

CRONA

Committee for the Recognition of Nursing
Achievement

2016 Bylaws

RULES AND RESOLUTIONS

CRONA

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**COMMITTEE FOR RECOGNITION OF NURSING ACHIEVEMENT
BYLAWS 2016**

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ARTICLE I - TITLE

Section 101: CRONA

The Committee for Recognition of Nursing Achievement (CRONA) is a nonprofit, unincorporated Association, representing Registered Nurses over their wages, hours, and working conditions.

Section 102: CRONA Office

Principal office of CRONA shall be located by decision of the Executive Board.

ARTICLE II - PURPOSES AND OBJECTIVES

Section 201: Purposes

The Purposes of CRONA are to provide representation in collective bargaining with the Stanford Hospital and Clinics and Lucile Salter Packard Children's Hospital and their respective satellite facilities (all collectively referred to hereafter as "Hospitals") in matters of wages, hours, benefits, and working conditions; adjusting differences between the Hospitals and CRONA members; promoting and supporting high levels of professional performance and patient care; engaging in any activities, including the following objectives, which are related to and will foster the above purposes.

Section 202: The Objectives of CRONA are:

- A. To maintain high standards in the provision of patient care and work for the improvement of health standards.
- B. To assess continually the economic and working welfare of CRONA members, and to improve these areas through collective bargaining.
- C. To keep lines of communication open with the membership regarding matters concerning the Hospitals and CRONA.
- D. To identify the educational needs of CRONA members and to work with appropriate groups to provide programs to ensure the currency of practice.
- E. To bring Associations of Registered Nurses into relations of mutual assistance and cooperation and to encourage participation and membership in professional organizations.
- F. To provide for the continuing education of CRONA members concerning their rights as stated under the current collective bargaining agreement.

ARTICLE III - GOVERNMENT

Section 301: Membership

The membership of CRONA shall be empowered to take or direct any action consistent with the Articles of Association, Bylaws and Standing Rules of CRONA.

Section 302: House of Representatives

The House of Representatives composed of the Executive Board and Area Representatives, shall be the legislative policy forming body of CRONA, and shall be subject to the limitations stated elsewhere in these Bylaws.

Section 303: Executive Board

Between General Membership meetings, the Executive Board shall be the highest authority empowered to act on the behalf of the membership to the extent business requires prompt and decisive action, subject to subsequent membership approval and limitations stated elsewhere in these Bylaws.

Section 304: President

Between meetings of the Executive Board, the President shall be empowered to act on behalf of the Executive Board subject to subsequent approval of the Executive Board and/or the membership.

ARTICLE IV - MEMBERSHIP AND DUES

Section 401.1: Membership

To be a member in good standing of CRONA, a person must be employed as a staff or relief Registered Nurse by the Hospitals, and must be current in their payment of dues to CRONA, and must not at any time engage or have engaged in conduct that undermines the professional or economic security of CRONA or its members.

Any CRONA member who resigned from CRONA may apply for reinstatement after fulfilling all the necessary obligations as determined by the Executive Board and may include a reinstatement fee of up to \$1500.00. Applications for reinstatement shall be presented to the Executive Board, which shall determine whether it is in the best interests of the union to allow such reinstatement.

Section 401.2: Honorary Membership

Honorary membership shall consist of those persons not covered by the contractual agreement between CRONA and the Hospitals who have made a donation. Honorary members do not have voting rights.

Section 402: Dues

CRONA dues, as recommended by the Executive Board based on the actual and projected reasonable needs of CRONA, shall be determined by a simple majority at the House of Representatives. A change in dues is subject to ratification by secret ballot, by a simple majority of the members voting. The Executive Board shall advise of the need for any increase or decrease in dues. Dues may be paid in a lump sum to the CRONA Treasurer annually, through payroll deductions or in any other manner permitted by the Executive Board. A change in the amount of dues shall be limited to once yearly.

Section 403: Rights and Privileges

Each member in good standing of CRONA has the right to attend all membership and representatives' meetings and express views and opinions on matters and business properly before the meeting; to receive meeting minutes and newsletters; to nominate and vote, to serve as representative to the CRONA Convention if so elected; to serve in any CRONA elected position if so qualified and elected; to inspect CRONA's policy and financial statements; to receive a copy of the collective bargaining agreement; to receive a copy of the Bylaws; to have access to legal services provided by CRONA's attorneys on matters other than those related to CRONA's representation of members as their exclusive collective bargaining representative, if such services are provided by CRONA's attorneys, and with the member being responsible for any fees incurred; and generally to participate in the activities of CRONA in a responsible manner. All the preceding privileges of members in good standing may be denied to non-members and members not in good standing. These rights shall at all times be subject to the rules of procedure governing meetings and other reasonable rules established by the Executive Board not contrary to these Bylaws and CRONA's Policies and Procedures.

Section 404: Stipends

Members in good standing may receive stipends for fulfilling duties and working on special projects as requested by the Executive Board. The Executive Board shall determine the amount of the stipend. Increases shall be recommended by the House of Representatives subject to approval by a simple majority of the membership at a general membership meeting properly noticed. The stipend is not intended to match a member's hourly wage, but rather to show appreciation and help defray the costs associated with providing assistance to CRONA and its members. The criteria will be developed and approved by the Finance Committee and Executive Board.

Section 405: Restrictions

No member or candidate for membership may take or at any time have taken any action which may jeopardize or be detrimental to CRONA or which would interfere with the performance by CRONA of its legal and contractual obligations as a collective bargaining agent. An elected official of CRONA who engages in any action which is detrimental to CRONA will be asked by the Executive Board to relinquish her/his elected position.

Section 406: Discipline

Any member, who has engaged or who engages in conduct prohibited by this Article, violates the CRONA Bylaws and/or takes any action that tends to undermine or jeopardize or be detrimental to CRONA or its members shall be subject to charges in accordance with the applicable provisions of this Article. Crossing a lawful picket line established by CRONA or any other nurse organization in a primary dispute with the employer is also grounds for discipline. Discipline can be in the form of monetary sanctions, suspensions and/or expulsion from membership.

