, hereafter in these By-laws referred to as  
9 the “Society.”

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11 **Section 2. Purpose**

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13 The purpose of the NHCGNE is to advance gerontological nursing education, research  
14 and practice.

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16 **Section 3. Mission and Vision**

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18 The mission of the NHCGNE is to enhance and sustain the capacity and competence of  
19 all nurses to work in partnership with others to provide quality care to older adults  
20 through:

- 21 • promoting faculty development
- 22 • advancing nursing science for older adults
- 23 • facilitating adoption of best practices
- 24 • fostering leadership
- 25 • designing and shaping policy

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27 The vision of the NHCGNE is optimal health and quality of life for older adults.  
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**ARTICLE II: Membership**

**Section 1. Categories of Membership**

Membership shall include both domestic and non-domestic institutions that share our mission and vision and fall into the following categories:

- (1) Founding Member Schools: The original institutions that created the NHCGNE shall be Founding Members and remain classified as Founding Member as long as in good standing: Arizona State University College of Nursing and Health Innovation, Oregon Health & Science University School of Nursing, Penn State School of Nursing, University of Arkansas for Medical Sciences College of Nursing, University of California San Francisco School of Nursing, University of Iowa College of Nursing, University of Minnesota, University of Utah College of Nursing, and University of Oklahoma Health Sciences Center.
- (2) Nationally accredited schools, colleges and programs of nursing that meet the criteria outlined in Section 2.
- (3) Consortium – A designation for international members only. A consortium is a group of 1-10 international schools and/or institutions that shares our mission and vision, represents a small number of gerontological nurses (< 100), and meets the criteria outlined in Section 2. Consortiums pay dues as established by the BOD. Each Consortium constitutes a Member with representation and all associated privileges as specified in Article II, Section 3.
- (4) Affiliate Organization – A designation for nursing organizations that belong to NHCGNE as organizations. Working together, NHCGNE and these organizational affiliates seek to share information and collaborate in finding solutions to issues that face the nursing profession regardless of specialty. The

1 Affiliate membership fee is individually determined by the BOD and may be  
2 based on a sliding scale of active membership of the Affiliate Organization. Each  
3 Affiliate Organization has representation and all associated privileges as  
4 specified in Article II, Section 3.

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6 (5) Legacy Affiliate - Legacy affiliation is a life-time status for individual Claire M.  
7 Fagin Fellows and Patricia G. Archbold Scholars in the NHCGNE. It is the only  
8 non-organizational membership category. This is a special and limited individual  
9 status awarded solely and forever to 249 individuals. Legacy Affiliates do not pay  
10 dues.

11 (6) Other institutions that share our mission and vision will be considered on a case-  
12 by-case basis.

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14 **Section 2. Application for Membership**

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16 An institution or organization may be invited to Membership following a written  
17 application to the NHCGNE if it meets the following criteria:

- 18  
19 (1) Demonstrated commitment to the field of gerontology  
20 (2) Current experience and/or future potential to build the next generation of  
21 gerontological nurses as evidenced by capacity in research, practice, education  
22 and/or manifest leadership that transcends their own institution and meets  
23 generally accepted criteria of excellence.

24  
25 Applications will be approved by the Membership Committee.

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27 **Section 3. Representation**

28 With the exception of Legacy Affiliates, all Member categories have the following representation:  
29

1 (1) Each NHCGNE Member in good standing shall designate an individual it  
2 employs to be its representative at meetings of the NHCGNE and to receive  
3 notices from the NHCGNE. The designated representative, hereafter referred to  
4 as "NHCGNE Representative" in these By-laws, shall have voting privileges as  
5 the agent of the Member institution. NHCGNE Representatives are eligible to  
6 serve in Director at Large and Officer positions  
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8 (2) Each NHCGNE Member in good standing may designate an alternate NHCGNE  
9 representative who is employed by the institution and who acts on behalf of the  
10 institution in the absence of the appointed NHCGNE Representative. The  
11 Alternate NHCGNE Representative assumes institutional voting privileges when  
12 so designated by the NHCGNE Representative.  
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14 (3) Each NHCGNE Member in good standing and the Coordinating Center Executive  
15 Director has one (1) vote in all elections and actions related to Bylaws  
16 amendments. Voting may be done in person or electronically. A vote may also  
17 be made by proxy as provided in Article X, Section 5.  
18

