



American Pediatric Surgical Nurses Association Inc.

Safety and Excellence in the Surgical Care of Children

POLICY AND PROCEDURE

PAGE:1 of 2	REPLACES POLICY DATED:
EFFECTIVE DATE: April 1, 2017	APPROVED BY: APSNA BOD APSNA 2023-24
NEXT REVISION: October 2026	
POLICY DESCRIPTION: Board Meeting Attendance Policy	
REVIEWED: 10/23	REVISION: 1/20, 10/20, 10/23

STATEMENT OF POLICY: Election to the American Pediatric Surgical Nurses Association, Inc. (APSNA) Board of Directors (BOD) is an honor and a privilege. With that honor comes both significant responsibility and commitment. The membership has placed its trust and confidence in those elected to effectively manage the affairs of APSNA. It is APSNA's expectation that those elected will make every effort to ensure that participation on the BOD, including but not limited to attendance at BOD meetings, is their first professional priority. Such participation is necessary for BOD members to fulfill their fiduciary obligations to APSNA and responsibility to the members who elected them and to ensure that BOD actions are supported by deliberations that include the perspectives of all directors.

Purpose: The purpose of this policy is to ensure member meeting attendance that will guarantee a quorum to support full contribution of all BOD members. All BOD members receive a copy of this official policy.

A. Definition –

1. BOD Meetings – The BOD shall meet a minimum of four (4) times (virtual/in person) and hold regularly scheduled every other month teleconference meetings and special teleconferences, in addition to these four meetings, during a fiscal year to manage the affairs of the Corporation. These four virtual/in person meetings shall consist of a Fall BOD meeting, a pre-conference meeting immediately prior to the Annual Meeting, the Annual Business Meeting, and a post-conference meeting following the Annual Meeting. The BOD is expected to attend all in person BOD meetings unless the meeting is being conducted by telephone or other electronic means. BOD will be able to participate in person BOD meetings by telephone conference or other electronic means only in exceptional circumstances and with the permission of the President.
2. Unexcused absence – absence without notification to the President or presiding officer.
3. Excused absence – Annually, one excused absence for any purpose that shall be allowed, then permitting, a second excused absence may be allowed at the discretion of the Executive Committee.
4. Leave of Absence - A leave of absence (LOA) is a period of time, 7 or more calendar days, that one must be away from one's board seat, while maintaining the status of BOD.
5. Time off of BOD duties - A period of time, less than 7 calendar days, that one must be away from one's board seat, while maintaining the status of BOD.

B. Procedure

1. BOD members are required to attend all BOD meetings during the year. If attendance is not possible, the BOD member is responsible to provide written notice a minimum of 24 hours before the meeting to the President of their inability to attend.
2. Notification of absence is required, and failure to do so may lead to removal of the Director from office.
3. It is highly discouraged to have two BOD members absent at the same meeting without prior approval by the Executive Committee (EC). Once a board member is excused from attending, the BOD will be notified immediately, in order to avoid a second BOD absence.

4. A BOD member who misses more than 50% of a BOD conference call meeting or 50% of an entire day meeting shall be considered to have missed the meeting. The Executive Committee must approve any further absences.
 5. The minutes of each meeting shall list the attendance record and shall contain: the names of both present and absent members, based on roll call.
 5. The President should receive documentation for the assignments completed by the absent BOD member prior to the meeting. This will prevent interruption of APSNA's business.
- C. Procedures for Addressing Excess Absences
1. The Secretary shall send a letter to any member missing their first excused meeting, as directed by the President, explaining what to expect as outlined below in Section C #2.
 2. The Secretary shall send a letter, per direction of the President, requesting the BOD member's resignation upon their first unexcused meeting or second excused meeting.
 3. Board vacancies will be filled according to the APSNA Bylaws.
- D. Board of Directors Leave of Absence (LOA)
1. A BOD member who is temporarily unable to continue their day-to-day BOD obligations and is in good standing based on board service criteria, may request a LOA. Typical reasons for needing a leave LOA include personal health, family health or other family commitments.
 2. The Board of Director member is required to request a LOA if the time away from board responsibilities will be 7 calendar days or greater.
 3. The LOA duration shall be 1 month. A formal note requesting any extension is required to be submitted no later than 7 days prior to the initial return date for review by the BOD. A maximum leave of absence may be granted for up to 3 months depending upon the circumstances and nature of the matter requiring a leave. A LOA could be extended beyond 3 months at the discretion of the EC and BOD.
 4. When the approved LOA is met, the BOD member will be expected to continue her or his day-to-day BOD obligations, if not, the seat will be considered vacant and a new member will need to be appointed pursuant to Section 6.7 Replacement of Directors, of the bylaws.
 5. During a LOA, a BOD member may not vote on organizational business for APSNA nor attend BOD meetings. However, such BOD member will not be removed or replaced by the BOD during the LOA.
- E. Process to Request and manage a LOA
1. A BOD member shall request a LOA by sending an email to the President, including the effective start date of, and the reason for the LOA. This is to be sent at least one month in advance of the leave unless the leave is related to an unanticipated and emergent event that could not be known ahead of time.
 2. The BOD member shall report to the BOD 7 days prior to the LOA (in a separate email to the President) any ongoing and unfinished work/tasks allowing the BOD to avoid missing important pending actions.
 3. The initial LOA request shall be considered as a notification to APSNA and automatically accepted without any other action required by the BOD member or the BOD.
 4. Ideally, no two BOD members should be out at the same time for a LOA, however there may be unavoidable circumstances.
 5. The BOD member going on a LOA shall arrange for another BOD member or committee member to assume those duties. If a committee member is assigned, the work being assigned cannot be board-specific and does not involve the management of the committee. The actual assignment of those duties has to be ratified by the BOD
 6. Email coverage may or may not be required. If not required, the BOD taking a LOA will provide an outgoing message on their email directing inquiries accordingly.
 7. Notification of an urgent or emergent LOA will be sent to the President within 24-48 hours of the event, including the effective start date of, and the reason for the LOA.
- F. Board of Directors Time Off
1. A BOD member who is temporarily unable to continue her or his day-to-day BOD obligations and is in good standing based on board service criteria, may request time off. Typical reasons for needing time off include personal health, family health or other family commitments.

2. The Board of Director member is required to request time off if the time away from board responsibilities will be less than 7 calendar days.
 3. The time off duration shall be no more than 7 calendar days. If more than 7 calendar days is required, the BOD member must request a LOA following the process in Section D of this policy.
- G. Process to Request and manage Time off of BOD duties
1. A BOD member shall request time off by sending an email to the President, including the effective start date of, and the reason for the time off request. This is to be sent at least one week in advance of the time off unless the time off is related to an unanticipated and emergent event that could not be known ahead of time.
 2. The BOD member shall report to the President 7 days prior to the time off any ongoing and unfinished work/tasks allowing the BOD to avoid missing important pending actions.
 3. Time off requests will be handled on a case-by-case basis by the President and the Executive Committee.
 4. Ideally, no two BOD members should be out at the same time for time off or LOA, however there may be unavoidable circumstances.
 5. The BOD member requesting the time off may arrange for another BOD member or committee member to assume those duties as deemed necessary by the President and the Executive Committee. If a committee member is assigned, the work being assigned cannot be board-specific and does not involve the management of the committee.
 6. Email coverage may or may not be required. If not required, the BOD requesting time off will provide an outgoing message on their email directing inquiries accordingly.
 7. Notification of an urgent or emergent time off if BOD duties need will be sent to the President within 24-48 hours of the event, including the effective start date of, and the reason for the time off.