Section 407: Charges

Any member in good standing may bring charges against other member(s). Charges against members shall be in writing. Each charge shall have a charging party proffering the charge. Charges must be filed no later than 90 calendar days after the knowledge of the alleged offense, except that when the alleged offense occurs during the pendency of a strike, the charge shall be filed within 90 calendar days from the conclusion of such strike. The charges shall contain a specific statement of the facts out of which the charges arose. Charges of alleged violations must be filed with the Executive Board.

Section 408: Trials and Appeals

No disciplinary action may be taken unless the member charged has been served with specific charges in writing; given a reasonable time to prepare a defense; and afforded a full and fair hearing.

Section 409: Hearing Board

- A. The Hearing Board shall be comprised of one elected officer appointed by the President, who may appoint her/himself or designee, and two (2) to four (4) Area Representatives, each from different units, when possible, elected by the majority of Area Representatives present at the monthly general membership meetings.
- B. The written notice composed by the President, or designee, must indicate the specific charges and must be served upon the member within thirty (30) calendar days of the Executive Board's receipt of the petition.
- C. The person so charged will be afforded a reasonable time, not to exceed six (6) weeks, to prepare her/his defense.
- D. The person so charged and/or hearing officers may call witness(es) to testify at a hearing which may be open/closed at the discretion of the person charged. If a transcript is desired by either party, the cost of the transcript should be carried by the party desiring it. Legal counsel, paid for by the person charged, may be present as a silent observer, at the option of the person charged.
- E. The Hearing Board must render a decision by a simple majority vote and in writing within seven (7) calendar days from the close of the hearing or from

receipt of the transcript, if the transcript is requested by CRONA, which shall include their specific findings as to why they reached such a decision.

Section 410: Appeals

A. If an appeal is requested, it must be submitted in writing to the Appeals Board within five (5) calendar days after the Hearing Board has rendered its decision.

B. The Appeals Board shall be comprised of an impartial member of the Executive Board and two (2) impartial Area Representatives, who shall render a decision by a simple majority vote within seven (7) calendar days. The Appeals Board shall not be comprised of members who participated on the original Hearing Board. The manner of selection shall be in accordance with Section 409 A. of this Article.

C. The Appeals Board may uphold the final decision or remand the decision to a different Hearing Board.

D. The decision of the Appeals Board or such different Hearing Board is final.

E. Time limits may be waived by mutual agreement.

ARTICLE V - REPRESENTATIVES

Section 501: Area Representation

Increases shall be recommended by the House of Representatives subject to the approval by a simple majority of the membership at a general membership meeting properly noticed.

Section 502: Fees

Area Representatives will receive fees for fulfilling their responsibilities. Increases shall be recommended by the House of Representatives subject to approval by a simple majority of the membership at a general membership meeting properly noticed.

Section 503: Duties

Area Representatives shall have the following rights and obligations:

A. To serve as a member of the House of Representatives.

B. Representatives are encouraged to notify the Executive Board if unable to attend the meetings or to send an alternate.

C. Representatives are responsible for the interpretation and explanation of the terms of the contract to members. Any questions a representative cannot answer will be referred to any of the officers for CRONA's interpretation.

D. Representatives shall contact the new staff members on their units in regard to explanation of the contract.

E. Representatives should remind staff members of the benefits that are available to them through CRONA and should encourage participation in CRONA. CRONA matters can be discussed at breaks, mealtimes, and outside of patient care areas.

F. To orient the newly elected Area Representative. In case no such orientation occurred, it shall be done by the Executive Board or its designee.

G. Representative(s), as designated by the President, shall be available to attend investigatory/disciplinary meetings with members, if a member requests a representative to be present as a witness or to represent the member.

H. To implement the telephone tree during negotiations and on other occasions as directed by the CRONA Board.

I. To maintain the designated unit CRONA bulletin board.

J. Representatives are obligated to notify the Executive Board preferably in writing of any issues related to contractual matters immediately.

Section 504: Alternate Selection

A. The designation of an Area Representative Alternate shall be made by the Area Representative(s) from the respective unit/area.

1. Representatives may designate an alternate from their unit to attend the monthly meeting or the annual convention if they are unable to attend. CRONA must be notified of the designation of an alternate prior to the meeting or convention.

B. The Alternate will assume voting privileges and receive a fee in the absence of the Area Representative for whom they are substituting.

ARTICLE VI - OFFICERS

The officers of CRONA shall consist of the President, Vice President (SHC), Vice President (LPCH), three (3) Nurse Advocates, Secretary, Treasurer and Legislative Representative.

Section 601: General Duties

Each officer shall:

A. Perform such duties as are specified in the CRONA Bylaws and Standing Rules.

B. Submit an annual report in writing for publication.

C. On completion of the term of office, surrender to the new officer all property, documents and emails and copies thereof in her/his possession pertaining to the respective office.

D. Give at least sixty (60) calendar days written notice to the Executive Board prior to resignation.

Section 602: Fees

A. The officers of CRONA shall receive fees for the faithful and documented performance of their duties. Fees equal to three and one-half (3.5) full time positions will be distributed equitably among the officers. The Executive Board shall have the ability to further increase this to four and one-half (4.5) full time positions, subject to approval by the Area Representatives and availability of funds. Each officer shall receive fees based on her/his current hourly wage rate and the relief differential at the Hospital.

B. Immediate past officers of CRONA will receive fees for faithful and documented performance of orientation and assistance. The fees will be distributed as follows:

President, 8 days;
Vice President (SHC), 4 days;
Vice President (LPCH), 4 days;
Nurse Advocates, 8 days;
Secretary, 2 days;
Treasurer, 3 days; and
Legislative Representative, 2 days.

