



ENAO BYLAWS

1. Board of Directors:

- 1.1 The affairs of the Association shall be managed by the "Collective" Board of Directors.
- 1.2 A majority of Board members present in person or by teleconference shall constitute a quorum.
- 1.3 Duties of each Board member are outlined in the Association Board list identifying ENAO LEADs.

2. Vacancies:

- 2.1 The office of a Board member shall be automatically vacated:
 - a) If the Board member resigns her / his office by delivering a written resignation to the Board.
 - b) If she / he moves out of the province.
 - c) On the death of the Board member.
 - d) When in the opinion of the majority of the Board, the officer has not fulfilled their duties on the Board of Directors.
- 2.2 The Board of Directors by a majority vote, may increase the number of Board members by appointment, using current ENAO vetting processes.
- 2.3 When any member of the E.N.A.O. Board of Directors shall for any reason cease to hold office, they shall forthwith turn over to a member of the ENAO Board all documents, records, books, equipment, funds, chattels, assets and any other E.N.A.O. property. This transfer shall occur within 30 days of receipt of written notification to do so from the Board.

3. Voting Power:

All members of the ENAO Board of Directors are entitled to one vote on matters before the Board.

4. Power of the Board of Directors:

The Board of Directors of the Association shall have the power to control, guide and administer the affairs of the Association, including the finances. The Board is responsible to authorize and / or make expenditures for the purpose of furthering the business and objectives of the Association.

5. Rules:

The business of ENAO will be guided by and conducted in adherence to the current edition of Robert's Rules of Order and The Four Agreements.

6. Committees:

Committees may be established at the discretion of, and for a length of time as determined, by the ENAO Board. The chair of such committees may be appointed by the Board or voted upon by the members of the specific committee. All committees will report directly to the Board of Directors.

7. Fiscal Year:

The fiscal / financial year of the Association shall be January 1st to December 31st.

8. Minutes of Meetings:

8.1 Minutes of Board of Directors' meetings will be available to members, following ratification by the ENAO Board of Directors.

8.2 Minutes of the Annual General Meeting will be available to members, following ratification by the ENAO Board, as well as available in print at the following year's AGM.

8.3 At every Annual General Meeting, in addition to any other business that may be transacted, the annual financial statement, and any auditor's report will be presented.

8.4 The Board of Directors will have the authority to approve the minutes of the Annual General Meeting.

9. Auditors:

An auditor will be retained by the Board of Directors to conduct a formal audit of the accounts of the Association, as required by the Canada Revenue Agency.

10. Membership:

10.1 Membership fees shall be fixed by resolution, at an Annual General Meeting of the Association and shall continue to be the annual membership fee until changed by a subsequent resolution.

10.2 The ENAO membership year is a rolling year, based on the individual member's join date.

10.3 Membership fees include voting membership status in ENAO and the National Emergency Nurses Association (NENA).

10.4 The provincial portion of the membership fees will be received by ENAO quarterly, from the financial administrator of NENA.

11. Disaffiliation from NENA:

11.1 ENAO may, by recommendation of the ENAO Board of Directors and a vote by the ENAO membership, withdraw its affiliation with NENA.

11.2 This potential action should not happen recklessly, or without exhaustive efforts to arrive at a mutually acceptable resolution of outstanding issues.

Revised: June 2019.