

## CHARTER AND BYLAWS

### MIDDLE TENNESSEE SCHOOL OF ANESTHESIA ALUMNI ASSOCIATION

#### Preamble

We the members of the Middle Tennessee School of Anesthesia (MTSA) Alumni Association, are united by a strong common bond and wish to foster the interest of the school and continued friendship which we desire to sustain by organizing as an association.

#### Article I

##### Name

Section 1. The name of this association shall be Middle Tennessee School of Anesthesia Alumni Association.

#### Article II

##### Purpose

Section 1. The purpose of this association shall be the following:

- (A) Building on the Christian foundation of MTSA, and in a Christ-like manner, to foster continuing loyalty and fellowship among the students, graduates, faculty, and staff of MTSA.
- (B) To keep the graduates in touch with each other; to recognize their distinguished service, and honor those who have made outstanding contributions to our profession and to MTSA.

- (C) To strengthen MTSA as a center of didactic and clinical training in nurse anesthesia.
- (D) To develop opportunities for continuing education for the CRNA as regulated by MTSA's accrediting bodies and to initiate other projects for the good of the profession and MTSA.

### Article III

#### Membership

Section 1. Active membership in the association shall consist of the following three classes:

- (A) Regular – Shall consist of those who have successfully completed the didactic and clinical components of the program and either received a certificate in nurse anesthesia or an MS from the school. The school is defined as Middle Tennessee School of Anesthesia, or any name under which it has operated since its inception in 1950, including Madison College School of Anesthesia and Madison Hospital School of Anesthesia.
- (B) Special – Shall consist of those who are or who have been members of the faculty, staff of the school, or members of the Executive Board of the school, and who are not eligible for regular membership, and whose membership has been approved by a majority vote of the Executive Committee.
- (C) Honorary – Shall consist of those who are not eligible for membership in the Regular or Special categories and may be awarded for merit or other worthy cause by majority vote of the Executive Committee.

Section 2. All members shall have a vote.

Section 3. Except as noted below, all members are eligible to hold office.

### Article IV

## Committees

Section 1. Executive Committee – Shall be the administrative and governing body of the Association.

- (A) Shall consist of at least the following ten members: president, president-elect, immediate past president, treasurer, secretary, historian, and four alumni representatives. The Dean of MTSA shall serve, ex-officio, as a non-voting member.
- (B) Shall have such powers and duties as are prescribed by this charter, shall determine all questions of policy, and within the provisions of this charter, shall act with full authority and power for the association between annual meetings.
- (C) Shall meet quarterly or as determined by the president.

Section 2. Other committees

- (A) The president shall be empowered to appoint such other committees as are necessary to carry out the functions of the Association.
- (B) All appointed committees shall continue to serve until discharged by the Executive Committee or the president.

## Article V

### Dues

Section 1. Annual dues shall be determined by the Executive Committee.

Section 2. Dues will be used to defray the cost of annual functions, business meetings, and operating and general expenses of the association.

Section 3. A portion of the dues shall be used to establish and maintain a Scholarship fund in the name of Bernard Bowen, founder of Middle Tennessee School of Anesthesia, and periodically shall be awarded to a second year student or students.

## Article VI

### Association Meetings

- Section 1. At all meetings of the Association, the president, or in his/her absence, the president-elect, or in the absence of both, an Executive Committee member as chosen by the members, shall serve as presiding officer. The association's secretary, or in his/her absence a person appointed by the presiding officer shall keep record of the proceedings.
- Section 2. The association shall hold an annual alumni event and business meeting as determined by the Executive Committee.
- (A) Alumni present at any business meeting have voting rights.
  - (B) Notice of the time and place of these meetings and activities shall be mailed to each member at least two weeks before the date of the meeting.
- Section 3. Special meetings of the membership may be held at any time on call of the president or the Executive Committee. Members will be given at least a two-week advance written notice.
- Section 4. A quorum shall consist of the members present at any duly called meeting.

## Article VII

### Election and Term of Officers

- Section 1. Election of officers – Annually, the members will elect new officers. Any member is eligible for election to any office.
- (A) The president, president-elect, and immediate past president serve a one-year term.
  - (B) The secretary, treasurer, and alumni representatives serve two-year terms.

## Section 2. Election Procedure

- (A) A nominating committee, consisting of three members, shall be elected from nominations from the floor of the business meeting. The Executive Committee shall select one non-voting member to act as an advisor. The Dean of MTSA may also serve as an ex-officio non-voting member
- (B) Every year a president-elect will be elected by the membership, and that person will assume office immediately.
- (C) At the beginning of each fiscal year, the former president-elect will assume the office of the presidency. At this time, the former president will become the immediate past president, and will remain on the Executive Committee in an advisory capacity for one year.
- (D) The secretary and two of the alumni representatives shall be elected during even-numbered years.
- (E) The treasurer and two other alumni representatives shall be elected during odd-numbered years.
- (F) The historian will be appointed annually by the president-elect, with the approval of the Executive Committee that is in office at the time; and the historian's term will begin when that president-elect assumes the presidency. The historian may be appointed for successive terms.
- (G) At the first organizational meeting, a president and president-elect will be elected to serve through the end of the next calendar year. During this term, the office of immediate past president will not be filled.
- (H) At the first organizational meeting, a secretary and two alumni representatives will be elected for two-year terms.
- (I) At the first organizational meeting, a treasurer and two alumni representatives will be elected for one-year terms.