Each immediate past officer shall receive fees based on her/his current hourly base wage rate at the Hospital.

Section 603: President

The President shall be the Chief Executive Officer of CRONA and shall, subject to the control of the Executive Board, have general supervision, direction, and control of CRONA's business and have the general powers and duties of management usually vested in the office of the President of an association or labor organization, and, in addition to the duties specified below, shall have such other powers and duties as may be prescribed by the Executive Board or the Bylaws.

The President's duties shall include:

A. To act as spokesperson for CRONA.

B. To plan and preside over meetings of the general membership, Area Representatives, Executive Board and any joint CRONA/Hospital committees or meetings, or designate an alternate.

C. To appoint CRONA task force members whenever there are no volunteers, providing that no more than a simple majority of the committee is comprised of members of one unit or area.

D. To be a member of any Negotiation Committee(s) and Team(s).

E. To be a co-chair of any Nurse Practice Committee, or to designate an alternate, and to encourage participation on, and communication to, all

appropriate committees.

- F. To serve as an ex-officio member of all committees.
- G. To serve, when determined appropriate by the Executive Board, as advisor to CRONA after his/her term expires.
- H. To orient the newly elected President.

Section 604: Vice President (SHC)

The Vice President (SHC) shall assist the President in the general supervision, direction and control of CRONA's business at SHC. In addition to the duties stated below, the Vice President (SHC) shall have such other powers and perform such other duties as from time to time may be prescribed by the Executive Board or the Bylaws. A Vice Presidential position shall be filled by a nurse at SHC and voted on by SHC nurses only.

The Vice President's (SHC) duties include:

- A. To assist the President.
- B. To confer with committee chairs to see that committee reports are prepared to be presented at the CRONA meetings.
- C. To propose to the Executive Board that a task force of Area Representatives be appointed to investigate an election challenge and to recommend its resolution to the Executive Board.
- D. To serve, when determined appropriate by the Executive Board, as advisor to CRONA after his/her term expires.
- E. To be a member of the SHC Negotiation Committee and Negotiating Team.
- F. To orient the newly elected Vice President (SHC).

Section 605: Vice President (LPCH)

The Vice President (LPCH) shall assist the President in the general supervision, direction and control of CRONA's business at LPCH. In addition to the duties stated below, the Vice President (LPCH) shall have such other powers and perform such other duties as from time to time may be prescribed by the Executive Board or the Bylaws. A Vice Presidential position shall be filled by a nurse at LPCH and voted on by LPCH nurses only.

The Vice President's (LPCH) position/duties shall include:

- A. To assist the President.
- B. To confer with committee chairs to see that committee reports are prepared to be presented at the CRONA meetings.
- C. To propose to the Executive Board that a task force of Area Representatives be appointed to investigate an election challenge and to recommend its resolution to the Executive Board.

- D. To serve, when determined appropriate by the Executive Board, as advisor to CRONA after his/her term expires.
- E. To be a member of the LPCH Negotiation Committee and Negotiating Team
- F. To orient the newly-elected Vice President (LPCH).

Section 606: Nurse Advocates

The Nurse Advocates shall be responsible for handling grievances and other labor-related matters or problems, and, in addition to duties stated below, shall have such other powers and perform such other duties as may be prescribed by the Executive Board or the Bylaws.

The Nurse Advocate's duties shall include:

- A. To assist in the administration of the CRONA's Collective Bargaining Agreement(s).
- B. To represent fairly all members of the bargaining unit.
- C. To ensure that contractual commitments are fulfilled.
- D. To comply with the methods of adjusting grievances under the Agreement(s).
- E. To coordinate all activities involving the handling and/or adjusting of grievances.
- F. To keep a current record file on all issues raised by members of the bargaining unit.
- G. To identify problem areas in the Agreement(s) and make recommendations to the Negotiation Committee(s).
- H. To educate Area Representatives and members regarding rights and responsibilities under the Agreement(s).
- I. To serve as advisors to any Negotiation Committee(s) and Team(s).
- J. To orient the newly-elected Nurse Advocate(s).

Section 607: Secretary

The Secretary shall keep or cause to be kept a book of minutes of meetings and actions of the Executive Board and, in addition to the duties stated below, shall have such other powers and perform such other duties as may be prescribed by the Executive Board or the Bylaws.

The Secretary's duties include:

- A. To keep and distribute minutes of all meetings of CRONA and general staff.

- B. To arrange meeting places and send notices of the time and place of all general membership meetings of CRONA to all units.
- C. To note attendance and present minutes for approval at each meeting.
- D. To keep Area Representative list up to date.
- E. To follow up with Area Representatives attendance and notify the Board and Representative when appropriate regarding absenteeism.
- F. To conduct general correspondence of CRONA.
- G. To preserve all papers, letters, and transactions of CRONA.
- H. To post a current roster of officers, area representatives, ad hoc and standing committee members on the main CRONA bulletin boards. Vacancies will be posted as they occur.
- I. To orient the newly elected Secretary.

Section 608: Treasurer

The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of the business transactions of CRONA. Such books of accounts shall at all reasonable times be open to inspection by any officer and any member. The Treasurer shall also deposit all monies and other valuables in the name and to the credit of CRONA with such depositories as may be designated by the Executive Board; shall not delegate except to the President or Executive Vice President the disbursing of funds of CRONA as may be ordered by the Executive Board; shall have the President or Executive Vice President be the second signature on all checks; shall have corresponding receipts for all cash transactions; and, in addition to the duties listed below, shall have such other powers and perform such other duties as may be prescribed by the Executive Board or the Bylaws.

The Treasurer's duties shall include:

- A. To recommend to the Executive Board possible avenues of investment for the funds, designated as reserve by the House of Representatives; and to invest those funds as directed by the Executive Board.
- B. To make available a financial report at each representative meeting.
- C. To maintain a current roster of all dues-paying and service-fee bargaining unit members.
- D. To orient the newly-elected Treasurer.
- E. To submit a certified independent financial audit every year.
- F. To prepare and submit the proposed written budget for the following year to the Executive Board for approval. The Board approved proposed budget and the YTD budget, for comparison, should then be mailed/given to each member of the House of Representatives, approximately one month prior to convention, for their consideration and review.

