



ANA Leadership Council Operating Guidelines

I. **Authority** (ANA Bylaws, Article VI, Section 1)

The ANA Leadership Council is a representative body that provides informed guidance, advice, and/or recommend proposals on professional issues and organizational matters via collaboration with the ANA Board of Directors (“Board”). The ANA Leadership Council reports to the ANA Membership Assembly.

II. **Composition** (ANA Bylaws, Article VI, Section 2)

A. The ANA Leadership Council shall be composed of:

1. Two representatives from each Constituent/State Nurses Association (C/SNA) and the Individual Member Division (IMD), who shall be the president and chief staff officer or *their designees*.
2. Each C/SNA president and the IMD chair or *their respective designee* shall be a C/SNA-ANA or IMD member in good standing.
3. The ANA Leadership Council shall elect a Leadership Council Executive Committee composed of Chair, a Vice Chair, and three members-at-large as outlined in Section VI of these Operating Guidelines.

III. **Responsibilities** (ANA Bylaws, Article VI, Section 3)

The ANA Leadership Council will:

- A. Discuss, develop and vote on recommended proposals to the Board on issues affecting C/SNAs and the IMD.
- B. Develop recommendations on future focused policies, positions, and programmatic budgetary priorities to the and report to the ANA Membership Assembly regarding professional issues and/or organizational matters.
- C. Promote the implementation of ANA policies and positions by C/SNAs and the IMD.

IV. **Voting**

A. Per the ANA Bylaws (Article VI, Section 4):

1. Each C/SNA president (or designee) and chief staff officer (or designee) will be entitled to one vote each on all matters before the ANA Leadership Council.
2. The IMD chair (or designee) and chief staff officer (or designee) will be entitled to one vote each on all matters before the ANA Leadership Council.

- B. If a C/SNA or the IMD intends to send a designee in lieu of the president/chair or chief staff officer, the following information on the designee must be provided to leader@ana.org one month prior to the meeting of the ANA Leadership Council. Designees must be an ANA-C/SNA or IMD member in good standing.
- C. At the discretion of the Chair of the Leadership Council Executive Committee, the voting members of the Leadership Council will use decision-making by consensus in lieu of majority voting to facilitate active participation by all members of the Leadership Council; ensure that all opinions, ideas, and concerns are considered; and achieve the best possible outcomes.

V. Meetings

- A. Per the ANA Bylaws (Article VI, Section 5), meetings of the ANA Leadership Council will be held at least annually.
- B. The meetings of the ANA Leadership Council may include professional development programming to support the discrete roles and responsibilities of Leadership Council members in their capacity as elected or staff leaders in addition to elements that fulfill the responsibilities of the ANA Leadership Council as defined in Section III of these Operating Guidelines.
- C. Special meetings may be called by the ANA Leadership Council Executive Committee.
- D. Special meetings shall be called upon the written request of at least twenty (20) of the combined C/SNAs and the IMD.
- E. In addition to the members of the ANA Leadership Council as defined in Section II of these Operating Guidelines, the following are permitted to participate in meetings of the ANA Leadership Council but do not vote:
 - 1. President-Elect of a C/SNA, Chair-Elect of the IMD, and Multistate Division Leaders
 - 2. Members of the ANA Board of Directors
 - 3. American Nurses Enterprise (“ANE”) staff to include:
 - a. Members of the Executive Officer Team, as deemed necessary
 - b. Senior Director, Membership Engagement
 - c. Director, Governance
 - d. Other ANE staff as deemed necessary, based upon topics selected for the agenda, and as approved by the Chief Nursing Officer in collaboration with the Leadership Council Executive Committee

- F. The ANA Leadership Council Executive Committee and ANA shall have joint decision-making authority to invite other individuals or groups of individuals whose participation has been determined to be essential to achieving optimal outcomes.
- G. The ANA Board of Directors Policy: *Expense Policy for the ANA Leadership Council Meetings* (Appendix A) identifies criteria for ANA's payment of expenses related to participation in the annual meeting of the ANA Leadership Council.

VI. Leadership Council Executive Committee

A. Composition

- 1. The ANA Leadership Council Executive Committee is comprised of the following positions elected by the ANA Leadership Council:
 - a. One (1) Chair (voting member)
 - b. One (1) Vice Chair (voting member)
 - c. Three (3) Members-at-Large (voting members)
- 2. The ANA President appoints a member of the Board of Directors to serve as the liaison to the ANA Leadership Council Executive Committee. In a non-voting capacity, this liaison plays a crucial role in fostering continuous communication and ensuring coordination between the ANA Board of Directors and the ANA Leadership Council Executive Committee.
- 3. The members of the ANA Leadership Council Executive Committee will not be from the same constituency or state.

B. Qualifications

- 1. The Chair of the ANA Leadership Council Executive Committee must be an ANA-C/SNA or IMD member in good standing and must be a C/SNA president or chair of the IMD at the time of election.
- 2. The Vice Chair of the ANA Leadership Council Executive Committee must be a chief staff officer of a C/SNA at the time of election and for the duration of their term.
- 3. The three Members at-Large of the ANA Leadership Council Executive Committee as follows:
 - a. One of whom must be a chief staff officer of a C/SNA. If at any time during the term of service, the individual elected to this Member-at-Large position is no longer a chief staff officer of a C/SNA the position shall be declared vacant.
 - b. One of whom must be a C/SNA president or Chair of the IMD at the time of election. If at any time during the term of service, the individual elected to this Member-at-Large position is no longer a

C/SNA president or chair of the IMD, the individual shall remain in the position until the end of their term of service.