19 (4) Legacy Affiliates are eligible to serve on standing committees, special interest  
20 groups, and task forces as member, Chair, or Vice-Chair and to be elected as  
21 Legacy Director. Legacy Affiliates are eligible. Unless qualified by other provision  
22 of these Bylaws, Legacy Affiliates are not eligible to vote or hold other offices.  
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#### 25 **Section 4. Suspension**

26 An NHCGNE Member may be suspended for a period or expelled for just cause such as  
27 violation of any of the By-laws.  
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### 29 **ARTICLE III: Dues**

1 **Section 1. Annual Dues**

2 Periodically the Board of Directors shall review the amount of annual dues payable to  
3 the NHCGNE by its Members and make recommendations for changes that are voted  
4 on by the Board.

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6 **Section 2. Payment of Dues**

7 (1) Dues for each calendar year shall be payable annually on the first day of March.

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9 (2) The Founding Members shall not pay dues for the year 2013; they shall pay one  
10 third of the annual dues for year 2014, two-thirds of the annual dues for year  
11 2015 and full dues thereafter.

12  
13 **Section 3. Failure to Pay Dues**

14 When any Member fails to pay the dues within 30 days of the due date it shall be  
15 notified of its delinquent status and declared inactive. Termination of Membership shall  
16 occur if a Member fails to exercise its responsibilities and/or payment is not received  
17 within 120 days of the due date. Former Members wishing to be reinstated shall  
18 reapply in the manner provided in ARTICLE II, Section 2.

19  
20 **ARTICLE IV: Board of Directors**

21 **Section 1. Composition of the Board of Directors**

22 The Board of Directors (BOD) shall include:

23 (1) The individual representatives of the Founding Member Schools to be  
24 rotated off as provided in Section 2;

25 (2) Members-at-Large as defined in Section 2;

26 (3) Officers: President, President-Elect or Immediate Past President in years  
27 where there is no President-Elect, Secretary, and Treasurer;

1 (4) Early Career Director. The Early Career Director must be affiliated with a  
2 member institution, as defined in Article IV, Section 2,

3  
4 (5) Legacy Director. Legacy Director must be a Legacy Affiliate, but may be  
5 employed by either a member Institution or not.

6 (6) Executive Director of Gerontological Society of America (GSA; also  
7 referred to in these bylaws as “the Society”) (ex-officio member with vote);

8 (7) NHCGNE Executive Director (ex-officio member with vote); and

9 (8) Senior Program Officer of the John A Hartford Foundation (ex-officio  
10 member with vote).

11  
12 **Section 2. Terms and Qualifications of Directors**

13 (1) Rotation off of Founding Member Schools: The representatives of the  
14 Founding Member Schools’ representative shall rotate off the BOD by lottery  
15 as follows:

16 (a) 2015 –three of nine Founding Member Schools

17 (b) 2016 – three of the remaining six Founding Member Schools

18 (c) 2017 –remaining three Founding Member Schools

19 (2) Directors-at-Large:

20 (a) Directors-at-Large will be elected to the BOD as representatives of  
21 Founding Member Schools are rotated off the BOD, with the final  
22 number of Directors-at-Large being four, according to the following  
23 schedule:

24 i. 2013- one Director-at-Large from a Member that is not a  
25 Founding Member School elected for a two year term

- 1                   ii. 2014- one Director-at-Large from a Member that is not a  
2                   Founding Member School elected for a two year term  
3                   iii. 2015 and subsequent years- two Directors-at-Large elected  
4                   from any Member each year  
5

6                   (b) Directors-at-Large shall serve terms of office of 2 years and may serve  
7                   no more than two successive terms.

8 (3) Early Career Director:

9                   (a) Eligible for election as Early Career Director (ECD) are individuals  
10                  employed by member organizations who are doctorally-prepared nurses  
11                  within ten years of completion of the terminal degree and who have not  
12                  achieved tenure, if employed in an academic institution, or major  
13                  organizational leadership position, if employed in another type of institution.  
14                  Eligibility does not require the individual to be the organization's designated  
15                  representative.

16                  (b) Early Career Director shall serve terms of office of 2 years and may serve  
17                  no more than two successive terms.

18                  (c) For 2015-2016, this position will be filled by current HGNL Chair-elect. In  
19                  subsequent even years the positions will be elected for a two year term by  
20                  vote of Member School Representatives.

21 (4) Legacy Director:

22                  (a) Legacy Director must be a Legacy Affiliate, but may either be employed by  
23                  a member Institution or not.