Section 609: Legislative Representative

The duties of the Legislative Representative, in addition to such other powers and performance of such other duties as may be prescribed by the Executive Board or the Bylaws, shall include:

- A. To keep nurses informed of current and pending legislation and communicate to the legislators CRONA's position.
- B. To maintain membership in the appropriate professional and/or labor organizations and committees. The Executive Board shall determine and make reasonable reimbursement on behalf of CRONA to the Legislative Representative and/or her or his designee for actual expenses incurred in attending conventions.
- C. To present reports, as necessary, on current legislation to the Area Representatives and the Executive Board and for publication in the CRONA Newsletter.
- D. To orient the newly elected Legislative Representative.

ARTICLE VII - NOMINATION AND ELECTION OF OFFICERS, STANDING COMMITTEE MEMBERS, AND AREA REPRESENTATIVES

Section 701: Officers

The officers of CRONA shall consist of a President, Vice President (SHC), Vice President (LPCH), three (3) Nurse Advocates, Secretary, Treasurer and Legislative Representative.

Section 702: Area Representatives

The Area Representatives of CRONA shall consist of one (1) Area Representative for each twenty (20) members or fraction thereof.

Section 703: Eligibility

A. Officers:

No member shall be eligible for nomination or election to office unless that person has been in a continuous state of good standing in CRONA in accordance with Section 401. CRONA officers shall not represent a unit or area.

B. Area Representatives:

No member shall be eligible for nomination or election to Area Representative unless that person has been in a continuous state of good standing in CRONA in accordance with Section 401.

Section 704: Nomination

A. Officers:

Nominations for regular election of officers shall be held no later than September of every election year. Every member in good standing shall be able to nominate candidates and run for election, subject to Section 703. Each nominee must have a Consent To Serve on file with the Ballot Committee.

The Consent To Serve shall include the following:

- 1) Name
- 2) Office sought
- 3) Unit at the Hospital(s)
- 4) Objectives while in office
- 5) Qualifications
- 6) Signature
- 7) Acknowledgement of the CRONA Campaign Standing Rules
- 8) Agreement to uphold the duties of the office as outlined in the CRONA Bylaws.

These shall be made available to the members at all times.

B. Area Representatives:

Nominations for regular election of Area Representatives shall be held in accordance with the provisions stated in Section 703. Each nominee must have a Consent To Serve on file with the Ballot and Election Committee.

C. No member shall be a candidate for the Executive Board and area representative in the same election.

D. A person may be elected by a write-in vote only if a Consent To Serve is on file with the Ballot Committee before the polls are closed.

Section 705: Notice of Election

Regular elections of Officers, Area Representatives, Standing Committee Members and Negotiation Committee(s) shall be conducted by the Ballot Committee in the Fall once every three years. A reasonable advance notice of fifteen (15) calendar days will be given by mail to members to their last known address.

Section 706: Term of Office

A. The term of office for Officers, Area Representatives, Standing Committee Members, and Negotiation Committees shall begin on December 1 of the year in which the election is held. The term of office shall be for the same number of years, but not to exceed three years, as the term of the collective bargaining agreement.

B. In the event an Officer position remains vacant after the election, Section 713 in the Bylaws would govern.

Section 707: Voting

Voting shall be done by secret ballot. Proxies may be used for Strike Votes and Contract Ratification only. Officers and Area Representatives, and shall be elected by a plurality of members voting in an election conducted by the Ballot Committee. In case of a tie (except for the Executive Board and Negotiation Committee), the choice shall be determined by lot by the Ballot Committee chairperson at the Area Representative and General Membership meeting. A special vote will be conducted within two (2) weeks in case of a tie for Executive Board and Negotiation Committee.

Section 708: Vote for Candidates

Each member in good standing, without discrimination, shall be allowed to vote for candidates.

Section 709: Membership List

Candidates shall have equal access to the CRONA membership list. The reasonable cost of such list shall be determined by the Executive Board.

Section 710: Right to Observe

Each candidate is permitted to have a CRONA member as an observer at all polling and counting stations.

Section 711: Use of CRONA Funds

CRONA funds may not be used by any members to assist the candidacy of any individual seeking CRONA office.

Section 712: Election Challenge

Any challenge to an election shall be filed with either the Vice President (SHC) or the Vice President (LPCH) within ten (10) calendar days after the election. Such challenge shall be resolved in accordance with the procedure specified in Section 604. C and 605. C.

Section 713: Vacancies

A. President:

In the event of a permanent Presidential vacancy, one of the two sitting Vice Presidents will be elected by majority vote of the Executive Board to serve as President until the end of the existing term. The vacated Vice President position will then be filled following the procedures in Section 713.B.

If a temporary Presidential vacancy (e.g. medical leave) begins in an odd-numbered calendar year, the Vice President (SHC) will perform the duties of the President until such time that the temporary vacancy ends.

If a temporary Presidential vacancy (e.g. medical leave) begins in an even-numbered calendar year, the Vice President (LPCH) will perform the duties of the President until such time that the temporary vacancy ends.

During a temporary Presidential vacancy, the Vice President acting as

President shall have all powers of, and be subject to all restrictions upon, the President.

Any dispute regarding when a permanent or temporary Presidential vacancy has begun or ended will be resolved by majority vote of the members of the Executive Board other than the President.

B. Officers:

The filling of a vacancy in any office (except that of President) because of death, resignation, removal, disqualification or any other cause shall be done by a majority vote of the remaining members of the Executive Board from a list of candidates submitted by the Ballot Committee, subject to confirmation by the membership at the monthly general meeting. If not confirmed, the process will repeat as above until a candidate is confirmed.

