

1 **SIGMA THETA TAU INTERNATIONAL HONOR SOCIETY OF NURSING, INC.**
2 **BYLAWS**

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5 **ARTICLE I – NAME**
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7 The name of this organization shall be the Sigma Theta Tau International Honor Society of
8 Nursing, Inc. (also referred to as Sigma or the society), a nonprofit incorporated in the state of
9 Indiana with headquarters located in Indianapolis, Indiana, USA.

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12 **ARTICLE II – PURPOSES**
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14 The purposes of this society shall be to recognize superior achievement and the development
15 of leadership qualities; foster high professional standards; and strengthen commitment to the
16 ideals and purposes of the profession. Sigma engages in activities permitted under Section
17 501(c)(3) of the United States (US) Internal Revenue Code.

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20 **ARTICLE III – MEMBERS**
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22 Section 1. Membership Categories

23 There shall be regular members and honorary members. Sigma does not discriminate.
24 Candidates are qualified for membership so long as eligibility requirements are met.

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26 Section 2. Regular Members

27 Regular members may be students in basic programs, in graduate programs, or be nurse
28 leaders.

29 A. Student member candidates are required to be enrolled in an institution of higher
30 education where the chapter is located to be considered for membership in that chapter. If
31 there is no chapter at the institution of higher education in which the student attends,
32 student member candidates may be considered for membership in another chapter.
33 Student candidates shall have demonstrated superior academic achievement, academic
34 integrity, and professional leadership potential.

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36 B. Students in basic programs must be enrolled in an accredited baccalaureate or equivalent
37 nursing degree program that leads to the first professional nursing degree, have
38 completed at least one-half of the required nursing curriculum, rank not lower than the
39 highest 35 percent of their class in scholarship, and have achieved excellence according
40 to standards approved by the society. Exceptions may be made at the discretion of the
41 chapter's governance committee following the guidelines adopted by the Sigma board of
42 directors.

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44 C. Students in graduate programs must be enrolled in an accredited program of graduate
45 study in nursing such as master, post-master, doctoral, and post-doctoral, have completed
46 a minimum of one-quarter of the required graduate curriculum, and have achieved
47 excellence according to the standards approved by the society. Exceptions may be made
48 at the discretion of the chapter's governance committee following the guidelines adopted

49 by the Sigma board of directors.

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51 D. A nurse leader who is a registered nurse, legally recognized to practice in their country
52 with a minimum of a baccalaureate degree or the equivalent in any field, and who has
53 demonstrated achievement in nursing shall be eligible for membership. Students in
54 graduate programs who are registered nurses, legally recognized to practice in their
55 country, and have a minimum of a baccalaureate degree or the equivalent in any field shall
56 be eligible to be considered as a nurse leader at any point in the program. The nurse
57 leader candidate may be selected for membership by any chapter.

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59 E. Active regular members shall have the right to vote and hold elective and appointive office.

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61 Section 3. Honorary Members
62 An honorary member is a person who is not eligible for regular membership but who has
63 gained national or international recognition in the field of nursing or in any field contributing to
64 nursing. Honorary membership shall be granted by a three-fourths vote of the Sigma board of
65 directors. There shall be no induction or renewal fee for an honorary member.

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67 Section 4. Membership Fees
68 A. Each member shall pay an initial induction fee and annual society membership fees.
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70 B. Adjustments to the fee schedule shall be approved by the Sigma board of directors. Fee
71 schedule adjustments shall not occur more than once in a biennium and shall not exceed
72 the cumulative Consumer Price Index (CPI) percentage rate. Any adjustments,
73 accompanied by rationale, will be provided to membership 60 days in advance of the
74 effective date.

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76 Section 5. Membership Revocation
77 A. Membership in the society may be revoked by the member's chapter for just cause and
78 after due process. Revocation shall require a three-fourths vote of those present at a
79 meeting of the chapter.

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81 B. A member whose membership has been revoked may appeal to the Sigma board of
82 directors, whose decision shall be final.

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85 **ARTICLE IV – OFFICERS**

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87 Section 1. Positions
88 The elected officers of the society shall be: the president, the president-elect, the vice
89 president, the secretary, and the treasurer. Officers must be regular members of Sigma.
90 A. President – The president shall be the presiding officer and shall administer all business of
91 the society in accordance with Sigma governing documents.

