



## 2023-2025 Biennium Chapter Bylaws

Effective for Chapters, At-Large Chapters, and Alumni Chapters

Chapter Greek Name: Tau Nu Chapter  
Institution(s) of Higher Education and Practice: Yamaguchi University  
Setting(s):  
Chapter #: 443  
Region: Asia

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### ARTICLE I - NAME

The name of this chapter is Tau Nu Chapter Chapter (also called "the chapter"), a nonprofit constituent organization of Sigma Theta Tau International Honor Society of Nursing, Incorporated ("Sigma"). It shall function under bylaws, policies, and procedures that are not in conflict with those of Sigma. This chapter is located at Yamaguchi University.

### ARTICLE II - PURPOSE AND RESPONSIBILITIES

- A. The purpose of this chapter is to enact and support the goals and vision of Sigma.
- B. The responsibilities of this chapter are to:
- Observe the provisions of the Sigma bylaws, policies, and regulations;
  - Participate in the Sigma house of delegates;
  - Select and induct eligible members a minimum of one time annually;
  - Meet all financial obligations; and
  - File required reports according to established Sigma guidelines.
- C. This chapter shall use the official key and seal of Sigma. No substantial part of the activities of this chapter shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the chapter shall not participate or intervene in any political campaign on behalf of any candidate for public office.
- D. This chapter shall have control of its income, expenses, contracts, accounting system, and internal reports, and shall determine the amounts of its fees and assessments.

### ARTICLE III - MEMBERS

#### Section 1. Membership Designations

Membership categories and designations shall be as described in the Sigma bylaws.

#### Section 2. Membership Fees

Each new member shall pay an initial induction fee and an annual membership fee.

#### Section 3. Membership Rights

Active regular members shall have all rights of membership in the chapter. Only active regular members shall hold elective and appointive office as outlined by the chapter bylaws.

#### Section 4. Revocation of Membership

Membership in Sigma may be revoked for just cause at a meeting with 30 days' notice to the membership of the proposed revocation. The quorum for such meeting shall be three officers and 10% of the active membership of the chapter, and a three-fourths vote of those present shall be required. A member whose membership has been revoked may appeal to the Sigma board of directors, whose decision shall be final.

### ARTICLE IV - OFFICERS

#### Section 1. Officers

There shall be the following chapter officers: president, president-elect (optional), vice president (at-large chapters may have

one vice president representing each institution of higher education and practice setting), secretary, treasurer, and counselor (at-large chapters shall have one or more counselors from each institution of higher education and practice setting). Each officer shall submit a report at each board meeting and to members at the annual business meeting. The president and treasurer shall be responsible for submitting required chapter reports to Sigma headquarters.

## **Section 2. Election and Term of Office**

Elections shall be held annually by ballot, by mail, or electronic means. A majority vote shall be required for election, except when there are more than two candidates running for the same office or position, a plurality shall elect. In the event of a tie, the election shall be determined by lot. The length of the term of all officers is two years. Optional exception: The president-elect shall be elected for a one-year term at the start of the president's second year in office, followed by a two-year term as president. The vice president and treasurer shall be elected in even numbered years, and the president-elect and secretary in odd-numbered years.

## **Section 3. Duties**

- A. President – The president shall administer all business of the chapter, serve as chief representative of the chapter in inter-chapter activities, and be an ex-officio member of all committees except the leadership succession committee. The president, with the approval of the board of directors and when appropriate, shall appoint such other persons as may be necessary to conduct the business of the chapter.
- B. President-elect (optional) – The president-elect shall perform the duties of the president in the president's absence and succeed into the presidency at the end of the term of office and shall promote the purposes of the chapter.
- C. Vice president – The vice president shall perform the duties of the president in the president's absence\*. The vice president or designee shall oversee the planning of at least two chapter programs/events annually. (In an at-large chapter, a designated vice president shall perform these duties.) \*If there is no president-elect.
- D. Secretary shall prepare and distribute meeting minutes and correspondence.
- E. Treasurer shall be the custodian of the funds of this chapter and may be bonded in an amount equal to three-fourths of the worth of the chapter. The treasurer shall propose a budget to the board.
- F. Counselor shall be a member of the faculty at the institution of higher education where the chapter is located, with the exception of counselors within alumni chapters or practice settings who oversee Nurse Leader inductions and who are not required to be faculty.