C. Area Representatives:

An Area Representative vacancy shall be filled by a consensus of the remaining Area Representative(s) for that unit. If there are no Area Representative(s) for that unit, a vote of the CRONA membership of that unit will be held to fill the position as outlined in the CRONA Policy and Procedure Manual.

D. Notice of vacancies will be posted on the website and sent out in the Monthly Area Representative and Membership Meeting Minutes.

Section 714: Removal of Officer, Committee Member, or Area Representative

A. Any officer, committee member, or Area Representative may be removed from office for serious misconduct, failure to perform her/his duties, and violation of the provisions specified by Article IV, Section 405.

B. A charge against an officer, committee member, or Area Representative may be brought by:

1. A written charge signed by at least four (4) members of the Executive Board, or
2. A petition to the Executive Board signed by two hundred (200) members representing both hospitals with neither hospital having more than two-thirds (2/3) of the petitioning members.

Exception: A petition regarding LPCH Vice President must be signed by one hundred (100) LPCH-only members. A petition regarding SHC Vice President must be signed by one hundred (100) SHC-only members.

C. No officer, committee member, or Area Representative shall be removed from office unless the officer charged has been served with specific charges in writing, given a reasonable time to prepare a defense, and afforded a full and fair hearing in accordance with Article IV, Sections 409 and 410.

Section 715: Bonds

All financial officers shall be bonded through CRONA in the amount required by law.

ARTICLE VIII - EXECUTIVE BOARD

Section 801: Powers and Limitations

Subject to the provision of the Articles of Association and these Bylaws, the business and affairs of CRONA shall be managed and all associate powers shall be exercised by or under the direction of the Executive Board, which shall be comprised of at least six (6) officers. Without prejudice to these general powers, and subject to the same limitations, the Executive Board shall have the power to:

- A. Determine equitable distribution of fees to the officers within the limits set by the House of Representatives and the Bylaws.
- B. Borrow money on behalf of CRONA, subject to approval of the membership.
- C. Make any provisions which it deems necessary for collective bargaining with the Hospitals, including but not limited to timely notices.
- D. Carry out, monitor, and otherwise ensure compliance by the parties with the provisions of any collective bargaining Agreement negotiated by CRONA.
- E. Prepare for and end a strike, enforce rules of conduct as established by the House of Representatives, establish a strike fund and do other acts as it deems necessary in relation to labor-related activities, subject to Article XIII.
- F. Designate the place for the holding of any general membership meeting or meetings, including the annual Convention of the House of Representatives.
- G. Employ such legal counsel, accountants or other consultants or independent contractors or employees, as it deems necessary for the conduct of the business affairs of CRONA.
- H. Enter into business contracts on behalf of CRONA and may authorize any agent or agents to enter in any contract which the Executive Board determines will benefit members and/or CRONA.
- I. Engage in and authorize any activities which are related to and will foster the purposes and objectives of CRONA.
- J. Appoint a parliamentarian for Area Representative meetings, general membership meetings, special meetings, or other meetings.
- K. The Executive Board may determine the need for and appoint a task force as the business of CRONA may require. Each such task force shall have such authority and perform such duties as the Executive Board determines.
- L. Maintain a policy and procedure manual governing the business practices and operation of CRONA. This manual will be reviewed and updated at least

annually, prior to the Convention, by a task force consisting of four (4) members of the Executive Board and four (4) CRONA members subsequent to notice and an opportunity for input from CRONA members. This manual shall be available for review by members of CRONA. The four non-Board members will be chosen from volunteers from different units, if possible, and chosen by the Board.

M. To designate an Executive Board Officer to assume the responsibilities of managing CRONA's information technologies.

N. To endorse a political candidate that promotes and supports nurses.

Section 802: Quorum

A. In case of an absence, a quorum for the transaction of business by the Executive Board shall consist of five (5) members of the Board. Approval of issues shall require no fewer than five (5) votes. Every act or decision done or made by a majority of the Executive Board present at a meeting duly held at which a quorum is present shall be regarded as the act of the Executive Board. Any Executive Board member who will not be available shall designate another Board Member in writing to execute his/her proxy as defined in CRONA's Policy and Procedure Manual. A copy of the proxy will be attached to the minutes.

B. Any action required or permitted to be taken by the Executive Board may be taken without a meeting, provided all officers are informed about such action and majority of the Board shall consent to such action.

Section 803: Executive Board Meetings

The Executive Board shall meet at least once a month which shall be open to the general membership subject to reasonable limitations as determined by the Executive Board.

Section 804: Executive Board Expenditures

Expenditure of above \$2500, unless allocated by the budget, shall be subject to approval by a simple majority of the quorum present at the monthly meeting, after sufficient notice has been given to the general membership regarding this matter. There shall be no deficit spending.

Section 805: Membership in Professional Organizations

There may be one to two (1-2) memberships to professional organizations/unions paid by CRONA. CRONA may reimburse one to two (1-2) members for reasonable expenses to attend a professional/ union convention.

ARTICLE IX - HOUSE OF REPRESENTATIVES

Section 901: House of Representatives

The legislative and policy forming body of CRONA shall be the House of Representatives. It shall consist of elected Area Representatives and the

Executive Board. Each member present in the House of Representatives shall have one (1) vote. The House of Representatives shall have the authority to direct the membership and Executive Board in order to fulfill the purposes and objectives of CRONA.

Section 902: Meetings

- A. The House of Representatives shall meet no later than October of each year.
- B. Special meetings of the House of Representatives may be called by either:
 - 1. The Executive Board; or
 - 2. The Executive Board, within two (2) weeks after receipt of written requests of not less than twenty-five (25%) percent of the Area Representatives; or
 - 3. The Executive Board, within two (2) weeks after receipt of written signed requests of not less than twenty (20%) percent of the CRONA membership.
- C. All meetings will be held at a time and place specified by the Executive Board. Notices shall be mailed (electronically or by postal service) to all Area Representatives:
 - 1. At least sixty (60) calendar days before the first day of the Annual Convention; and
 - 2. At least two (2) weeks prior to a special meeting.