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93 B. President-Elect – The president-elect shall perform the duties of the president in the
94 president's absence.

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96 C. Secretary – The secretary shall serve as the corporate secretary for the society and fulfill
97 duties in accordance with Sigma governing documents.

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D. Treasurer – The treasurer shall serve as the corporate treasurer and fulfill duties in accordance with Sigma governing documents.

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

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A. Officers shall be elected by the house of delegates by majority vote. In the event of a tie, the election shall be determined by lot. Members shall hold no more than one elected office at a time. Terms of office shall begin at the close of the meeting at which the elections occur.

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B. A member holding an elected position who has served more than half a term in that position is considered to have served a full term. Terms shall be as follows:

- The president shall serve a two-year term or until a successor assumes office.
- The president-elect shall be elected to a two-year term or until a successor is elected and assumes office, after which shall succeed to a two-year term as president.
- The vice president shall be elected for a two-year term or until a successor is elected and assumes office. The vice president may serve a maximum of two consecutive two-year terms in that position, after which they may not be consecutively re-elected as an officer except as president-elect.
- The secretary and treasurer shall each be elected for a four-year term or until their successors are elected and assume office. Terms shall be staggered so that the secretary is elected in the same biennium as two directors and treasurer is elected in the same biennium as three directors. The secretary and treasurer may serve a maximum of one four-year term after which they may not be consecutively re-elected as an officer except as president-elect.

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ARTICLE V – MEMBERSHIP MEETINGS

127 **Section 1. Annual Meeting of Members**

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A. Annual meetings of members shall be set by the Sigma board of directors and may be held by electronic means as allowed by law. Active members shall receive notice of annual meetings through Sigma publications, electronic communication, or posting on the Sigma website, and may register their intent to attend. The agenda of the annual meeting shall include the presentation of annual reports and a financial report.

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B. In odd-numbered years, the annual meeting is also the reporting session of the house of delegates.

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ARTICLE VI – SIGMA BOARD OF DIRECTORS

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140 **Section 1. Composition**

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The Sigma board of directors shall be composed of the officers, five directors, and the regional chapters coordinating committee chair. The chief executive officer shall serve in a nonvoting, ex-officio capacity. A quorum shall be a majority of the board.

145 **Section 2. Authority**

146 The Sigma board of directors shall hold the executive and administrative powers of Sigma,

147 and shall manage its property, business, and corporate affairs. The board shall also supervise
148 and manage Sigma, its committees, and publications. In addition, the board shall appoint a
149 chief executive officer and adopt such policies for the conduct of its business as deemed
150 advisable.

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152 Section 3. Executive Committee

153 There shall be an executive committee composed of the officers of the society. It shall
154 conduct essential business of the organization in the interim between board meetings and
155 as authorized by the board.

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157 Section 4. Director and Regional Chapters Coordinating Committee Chair Terms and Limits

158 A. Directors shall be elected by plurality vote and the regional chapters coordinating
159 committee chair shall be elected by majority vote of the house of delegates. In the event of
160 a tie, the election shall be determined by lot. Members shall hold no more than one elected
161 office at a time.

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163 B. The five directors shall serve one four-year term on the board or until their successors are
164 elected and assume office, after which they may not be consecutively re-elected as a
165 member of the board except as president-elect. Terms shall be staggered so that three
166 directors are elected in one biennium and two directors in the following biennium.

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168 C. The regional chapters coordinating committee chair shall be elected each biennium for a
169 two-year term or until their successor is elected and assumes office and may serve a
170 maximum of four consecutive years on the board, after which they may not be
171 consecutively re-elected as a member of the board except as president-elect.

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173 Section 5. Vacancy and Removal

174 A. In the event of a vacancy in the office of president, the president-elect shall fill the
175 vacancy, followed by a full term as president.

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177 B. A vacancy in any other board position shall be filled by appointment of the then-current
178 Sigma board of directors until the next election.