24                  (b) The Legacy Director is a member of the NHCGNE Executive Committee

25                  (c) For 2015-16, this position will be filled by the current HGNL Chair, In 2016  
26                  the position will be filled for a one year term, and subsequently elected in odd  
27                  numbered years by a vote of the Member School Representatives.

28 (5) Individuals nominated, appointed, or elected to a Director position must be a  
29 member of the Gerontological Society of America (GSA).



1    **Section 3. Meetings of the Board of Directors**

2    Meetings of the BOD shall be held periodically at such times and places as mutually  
3    agreed upon by the members. Notice of meetings shall be mailed to the last recorded  
4    address (postal or electronic) of each BOD member at least 30 days before the date of  
5    the meeting.

6    **Section 4. Duties of the Board of Directors**

7    The BOD shall:

8           (1) set direction and engage in strategic planning on behalf of the NHCGNE;

9           (2) promote and carry out activities related to the vision, mission and goals of the  
10          NHCGNE and the Society;

11          (3) advise the President on appointments of individuals from Member  
12          organizations to NHCGNE committees and task forces;

13          (4) review and approve annual and revised budgets;

14          (5) exercise general supervision over the affairs of the NHCGNE;

15          (6) formulate policy to be recommended to the NHCGNE and shall have power to  
16          approve or disapprove Membership in the NHCGNE;

17          (7) conduct activities for sustainment of NHCGNE to include review and approve  
18          changes to the annual Membership fee; and

19          (8) BOD members shall serve and represent the NHCGNE as voting members of  
20          various committees of the Society.

21          (9) No individual shall have more than one vote on the BOD. After the designated  
22          positions of the Founding Members are phased out in 2017, no person may hold  
23          more than one position on the BOD.

24



1                   President-Elect with regard to the NHCGNE’s activities and his/her future  
2                   role as President.

3           (3)    In the case of death or absence of the President or his/her inability from  
4                   any cause to act, either the President-Elect or the Immediate Past-  
5                   President if there is no President-Elect shall carry out the duties of  
6                   President.

7   **Section 2.   President-Elect.**

8           (1) Term: The President-elect shall serve for one year.

9           (2) Duties: The President-Elect shall serve as the Chair of the Nominations  
10           Committee. The President-Elect shall assist the President as necessary in matters  
11           relating to the prosperity and welfare of the NHCGNE and shall represent the  
12           NHCGNE as a voting member of the GSA Council should the NHCGNE obtain unit  
13           status. In the event that the President is absent or unable to represent the NHCGNE  
14           as voting member of the Executive Committee of the Society, the President-Elect  
15           may serve in his/her place. The President-Elect shall automatically become  
16           President at the conclusion of his/her year as President-Elect (at the close of the  
17           annual meeting of that year).

18   **Section 3. Treasurer.**

19           (1) Term: The Treasurer shall be elected each odd numbered year and serve for  
20                   two years and may serve no more than two successive terms.

21           (2) Duties: The Treasurer shall serve as the Chair of the Finance Committee, work  
22                   with the Finance Committee to facilitate the management of the BOD’s fiscal  
23                   responsibilities, work with the Executive Director and President to ensure that  
24                   financial reports are made to the BOD and Membership in a timely manner,  
25                   present the annual budget to the BOD for approval, and review any audits.

26   **Section 4. Secretary.**

1 (1) Term: The Secretary shall be elected each even numbered year and serve for  
2 two years and may serve no more than two successive terms.

3 (2) Duties: The Secretary shall serve as Chair of the Membership Committee. The  
4 Secretary shall assure that minutes are properly recorded and maintained, keep  
5 the sequence of work and assure it is followed. The Secretary shall oversee the  
6 maintenance of a registry of Members, the preparation and distribution of  
7 meeting notices and shall fulfill other duties and responsibilities as specified in  
8 these bylaws and as prescribed by the BOD.

9 **Section 5. Immediate Past President.**

10 The immediate Past President shall serve in an advisory capacity for one year following  
11 completion of term as President and shall perform duties as prescribed in the Bylaws for  
12 the President-elect in the years when there is no president elect, and other duties as  
13 requested by the President and/or BOD.