## **Section 4. Vacancies**

The president-elect or vice president shall fill a vacancy in the office of president (at-large chapters shall designate a vice president to fill such vacancies). If there is a vacancy in the office of president and president-elect [or vice president], a special election shall be held to fill both positions. Other offices shall be filled by appointment of the board of directors until the next election.

# **ARTICLE V – MEETINGS**

## **Section 1. Regular Meetings**

Each year the chapter shall have at least one business meeting and at least two events or programs that support the purposes and goals of Sigma. Officers and committees shall present written annual reports to the membership at the annual business meeting, which may be held in conjunction with an event or program. A quorum shall consist of three officers and seven members.

## **Section 2. Special Meetings**

Special meetings may be called by the president or upon request of six members of the chapter and upon 10 business days' notice.

## **Section 3. Meetings Format**

Meetings of the chapter may be held in-person or by electronic means as allowed by law.

## **Section 4. Sigma House of Delegates**

There shall be a maximum of two official delegates to represent the chapter at the house of delegates of Sigma, with preference given to anyone who is a nominee for an officer position in Sigma. Each delegate shall have the right to cast one vote, except that if a chapter has only one delegate attending, that delegate shall have two votes. A delegate is required to be an active member of this chapter.

# **ARTICLE VI – BOARD OF DIRECTORS**

## **Section 1. Composition and Authority**

The members of the board of directors of this chapter shall be composed of the elected officers and one or more elected directors (optional). The elected members of the board of directors shall have the authority and responsibility to manage the chapter consistent with these bylaws and in an appropriate legal manner. A quorum shall be a majority of the board.

## **Section 2. Election and Terms of Office**

Directors shall be elected annually for a term of two years and terms may be staggered.

## **Section 3. Functions**

The board of directors shall be responsible to manage the business and fiscal affairs of the chapter.

## **Section 5. Removing a Director From Office**

A member of the board of directors who demonstrates behavior, as determined by the board, that is not consistent with the mission, values, or expectations of the honor society may be removed by a three-fourths vote of the remaining members of the board, provided that notice of the intent to take such action is given to all board members at least 30 days in advance of the regular or special meeting at which the motion to remove is introduced. Such board member shall have the right to be present and to speak on their behalf but shall not be allowed to be present during deliberation nor to vote. Voting shall be by ballot, which may be delivered electronically if a face-to-face meeting is not possible.

## **Section 4. Meetings**

The board of directors of this chapter shall meet as necessary to conduct the business between meetings of the general membership.

# **ARTICLE VII – COMMITTEES**

## **Section 1. Standing Committees**

The standing committees shall be a governance committee, a leadership succession committee, and others as designated. The term of office of committee members shall be two or four years, as determined by the chapter board. Term lengths shall only be adjusted when incumbents' terms have been completed. A member may be reappointed or elected for a second consecutive term. Members of the leadership succession committee who shall serve a maximum of one term. Terms shall be staggered. Each standing committee shall present a report to the business meetings of the board of directors and an annual report to the membership at the annual business meeting. Each committee shall prepare, review, and make recommendations regarding policies corresponding to its area of responsibility for board approval.

### **A. Governance Committee**

The governance committee shall oversee bylaws compliance, make recommendations for bylaws changes, and oversee member and chapter eligibility issues. The governance committee shall be composed of at least two elected/appointed members and the elected counselor(s). The president shall appoint a chair of the committee from those elected/appointed.

### **B. Leadership Succession Committee**

The leadership succession committee shall develop members in organizational leadership roles across the span of their careers and mentor members to assume organizational board and officer positions at all levels of the organization. The committee shall select nominees and prepare the ballot. The ballot will be sent to the board of directors at least four weeks prior to a scheduled election. The leadership succession committee shall be composed of at least three elected members. The president shall appoint a chair of the committee from those elected. The leadership succession committee members shall not be eligible for any elected office of the current ballot.