Section 903: Representatives

Representatives shall be elected according to Article VII.

Section 904: Quorum

- A. Annual Convention: The quorum for the House of Representatives shall consist of two-thirds ($\frac{2}{3}$) of the members of the House of Representatives and shall include five (5) CRONA Executive Officers, at least one of whom shall be the President, Vice President (SHC), or Vice President (LPCH).
- B. Special Meetings:
The quorum for a special meeting shall consist of fifty (50%) percent of the Area Representatives or alternates and four (4) CRONA Executive Officers.

Section 905: Functions

The functions and responsibilities of the House of Representatives will be:

- A. To adopt proposed amendments to the Bylaws, subject to subsequent ratification by the membership.
- B. To approve, disapprove or amend proposed budget or dues for the forthcoming fiscal year, subject to subsequent ratification by the members.
- C. To approve resolutions and platforms.
- D. To appoint task forces as the business of the Convention may require.

- E. To evaluate the progress of CRONA in meeting stated purposes and objectives.
- F. To approve rules of conduct for a strike.
- G. To adopt rules governing the convention.

Section 906: Fees

On attending the Convention, the following members will have their expenses paid, the amount to be determined at each prior Convention in the annual budget.

1. Area Representatives
2. Convention Task Force Chairperson
3. Standing Committee Members

An eligible member will receive fees equivalent to the number of hours of their shift when attending the Convention.

ARTICLE X - MEETINGS

Section 1001: Area Representative and General Membership Meetings

Meetings of the Area Representatives shall be held once each month and shall be open to the general membership. At any such meeting of the Area Representatives, the Officers shall be entitled to vote and a quorum shall consist of one-half (1/2) of the total number of Executive Board Officers and Area Representatives, excluding those removed and unfilled vacancies.

Section 1002: Special Meetings

Special meetings of the general membership may be called by the Executive Board or by petition to the Executive Board of five (5%) percent of the membership. Any such petition shall state the matters to be discussed or any business to be transacted at such a meeting. Notice to the membership shall be given no later than two (2) weeks prior to the date of that meeting. There shall be scheduled at least two (2) meetings, to provide an opportunity for discussion and to ensure participation by the general membership. If a vote is required, it shall occur no later than seven (7) calendar days after that meeting. A majority vote of the members voting is required. Special meetings of the Area Representatives may be called by the Executive Board. The Executive Board shall determine how to give, and shall give reasonable notice of all such special meetings. Attendance at special meetings shall be limited to CRONA members and invited guests.

Section 1003: General Membership Voting

- A. Except in cases where secret ballot is required by law, a vote may be by proxy which must be filed at the polls on the day of the vote.
- B. Proxy Holder:
Any member in good standing is eligible to hold no more than nine (9) proxies.

Section 1004: Robert's Rules of Order

Any parliamentary questions shall be governed by Robert's Rules of Order revised.

ARTICLE XI - STANDING COMMITTEES

Section 1101: Standing Committees

Negotiation Committees (SHC and LPCH)

Bylaws Committee

Ballot and Election Committee

Finance Committee

Strike Committee

Communication Committee

A. In general, the Standing Committee shall:

1. Be empowered to make recommendations, and
2. Present recommendations to the membership of the House of

Representatives.

B. Members of Standing Committees may receive stipends for fulfilling their responsibilities and working on special projects. The Executive Board shall determine the amount of the stipend. Increases shall be recommended by the House of Representatives subject to approval by a simple majority of the membership at a general membership meeting properly noticed. The stipend is not intended to match the member's hourly wage, but rather to show appreciation and help defray the costs associated with providing assistance to CRONA and its members. The criteria will be developed and approved by the Finance Committee and the Executive Board.

Section 1102: Eligibility

To be eligible to serve on any Standing Committee, a member must have been in continuous good standing with CRONA according to Section 401.

Section 1103: Election Process

Unless otherwise noted, all members to Standing Committees provided by these Bylaws shall be elected by a plurality of members. They shall be elected in accordance with the provisions stated in previous Articles and serve for a term as specified by these Bylaws.

Section 1104: Chairperson

A. The Chairperson of each Standing Committee shall be elected by secret ballot by the members of said Committee.

B. The Chairperson of each Standing Committee shall keep and submit to the Executive Board minutes of committee meetings.

Section 1105: Vacancies

In case of vacancy(s), the standing committee members will fill the vacancy by plurality vote. If the Committee fails or is unable to act to fill a vacancy, the Executive Board may appoint an eligible candidate.

Section 1106: Subcommittees

Subcommittees may be appointed as long as no additional financial obligations are incurred.

Section 1107: Negotiation Committees

- A. To be comprised of no less than twelve (12) members, including but not more than six (6) members of the Executive Board. Members of the previous Negotiation Committees, and members of the Executive Board may serve as advisors.
- B. Term of membership: Shall extend from the time of election to the ratification of the new contract(s).
- C. Training will be provided.
- D. Meetings: Monthly or as necessary. A quorum for meetings requiring a vote shall consist of at least two-thirds ($\frac{2}{3}$) of the members elected, including the chair.
- E. Duties are:
 - 1. To gather present information regarding trends in the economy that affect nurses' standards of working and living conditions.
 - 2. To keep CRONA abreast of contracts in California and particularly in the Bay Area.
 - 3. To keep CRONA abreast of CNA and ANA activities in economic security programs.
 - 4. To prepare contract proposals to be submitted to the Hospital at the beginning of the contract negotiations.
 - 5. To elect, by secret ballot, the Chief Negotiator and members of the Negotiating Team.
 - 6. To submit contract proposals to the Executive Board for review, to be returned to the Negotiation Committee within ten (10) working days of receipt of the contract proposals.