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

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190 **ARTICLE VII – HOUSE OF DELEGATES**

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192 Section 1. Composition

193 The house of delegates shall be composed of two delegates from each chapter, the members
194 of the Sigma board of directors, chairs of standing committees, the regional chapters
195 coordinators, and the past presidents of the society.

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197 **Section 2. Authority**
198 The legislative and judicial powers of the society shall be vested in the house of delegates. As
199 such, the house shall have the authority to nominate and elect officers, directors, and other
200 positions as allowed by these bylaws; amend the society's bylaws; levy special assessments
201 by a two-thirds vote; and adopt such rules and regulations for the conduct of its proceedings
202 as may be determined by a two-thirds vote of the house of delegates.
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204 **Section 3. Meetings**
205 A. The house of delegates shall meet as determined by the Sigma board of directors,
206 including by electronic means as allowed by law. The call to the meeting shall be sent to
207 delegates at least 30 days prior to the meeting date. A quorum shall consist of a majority
208 of the voting members of the house.
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210 B. Each delegate shall have the right to cast one vote, except that if a chapter has only one
211 delegate attending, that delegate shall have two votes.
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213 C. In odd-numbered years, the annual meeting of the members is also the reporting session
214 of the house of delegates.
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ARTICLE VIII – REGIONS AND CHAPTERS

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219 **Section 1. Regions**
220 Sigma shall be organized into regions composed of chapters. Each region shall have a
221 regional chapters coordinating committee chaired by the elected regional chapters coordinator
222 and composed of at least three members.
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224 **Section 2. Chapters**
225 A. A chapter is an organized division of nurse scholars and leaders that has been granted a
226 charter in accordance with models, requirements, and procedures approved by the Sigma
227 board of directors.
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229 B. Chapters shall function as independent, autonomous organizations affiliated with Sigma.
230 Chapters determine the amounts of their fees and assessments. Chapters have control of
231 their income, expenses, contracts, accounting systems, and internal reports. Each chapter
232 shall function under bylaws, policies, and regulations that are not in conflict with Sigma
233 bylaws, policies, and regulations.
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235 C. Chapters shall fulfill the following requirements:
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- Support the purposes of this society.
- Select and induct eligible members a minimum of one time annually.
- Observe the provisions of these bylaws, comply with the society's policies and regulations, and meet all financial obligations.
- Participate in the house of delegates.
- File required reports according to established guidelines.
- Elect at minimum a president, vice president, secretary, treasurer, and counselor. Duties and terms of office shall be outlined in the chapter bylaws.
- Establish the following standing committees: governance (appointed or elected) and

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- 245 leadership succession (elected).
246 • Conduct at least one business meeting each year (may be held by electronic means),
247 that includes the presentation of annual reports and a financial report.
248 • Sponsor at least two events or programs annually, supporting the purposes and goals
249 of the society.
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251 D. Each chapter shall pay an annual fee based on the number of regular active members in
252 the chapter for the prior membership year ending 30 June. For new chapters, fees shall be
253 collected during the year following the granting of a charter.
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255 E. Sigma shall pay for the charter, coat-of-arms, book in which the membership roster is
256 recorded, and installing officer's expenses at the time of the chartering of the new chapter.
257 The chapter shall pay a chartering fee plus the cost of inscribing the names on the charter.
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259 Section 3. Chapter Probation, Revocation, Dissolution, and Reinstatement

- 260 A. The Sigma board of directors shall adopt policies and procedures for chapter probation,
261 revocation, dissolution, and reinstatement.
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263 B. A chapter may be placed on probation or have its charter revoked by the Sigma board of
264 directors for failure to comply with these bylaws or policies and regulations.
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267 **ARTICLE IX – COMMITTEES**

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269 Section 1. Standing Committees

- 270 A. The standing committees shall be the governance committee, leadership succession
271 committee, and regional chapters coordinating committee. The president and chief
272 executive officer shall be non-voting ex-officio members of all committees except the
273 leadership succession committee. Committee members shall be elected by plurality vote
274 by the house of delegates. In the event of a tie, the election shall be determined by lot.
275 Members shall hold no more than one elected office at a time. An elected committee
276 member may not serve longer than six consecutive years on that committee, unless
277 otherwise provided in these bylaws.
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279 B. A majority of the members of the committee shall constitute a quorum.
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281 C. Vacancies occurring on a committee are filled by appointment of the Sigma board of
282 directors until the next election.
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284 Section 2. Governance Committee