14 **ARTICLE VI: Executive Committee**

15 **Section 1. Composition of the Executive Committee**

16 The Executive Committee shall conduct the business of the NHCGNE on behalf of the  
17 BOD to facilitate achievement of the mission of the organization when the BOD is not in  
18 session and will have the authority to act for the BOD except as proscribed by the  
19 bylaws. The Executive Committee shall consist of the following, each of whom has one  
20 vote:

21 (1) Officers (President, President-Elect or Immediate Past President if there is no  
22 President-Elect, Secretary, and Treasurer)

23 (2) Legacy Director

24 (3) NHCGNE Executive Director

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26 **Section 2. Duties of the Executive Committee**

1 The Executive Committee shall:

2 (1) hold meetings at such times and places as deemed proper;

3 (2) report to the BOD on the termination or suspension of Members;

4 (3) recommend to the BOD the amount of Membership dues;

5 (4) conduct correspondence and communicate with Members and other  
6 organizations;

7 (5) designate agents (e.g., consultants, contractors);

8 (6) design and implement such other measures as directed by the BOD to  
9 promote the vision, mission and goals of the NHCGNE and to best protect the  
10 interests and welfare of the Membership.

### 11 **Section 3. Meetings of the Executive Committee**

12 Meetings of the Executive Committee shall be held periodically at such times and  
13 places as mutually agreed upon by the members. Notice of meetings shall be mailed to  
14 the last recorded address (postal or electronic) of each Executive Committee member at  
15 least 10 days before the date of the meeting. Meetings of selected members of the  
16 Executive Committee may be held at the discretion of the NHCGNE Executive Director  
17 to advance the work of the NHCGNE in an efficient and expeditious manner

18

### 19 **Article VII: Executive Director**

20 The Executive Director is an employee of the GSA with all rights, privileges and  
21 responsibilities provided in an approved position description. The Executive Director  
22 shall report to the Board of Directors and be responsible for the supervision and  
23 management of NHCGNE, and its administrative, business, financial and other  
24 operational affairs, consistent with these bylaws, corporate policies and directives of the  
25 Board of Directors. The Executive Director shall have the authority and duty to  
26 implement all operational and administrative policies of NHCGNE including but not  
27 limited to signing contracts, checks and other legal documents on behalf of and as

1 authorized representative of NHCGNE with respect to administrative, operational and  
2 business affairs. The Executive Director shall perform other such duties as may be  
3 designated by the Board of Directors.

4 **Article VIII: Quorum, Absences, and Vacancies**

5 **Section 1. Quorum**

6 A simple majority of the voting members of the Executive Committee, BOD or members  
7 selected for a meeting shall constitute a quorum for the transaction of business. In the  
8 absence of the designated leadership, the quorum present may select another elected  
9 member to preside over the meeting.

10 **Section 2. Absence**

11 Should any member of the Executive Committee or BOD be absent from two (2)  
12 consecutive meetings of the BOD, the member shall state an acceptable reason for the  
13 absence. If this information is not provided or is found to be unacceptable, the BOD  
14 may declare this member's seat on the Executive Committee and/or BOD vacant and  
15 may proceed to fill the vacancy in accordance with the following section.

16 **Section 3. Vacancies**

17 Whenever a vacancy occurs from among members of the Executive Committee or BOD  
18 as a result of death, resignation, or other cause, the position shall be filled without  
19 undue delay by a simple majority vote of the remaining members of the BOD until the  
20 next election when a replacement is elected to fulfill the remaining term of office. The  
21 interim appointment shall be determined via secret ballot within 60 days after the  
22 occurrence of the vacancy.

23 **ARTICLE IX: Committees, Interest Groups and Task Forces**

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25 The activities of the NHCGNE shall be organized around and take place through its  
26 committees, interest groups and task forces. Faculty members or nurse employees from

1 member institutions can apply for membership on Committees, interest groups, or task  
2 forces. Standing Committee members must be current GSA members. Legacy Affiliates  
3 are eligible to serve on standing committees, interest groups and task forces as  
4 member, Chair or Vice-Chair.

5 **Section 1: Standing Committees:**

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7 The standing committees of the NHCGNE shall be those that enhance and support the  
8 mission of the NHCGNE. Unless otherwise stated in these Bylaws, the President shall  
9 appoint the chairpersons and members of standing committees from elected officers,  
10 directors-at-large, and other persons affiliated with member organizations.

11 Chairpersons and committee members must be affiliated with Members of the  
12 NHCGNE. The term of appointment shall be for two (2) years and a chairperson may  
13 serve for two or more consecutive terms at the discretion of the President. For the Year  
14 2015, either the Vice-Chair or Chair position will be filled with current Hartford  
15 Gerontological Nursing Leader (HGNL) committee Chairs. Beginning in 2016, Vice-  
16 Chairs shall be appointed by the President consistent with the procedure for Chair  
17 positions.