C. Additional standing committees, advisory councils, and task forces may be appointed by the board of directors if deemed appropriate. The purpose of these groups will be to carry out the work of the chapter.

D. An elected standing committee member who demonstrates behavior, as determined by the board of directors, that is not consistent with the mission, values, or expectations of the honor society may be removed by a three-fourths vote of the members of the board, provided that notice of the intent to take such action is given to the elected standing committee member and all board members at least 30 days in advance of the regular or special meeting at which the motion to remove is introduced. Such elected standing committee member shall have the right to be present and to speak on their behalf, but shall not be allowed to be present during deliberation. Voting shall be by ballot, which may be delivered electronically if a face-to-face meeting is not possible.

## **Section 2. Board Advisory Councils**

Board advisory councils shall inform the board of current and future issues, directions, and priorities of the chapter. Board advisory councils shall be appointed by the board of directors for a term through the next chapter election unless

reappointed.

### **Section 3. Task Forces**

Task forces are formed by the board of directors, standing committees, and board advisory councils. They are made up of members who bring expertise, interest, and commitment to complete an assigned task within a specified time frame.

## **ARTICLE VIII – PARLIAMENTARY AUTHORITY**

The rules contained in the 12th edition of Robert's Rules of Order Newly Revised shall govern this chapter in all cases to which they are applicable and in which they are not inconsistent with these bylaws or special rules of the chapter. When a new edition of the parliamentary authority is published, the chapter board of directors may, by majority vote, update the edition reference in the bylaws. Members shall be notified after the change is made.

## **ARTICLE IX – DISSOLUTION**

### **Section 1. Initial Action**

If the chapter considers dissolving, the chapter officers shall contact Sigma headquarters to discuss the process of chapter dissolution or other potential options available to the chapter. A resolution for dissolution of the chapter shall be presented at a regular meeting and must be signed by a majority of active (voting) members present at the meeting.

### **Section 2. Special Meeting**

- A. A special meeting shall be called by the chapter officers to vote on the resolution for dissolution of the chapter. Notice of the special meeting must be provided at least 30 days in advance. All active members shall be provided the opportunity to vote by ballot, which may be delivered by electronic means. A three-fourths vote shall be required to approve dissolution.
- B. The chapter officers shall notify the Sigma board of directors of the chapter's decision and take the necessary steps to conclude the affairs of the chapter in accordance with statutory requirements existing at the date such action is taken.
- C. The chapter's charter and coat-of-arms shall be returned to Sigma headquarters.

### **Section 3. Disposition of Chapter Funds**

All cash and other assets remaining after the chapter's outstanding debts are paid should be returned to the Sigma Theta Tau International Foundation for Nursing or any other appropriate non-profit organization approved by the chapter board of directors. Or, if a majority of the dissolved chapter's members transfer to the same chapter, remaining funds may be contributed to that chapter. The recipient organization shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue law or the governing law of that chapter's country).

### **Section 4. Options for Chapter Members**

If the chapter dissolves, all members have the opportunity to transfer their membership to a chapter of their choice. Those members not indicating their choice of where their membership should be transferred will be transferred to a chapter in the area by Sigma headquarters. Any time after this transfer, these members may transfer to any other chapter of their choice.

### **Section 5. Reinstatement Following Dissolution**

A chapter may be reinstated following dissolution by meeting all the requirements of a newly organizing chapter. If approved, the chapter shall receive a new charter but retain its original name.

## **ARTICLE X – AMENDMENT**

### **Section 1. Amendments With Notice**

These bylaws may be amended by a three-fourths vote of the chapter members present and voting at any meeting of the chapter. Proposed amendments shall be received by the chapter secretary at least 45 days before the date of the meeting and shall be appended to the call to the meeting sent 30 days prior to the meeting.

### **Section 2. Chapter Bylaws Approval**

Bylaws shall be submitted to Sigma headquarters for review and approval according to policies set by the International Governance Committee.

### **Section 3. Sigma Theta Tau International Bylaws Amendments**

Any amendments to the Sigma bylaws approved by the house of delegates or editorial changes approved by the Sigma

board of directors that are also applicable to the chapters shall be incorporated into the chapter bylaws.