Section 1108: Negotiating Teams

- A. Each Negotiating Team shall be comprised of a total of 7 members of the Negotiation Committee. The Negotiating Committee shall elect 5 of the members. The President and the Vice President (SCH) shall automatically be members of the Negotiating Team for SHC. The President and the Vice President (LPCH) shall automatically be members of the Negotiating Team for LPCH.
- B. Duties of the Negotiating Team(s) shall be:
 - 1. To negotiate the new contract.

2. To keep the Negotiation Committee informed.
 3. To present the tentative agreement to the membership by providing each member with a written summary of the tentative agreement, and
 4. Present the tentative agreement to at least three (3) special membership meetings prior to the ratification vote.
- C. The Negotiating Team may receive fees for the documented performance of their duties. Each team member may receive fees based on her/his current hourly base wage rate at the Hospital for scheduled shifts on the days they are released and not paid by the Hospital for the purpose of negotiating the new contract and for preparation and presenting the tentative agreement.

Section 1109: Bylaws Committee

- A. The Bylaws Committee shall be comprised of nine (9) members. At least seven (7) members of the Bylaws Committee shall not be members of the Executive Board. The purpose of the committee is to interpret, review and propose revision of the CRONA Bylaws.
- B. Duties are:
1. To interpret the Bylaws as needed, which shall be binding.
 2. To hold annual forums at which a review of present Bylaws and proposed amendments will be addressed. The date of these forums will be posted thirty (30) calendar days in advance.
 3. To prepare amendments by:
 - a. Publishing reasonable notification to the membership of intent to revise.
 - b. Reviewing all proposed amendments to CRONA Bylaws to ensure compliance with the Articles of the Association.
 - c. Initiating its own amendments to the CRONA Bylaws.
 - d. Submitting proposals to CRONA Executive Board and legal counsel for review, to be returned to the committee within ten (10) working days of receipt of Bylaw proposals.
 - e. Presenting to the House of Representatives any proposed changes in CRONA Bylaws for their consideration.

**Section 1110: Ballot and Election Committee
("Ballot Committee")**

- A. The Ballot Committee will be composed of up to nine (9) CRONA members. Ballot committee members cannot concurrently serve on the CRONA Executive Board.
- B. Duties are:
1. To determine the balloting method for voting within the allocated budget.
 2. To prepare ballots and conduct voting for elected positions, ratifications and any other such vote as delegated by the Executive Board.
 3. At the direction of the Executive Board, the Ballot Committee shall meet and prepare a list of offices and positions to be filled. This shall be mailed to the membership, at least six (6) weeks prior to election, requesting names of candidates and their qualifications.

4. To determine whether each candidate meets the eligibility criteria and to notify each candidate(s) if such criteria is not met. Appeals may be made to the Bylaws Committee.

5. To mail to each candidate, CRONA's Campaign Standing Rules.

6. At the request of the Executive Board, to prepare ballots for ratification by the general membership.

7. To arrange for CRONA members to staff the polls for election, ratification, and strike.

8. To write rules of conduct of voting which shall be ratified or rejected by the House of Representatives. These rules shall be posted and announced prior to any voting and shall include:

a. Date and time of voting.

b. Guidelines for assuring proper conduct at the polls.

c. Guidelines for the use of proxies.

9. To tabulate or delegate tabulation of voting, and report results to the Executive Board and general membership.

10. To hold ballots, credentials, and election records for one (1) year.

Section 1111: Finance Committee

A. The Finance Committee shall be comprised of five (5) members.

B. Executive Board members may not concomitantly serve on the Finance Committee, with the exception of the President, who is ex-officio member of all standing committees and the Treasurer who is an ex-officio member. The President and Treasurer are not eligible to vote on committee issues.

C. The Finance Committee is an advisory committee to the Executive Board, the Area Representatives and the CRONA membership. The Finance Committee will make recommendations regarding CRONA's finances with emphasis on Executive Board expenditures and the investment of reserves.

D. Report on their activities at least once a year, either in writing or in person.

Section 1112: Strike Committee (Contingency Committee)

A. The Strike Committee will be composed of up to twelve (12) members.

B. Duties are to develop and/or revise rules of conduct for strike actions and present to the House of Representatives for approval.

Section 1113: Communication Committee

A. The Communication Committee shall be composed of five (5) members.

B. The purpose of the committee is to provide CRONA members with timely communication, maintain present modes of communication, and adopt future methods of communication. The CRONA Secretary shall be the Chair of the Communication Committee.

C. Duties are:

1. To assist the CRONA Executive Board in providing timely information to the membership.

2. To maintain present lists of email addresses, phone and SMS (text

message) numbers, and postal addresses of the CRONA membership.

3. To maintain the CRONA main web site, any CRONA social media accounts(s), and any other mode, site, or process approved by the Executive Board that facilitates the dissemination of CRONA information to its members.

4. To ensure that information sent to the members and public has been properly vetted and approved by the legal team and Executive Board. The Executive Board retains the ultimate authority to decide what information will be sent to the members and public and to decide when that information will be sent.

5. During negotiations, the Chair of the Communication Committee will work directly with the Executive Board, Negotiation Team(s), the Negotiation Committee, and the Ballot and Election Committee to assist and coordinate communication efforts.

6. The Executive Board may, in its sole discretion, permit members of the Communication Committee to be present during negotiations or other Executive Board, committee, or task force meetings.

7. To publish (a) an annual e-newsletter summarizing the previous year and outlook for next with feedback from each board member; and (b) a publication following election of a new CRONA Executive Board, introducing the new Executive Board to the members.

ARTICLE XII - TENTATIVE AGREEMENT/RATIFICATION

Section 1201: Tentative Agreement

The tentative agreement shall be reached by a majority vote of the members of the Negotiating Team, the Negotiation Committee, and the CRONA Executive Board.