18

19 **(1) Nominations Committee**

20 a) Role of Committee: The Nominations Committee shall propose to the  
21 NHCGNE representatives of record an annual slate of candidates for Officers  
22 and Directors-at-Large of the BOD no later than 2 months prior to the Annual  
23 Meeting.

24 b) Composition of Committee: The Nominations Committee shall consist of the  
25 Chair, Vice-Chair and four additional members elected by the Membership in  
26 alternating years (two in odd years and two in even years). The Chair shall be  
27 the President-Elect, or the immediate Past-President in years when there is no  
28 President-Elect. The Vice-Chair is elected annually by the committee from  
29 among the elected members. During the transition to unification year 2015-

1           2016, the Vice-Chair will be a Legacy Affiliate.

2           .

3           c) Elections: The final ballot shall be prepared by the Nominations Committee,  
4           approved by the BOD, and, in conjunction with the NHCGNE staff, distributed  
5           to all NHCGNE representatives of Member institutions.

6           i) Elections shall be held annually prior to the annual GSA meeting.

7           ii) The Chair of the Nomination committee will review the ballots and  
8           certify election results.

9           iii) Election ballots shall be destroyed following announcement of the  
10          results at the annual meeting.

11          iv) In the event of a tie vote among candidates for any elective position, the  
12          members of the BOD shall decide the winner by casting secret ballots  
13          either electronically or by US mail prior to the scheduled announcement  
14          of election results.

15  
16       **(2) Program Committee**

17          (a) Role: The Program Committee shall work with the Executive Director and the  
18          hired consultants, if any, to develop the program for the annual leadership  
19          conference.

20          (b) Composition: The Committee shall consist of the Chair, Vice-Chair and two  
21          to four additional members.

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23       **(3) Award Selection Committee**

24          (a) Role: The Award Selection Committee shall oversee the process for  
25          selection of predoctoral scholar and postdoctoral fellow awards, and any  
26          other awards established by the organization.

27          (b) Composition: The Committee shall consist of the Chair, Vice-Chair and two  
28          to four additional members.

29  
30       **(4) Finance Committee**



1 (a) Role: The Finance Committee is responsible for ensuring that the NHCGNE  
2 financial statements and procedures are evaluated to determine that  
3 adequate fiscal controls and procedures are in place and that the NHCGNE  
4 is in good financial health.

5 (b) Composition: The Chair of the Finance Committee shall be the Treasurer.  
6 The Committee shall consist of the Chair, Vice-Chair and two to four  
7 additional members.  
8

### 9 **(5) Membership Committee**

10 (a) Role: The Membership Committee is responsible for the oversight of the  
11 requirements and process for Membership in the NHCGNE.

12 (b) Composition: The Chair of the Membership Committee shall be the  
13 Secretary. The Committee shall consist of the Chair, Vice-Chair and at  
14 least two to four additional members.  
15

### 16 **(6) Education Committee**

17 (a) Role: The Education Committee is responsible for the oversight of the  
18 development and/or offering of educational programs of the NHCGNE, other than  
19 the annual leadership conference.

20 (b) Composition: The Committee shall consist of the Chair, Vice-Chair and two  
21 to four additional members.  
22

### 23 **(7) Communications Committee**

24 (a) Role: The Communications Committee provides input on communication  
25 initiatives that promote NHCGNE visibility and networking to include the website,  
26 LinkedIn, the monthly newsletter, and written/electronic materials to create  
27 strategies for recruiting members and promoting the benefits of membership.

28 (b) Composition: The Committee shall consist of the Chair, Vice-Chair, and two to  
29 four additional members  
30

1       **(8) Mentor Network Committee**

2           (a) Role: The Mentor Network committee provides information, guidance and  
3           support for the Peer Mentorship Program, connecting Archbold Scholars, Fagin  
4           Fellows and other faculty with NHCGNE members.

5           (b) Composition: The Committee shall consist of the Chair, Vice-Chair, and two to  
6           four additional members.