285 The governance committee shall be composed of a minimum of seven elected members,
286 including a chair appointed by the president. Two members of the governance committee
287 shall be elected each biennium for a four-year term, and three members of the governance
288 committee shall be elected each biennium for a two-year term. The governance committee
289 shall oversee bylaws compliance, make recommendations for bylaws changes, and oversee
290 member and chapter eligibility issues.
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292 Section 3. Leadership Succession Committee

293 The leadership succession committee shall be composed of 10 elected members, including a

294 chair appointed by the president. Three members of the leadership succession committee
295 shall be elected each biennium for a four-year term, and four members of the leadership
296 succession committee shall be elected each biennium for a two-year term. The leadership
297 succession committee shall develop members in organizational leadership roles across the
298 span of their careers and mentor members to assume organizational board and officer
299 positions at all levels of organizations. The leadership succession committee shall select
300 nominees for elected positions and prepare the ballot, which shall be sent to the board at
301 least two months prior to the biennial meeting, and to the chapters at least one month prior to
302 the biennial meeting. Leadership succession committee members shall be ineligible for any
303 elected office on the ballot.

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305 Section 4. Regional Chapters Coordinating Committee

306 The regional chapters coordinating committee shall be composed of an elected chair and a
307 regional chapter coordinator from each region, elected by each region's delegates for a two-
308 year term. Such coordinators shall also serve as the chair of the regional committee for that
309 region. The regional chapters coordinating committee shall facilitate the work of the chapter
310 leaders by advancing initiatives that meet the needs of the chapters and fulfill the mission of
311 the society. A member of the regional chapters coordinating committee may serve up to six
312 consecutive years as a member of the committee or up to four consecutive years and an
313 additional four consecutive years as regional chapters coordinating committee chair.

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315 Section 5. Removing an Elected Standing Committee Member

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

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326 Section 6. Advisory Councils and Task Forces

327 A. Board advisory councils shall be appointed by the Sigma board for a term through the
328 close of the biennial convention to inform the board of current and future issues, direction, and
329 priorities of the society. Such advisory councils may be reappointed.

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331 B. Task forces shall be appointed by the Sigma board, standing committees, advisory
332 councils, or staff to complete an assigned task within a specified time frame. Members of task
333 forces shall be appointed to bring expertise, interest, and commitment to the assigned task.

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ARTICLE X – ADMINISTRATIVE

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338 Section 1. Indemnification

339 Officers, directors, and employees shall be indemnified by the society for any and all civil
340 liabilities for conducting their official duties, except in circumstances and cases of conducting
341 their duties in bad faith.

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343 Section 2. Dissolution

344 A resolution for the dissolution of the society shall be signed by a majority of active chapters
345 entitled to vote and shall be presented at a regular meeting of the Sigma board of directors.
346 The Sigma board shall then call a special meeting of the house of delegates for the purposes
347 of considering and acting upon such resolution. If dissolution is approved by three-fourths of
348 those delegates present and voting, the board shall take the necessary steps to conclude the
349 affairs of the society as required by law. After payment or making provision for payment of all
350 debts and liabilities incurred by the society, any remaining assets shall be disbursed to the
351 American Nurses Foundation or other appropriate organization operated for educational or
352 scientific purposes. The recipient organization or organizations shall at the time qualify as an
353 exempt organization as required by law.

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356 **ARTICLE XI – PARLIAMENTARY AUTHORITY**

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

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366 **ARTICLE XII – AMENDMENTS**

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368 Section 1. Amendments to the Bylaws

- 369 A. These bylaws may be amended at any meeting of the house of delegates by a two-thirds
370 vote, provided that all proposed amendments have been received by the secretary two
371 months preceding the meeting, and that the proposed amendments shall be appended to
372 the call to the meeting of the house of delegates.
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- 374 B. Amendments approved by the house of delegates shall be subject to ratification by the
375 Sigma board of directors.
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- 377 C. Amendments to these bylaws that are also applicable to the chapters shall be incorporated
378 into the chapter bylaws template.