Section 1202: Ratification Vote

The tentative agreement shall be ratified by written ballot by a majority of the membership in order to become effective. The vote shall not occur on the same day as meetings for explanation of the tentative agreement.

Section 1203: Ratification Process

The day after reaching the tentative agreement, the Negotiating Team will prepare a written summary of the tentative agreement to be presented to the general membership in at least three (3) special meetings, prior to the ratification vote. The ratification vote will occur within ten (10) calendar days after the Tentative Agreement is reached, excluding weekends and holidays.

ARTICLE XIII - STRIKES

Section 1301: Calling of Strikes

The Executive Board shall have the power to make preparations for a strike or other labor-related concerted activity, and call for and end a strike of the membership. No strike action shall be taken unless it has first been voted on by written ballot by the membership covered by that contract and has been

carried by a two-thirds (2/3) majority of that membership. Such a mandate to strike is binding on the Executive Board unless a tentative agreement is reached before the 10-day strike deadline.

Section 1302: Conduct of Strike

The rules for conduct of strike or labor-related concerted activity shall be established by the Strike Committee and approved by the House of Representatives. CRONA shall not be financially and legally responsible for any unauthorized action of its members.

ARTICLE XIV - FINANCE

Section 1401: Fiscal Year

The fiscal year of CRONA shall be January 1 through December 31.

Section 1402: Review

A review by a CPA of CRONA assets and fee reimbursement records shall be made after the end of each fiscal year. The results of the review shall be presented to the Executive Board and the Finance Committee by the CPA either in person or by written report when completed in a timely fashion.

ARTICLE XV - INDEMNIFICATION OF OFFICERS, EMPLOYEES, AND OTHER AGENTS

CRONA shall, to the maximum extent permitted by law, indemnify each of its Officers, employees and other agents against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact any such person is or was an officer, employee, or agent of CRONA. However, no indemnification shall be made in circumstances where it appears that it would be inconsistent with a provision of the Articles, a resolution of the members, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceedings in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification, or that it would be inconsistent with any condition expressly imposed by a court in approving a settlement.

ARTICLE XVI - MAINTENANCE AND INSPECTION OF ASSOCIATION DOCUMENTS

The Executive Board shall determine the reasonable times and place to make available to the members the accounting books and records and minutes of meetings. However, such documents shall be open to inspection only to members in good standing of CRONA, or to those authorized by the Executive Board. The Executive Board will provide a copy of the Bylaws as amended to date to any member requesting one. Every Officer shall have the absolute right at any reasonable time to inspect all books, records and documents of every kind of CRONA with the exception of confidential individual grievances. A copy of any annual financial statement or report and any income and/or expense statement or report and any income and/or expense statement of CRONA shall be kept on file for five (5) years.

ARTICLE XVII - AMENDMENTS

New Articles of Association and/or Bylaws may be adopted by a two-thirds (2/3) majority of the members of the House of Representatives voting at the Convention or special meetings of the House of Representatives, subject to subsequent ratification or rejection by a majority of the membership voting. The Bylaws Committee shall have the authority to review the Bylaws and edit correct grammar, spelling and format. Editorial changes will be reviewed by the Board but will not need to be voted in by the membership.

RULES AND RESOLUTIONS

CRONA Campaign Standing Rules

1. Candidates, or persons promoting the interests of candidates, will not post campaign materials on the CRONA bulletin boards in hospital areas viewable by the public.
2. Campaign materials may be posted on the designated bulletin boards on each unit or department.
3. Candidates or persons promoting the interest of candidates are prohibited from campaigning within fifty (50) feet of the polling area.
4. Candidates will submit to CRONA an acknowledgment of the CRONA Campaign Standing Rules as outlined in Section 704 as part of the Consent To Serve form submitted.
5. Candidates shall have equal access to CRONA membership lists, in accordance with Article VII, Section 709 of the Bylaws.

CRONA Financial Reserves

Whereas a strike or challenge from an outside labor union could stop or greatly decrease incoming funds and at the same time increase expenditures; and

Whereas having a year's expenditures in reserves would provide CRONA with financial security,

NOW THEREFORE BE IT

Resolved that CRONA's fiscal goal is to have reserves equal to at least one year's budgeted expenditures; and be it

Resolved that interest income will be used only to increase reserves until those reserves equal or exceed the year's budgeted expenses.

CRONA Position Statement on Entry into Practice

CRONA believes that ALL licensed registered nurses be acknowledged as having professional status and be afforded unrestricted access to any and all professional advancement programs.

RN RIGHTS AS DEFINED BY:

THE WEINGARTEN RULE

The Supreme Court has ruled that you are entitled to have representation during any meeting in which you are questioned and that may result in discipline. You must invoke these Weingarten Rights by requesting a CRONA Representative.

THE CONTRACT

The manager must notify you of the subject of any meeting. If the manager is giving a written warning, he/she must notify you of your right to have a CRONA representative present.

Glossary of Terms

Collective Bargaining: Negotiations between the Union and management regarding pay and condition of employment on behalf of all the workers represented by that union.

Task Force: A temporary committee formed to address a particular need or issue.

Ex-officio: Because of the office held, the officer is automatically a member of designated committee or task force as outlined in the Bylaws. The officer does not have voting privileges in said committee or task force.

Parliamentarian: The person charged with maintaining order at meetings.

Articles of Association: Refers to the rules and regulations that govern an organization and are legally mandated.

Quorum: Defines the minimum number of members or a fixed percentage of a legislative assembly, committee or organization required for a valid meeting.

Plurality: When no one or no issue has more than 50% of the total vote cast, the winner will be the one that has received the greatest number of votes cast.

Majority: The greater number or part; number more than half of the total votes cast.

Revised: 1976, 9/78, 12/80,2/81,12/81,12/82,10/83,10/84,10/85, 10/86, 10/88,
10/89, 10/90, 10/91, 12/93, 12/96, 10/97, 10/98, 10/00,
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11/13, 11/14, 11/15

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