7  
8       **Section 2. Ad Hoc Committees and Task Forces.**

9       The Board of Directors may establish rules for the formation and discontinuation of  
10       Special Interest Groups (SIGs) consisting of individuals affiliated with NHCGNE  
11       Members and Legacy affiliates who have shared interest in advancing a specific area of  
12       knowledge and/or in cooperation to affect or to produce solutions within their particular  
13       interest area. The President may appoint ad hoc committees and task forces as  
14       appropriate to the mission and needs of the NHCGNE. Ad hoc committees, by intent,  
15       shall be tightly focused and time-limited to one year or less. Task forces shall be  
16       created to focus on substantive issues or initiatives that transcend the purview of  
17       standing committees and shall be time-limited to three years or less although they are  
18       renewable upon recommendation of the Executive Committee. The President shall  
19       appoint the chairpersons of ad hoc committees unless stated otherwise in these Bylaws;  
20       their terms of appointment shall be at the discretion of the President.

21  
22       **Section 3. Representation on Committees of the Society and Representation of**  
23       **Society Members on NHCGNE Committees**

24  
25       Should NHCGNE obtain unit status within the Society, in instances where the NHCGNE  
26       and the Society have the same committees, the chairpersons of the NHCGNE's  
27       committees or their designees shall serve as voting members of the Society's  
28       committees and chairpersons of Society committees shall serve as ex-officio voting  
29       members of the NHCGNE's committees to keep both entities updated on activities and  
30       represent mutual interests related to the goals and activities of the respective  
31       committees. In addition, the President shall appoint two members and one (1) student

1 from a member institution to the Society’s Research, Education, and Practice (REP)  
2 Committee.

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4

## **ARTICLE X: Meetings**

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### **Section 1. Annual Meetings**

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The NHCGNE shall hold an annual leadership conference and an annual business  
7 meeting at a time and location determined by the BOD. The purpose of the annual  
8 leadership conference shall be to further the NHCGNE’s mission by providing formal  
9 and informal opportunities for educating and learning about aging and  
10 gerontological/geriatrics education. The annual business meeting shall be held in  
11 concert with the annual GSA meeting.

12

13

A written notice of the time and place of these meetings shall be mailed to each  
14 designated representative of NHCGNE Members at least 30 days prior to the meetings.  
15 Attendance at the annual business meetings is open. Institutional NHCGNE  
16 representatives, alternative institutional representatives, or officially designated proxies  
17 may represent voting Member institutions at these meetings.

18

19

### **Section 2. Special Meetings**

20

Special meetings of the NHCGNE may be called by the BOD at its discretion or upon  
21 written request of at least one-third (1/3) of the institutional representatives of voting  
22 Member institutions.

23

24

### **Section 3. Quorum**

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A quorum is necessary to conduct business at an NHCGNE’s meeting. A quorum shall  
26 consist of the presence, in person or by official proxy, of a simple majority of the  
27 designated institutional representatives of voting Member institutions.

28

29

### **Section 4. Voting**

1 In official meetings of the NHCGNE, each Member institution is entitled to one  
2 vote. The Member institution's designated institutional representative, an alternate  
3 institutional representative, or an officially designated proxy shall represent the  
4 institution at the NHCGNE's official meetings and cast votes. Unless otherwise  
5 specified in the Bylaws, matters shall be decided at official meetings by a simple  
6 majority vote.

7  
8 **Section 5. Proxy**

9 Institutional representatives of Member institutions of the NHCGNE entitled to vote at  
10 official meetings may vote by proxy. An institutional representative from a Member  
11 institution may designate as proxy an individual from his/her own institution or an  
12 institutional representative from another Member institution. Such designation of a  
13 proxy shall be in writing and must include the name of the proxy, the valid period of time  
14 for a proxy vote, and whether the proxy shall vote the preference of the institutional  
15 representative or is free to vote his/her own preferences. This designation shall be on  
16 institutional letterhead and signed by the institutional representative.

17  
18 **ARTICLE XI: Amendments**

19 These Bylaws may be amended, repealed, or altered in whole or in part by a two-thirds  
20 (2/3) vote of the Membership at any duly scheduled meeting of the NHCGNE or by a  
21 call to vote sent electronically. Proposals for Bylaws amendments shall be initiated upon  
22 the recommendation of the BOD or by submission of a specific written proposal for  
23 change endorsed in written form by a minimum of 10% of the designated institutional  
24 representatives of Member institutions in good standing. Such proposals must be  
25 submitted 30 days in advance of a stated business meeting, special meeting, or call to  
26 vote sent electronically. Should NHCGNE obtain unit status within the Society, all  
27 amendments to these Bylaws must be approved by the Society Council prior to  
28 implementation.

29  
30 9\_25\_15