- Section 3. Candidate Approval – The candidates will be presented, by the nominating committee, in ballot form at least one month prior to the annual business meeting. Only those votes received prior to the annual business meeting shall be considered valid. The votes shall be counted by the nominating committee.
- Section 4. No person shall be nominated unless his/her consent has been previously obtained, and he/she has signified a willingness to serve if elected.
- Section 5. New officers shall be announced at the annual business meeting.
- Section 6. Any officer shall resign by submitting his/her resignation to the president. If this should occur, the position will be re-assigned by majority vote of the Executive Committee, to a successor who will serve the unexpired portion of the term.

### Article VIII

#### Duties of the Executive Committee Members

- Section 1. President – To preside as Chairman at all meetings of the association and the Executive Committee; to issue calls for special meetings; to call meetings of the Executive Committee; to speak to the members of the graduating class of the School each year on the aims and objectives of the association; to labor in the general interest of the organization; to perform all other duties usually devolving on such an office.
- Section 2. President-elect – To perform the duties of the president in his/her absence or inability to perform specified duties; to assist the president in his/her duties.
- Section 3. Immediate Past President – To function as an advisor to the Executive Committee.
- Section 4. Treasurer – To keep an accurate record of all financial transactions; to receive and disburse all funds of the association; to set up separate accounts for general and scholarship monies; to render such

financial statements as may be appropriate. The treasurer shall ensure that the funds of the association are not co-mingled with the funds of the institution.

- Section 5. Secretary – To be custodian of all records of the association or Executive Committee; to compile statistics or other information as may be desired; to make a permanent record of all association meetings, filing at the school appropriately for future reference; to publish and distribute notices of meetings.
- Section 6. Historian – To collect and preserve historical data pertaining to Middle Tennessee School of Anesthesia and the Alumni Association; shall labor in the general interest of the organization. The term of office need not be limited.
- Section 7. Alumni Representatives – to ensure input from the graduates, one representative shall be chosen, to represent alumni who graduated in each of the following time periods: (1) 1950-1970, (2) 1971-1980, (3) 1981-1990, (4) 1991-present. Additional representatives may be elected as the school continues its service into the next century.

### Article IX

#### Signatures and Endorsements of Notes, Checks, Etc.

- Section 1. All checks of the Association shall be signed by the treasurer. Checks exceeding \$500.00 must be countersigned by an officer or person authorized by the Executive Committee. All notes, bonds, and promissory notes shall be signed by each member of the Executive Committee. No officer or other person shall be authorized to sign a check or order payable to him/herself.

### Article X

#### General Liability

- Section 1. No officer, committee member, member of the Alumni Association, or other persons shall contract to incur any debt in behalf of the

association, or in any way render it liable, unless authorized by the Executive Committee. No officer, committee member, member of the Alumni Association, or other person is authorized to promise on behalf of the association moral or financial support or aid to any other charitable organization without the approval of the Executive Committee or by vote of the members. No member of the association, officer or otherwise, shall be personally liable for any act of the association, its Executive committee members, or officers.

## **Article XI**

### **Local Chapters**

- Section 1. Local chapters of the Alumni Association may be established with the approval of the Executive committee upon written request of at least six members residing or practicing in a defined area where the chapter is desired.
- Section 2. Chapters shall be dissolved by the Executive Committee for good and sufficient reasons and shall become dissolved if the chapter continues to be inactive or the membership becomes less than six.
- Section 3. A local chapter shall be empowered to make its own rules for the conduct of its affairs, except that it shall not contravene any provision of these bylaws.

## **Article XII**

### **Funds**

- Section 1. The funds received by the Alumni Association shall be disbursed by the treasurer on order of the Executive Committee.

## **Article XIII**

### **Bylaws**

Section 1. The membership herein shall enact Bylaws and may amend or repeal them at any session as provided herein.

#### **Article XIV**

##### **Amendments**

Section 1. This charter and these bylaws shall only be amended by a vote of two-thirds of the qualified members present at any formally called meeting of the Alumni Association. All proposed amendments shall be submitted to the members in a suitable manner at least two weeks before the meeting.

#### **Article XV**

##### **Publications**

Section 1. The Middle Tennessee School of Anesthesia Newsletter, intended for students, faculty, staff, and alumni, is available at a reasonable cost to anyone.

#### **Article XVI**

##### **Rules of Order**

Section 1. Wherein procedural matters are not provided for by this Charter or by The Bylaws of this Alumni association, Robert's Rules of Order, Revised, shall govern.