- c. One of whom must be either a current President of a Constituent/State Nurses Association (C/SNA), chair of the Individual Member Division (IMD), or a current Chief Staff Officer (CSO) of a C/SNA.
 - i. If a chief staff officer of C/SNA is elected to this position but is no longer a chief staff officer at any time after commencement of the term of service, the position shall be declared vacant.
 - ii. If the individual elected to this position is no longer a C/SNA president or chair of the IMD, the individual shall remain in the position until the end of the term of service.

C. Responsibilities

1. The **Chair** will

- a. Coordinate planning for the annual meeting of the ANA Leadership Council in collaboration with other members of the ANA Leadership Council Executive Committee, ANA Board of Directors liaison, and designated ANA staff.
- b. Coordinate and facilitate meetings of the ANA Leadership Council Executive Committee.
- c. Preside at meetings of the ANA Leadership Council and the ANA Leadership Council Executive Committee.
- d. Inform the ANA Board of Directors as to ANA Leadership Council recommendations related to policies, positions, and programmatic budgetary priorities.
- e. Inform the ANA Membership Assembly on ANA Leadership Council recommendations related to professional issues and/or organizational matters.
- f. Facilitate electronic communications and discussions of the ANA Leadership Council.
- g. Facilitate special meetings of the ANA Leadership Council and the ANA Leadership Council Executive Committee.
- h. Preside over appeal hearing initiated by Affiliated Association (defined below).

2. The **Vice Chair** will:

- a. Support the Chair in planning the annual meeting of the ANA Leadership Council in collaboration with the ANA Board of Directors liaison, and designated ANA staff.
- b. In the event of an absence in the office of Chair, the Vice Chair will serve as Chair.
- c. In the event of a vacancy in the office of Chair, the Vice Chair will serve as Chair until such time that an election can be held.
- d. Appoint four members of the ANA Leadership Council to serve as tellers for the election of the ANA Leadership Council Executive Committee.
- e. Represent the ANA Leadership Council as requested by the ANA Leadership Council Chair. Assume other duties as determined by the ANA Leadership Council Executive Committee.

3. The **Members at-Large** will:

- a. Support the Chair in planning the annual meeting of the ANA Leadership Council in collaboration with ANA Board of Directors liaison, and the designated ANA staff.
- b. Collaborate with designated ANA staff on drafting records of meetings of the ANA Leadership Council and the ANA Leadership Council Executive Committee.
- c. Appoint four members of the ANA Leadership Council to serve as tellers for the ANA Leadership Council Executive Committee elections in case of absence or in the event of a vacancy in the office of Vice Chair.
- d. Represent the ANA Leadership Council as requested by the ANA Leadership Council Executive Committee.
- e. Assume other duties as determined by the ANA Leadership Council Executive Committee.

D. Nominations

The ANA Leadership Council Executive Committee will:

- 1. Solicit nominations from the membership of the ANA Leadership Council based on nomination criteria.
- 2. Prepare an official slate of at least two candidates for each elective office.
- 3. Distribute the official slate of candidates to the ANA Leadership Council at

least four weeks prior to the meeting of the ANA Leadership Council.

4. Nominations from the floor will be permitted.

E. Elections

1. Election of officers and members-at-large will be by electronic or non-electronic ballot.
2. A majority vote of the voting members of the ANA Leadership Council present and voting will elect the officers and members-at-large.
3. A tie will be determined by lot.

F. Term of Service and Term Limits

1. Officers and members-at-large of the ANA Leadership Council Executive Committee are elected to serve for two years or until a successor is elected.
2. The Chair and one Member-at-Large position will be elected in odd numbered years.
3. The Vice Chair and one Member-at-Large position will be elected in even numbered years.
4. No officer or member-at-large will serve more than two consecutive terms, or more than four consecutive years, on the ANA Leadership Council Executive Committee.
5. An officer or member-at-large who has served one-half of a term or more will be considered to have served a full term.

G. Meetings

1. The ANA Leadership Council Executive Committee will meet regularly to ensure communication among members and guide the work throughout the year. There shall be an orientation meeting prior to the start of each new term followed by bi-monthly meetings leading up to ANA Membership Assembly. In preparation for the ANA Leadership Summit, there shall be bi-weekly followed by weekly meetings. Flexibility is required to adapt the meeting schedule as needed to effectively achieve the Committee's goals and objectives.
2. In the event ANA Board of Directors exercises its authority, provided by Article IV, Section 3(k) of ANA Bylaws, to dissolve affiliation with state and multi-state nurses' association and other organization ("Affiliated Association") and the Board's decision is appealed by the Affiliated Association, then the LCEC will hear the appeal. The current LCEC Chair shall preside over the appealing hearing.

H. Vacancies

In the event of a vacancy:

1. In the office of Chair, the Vice Chair will become the Chair for the remainder of the term.
2. In the office of Vice Chair or the position of Members-at-Large, the ANA Leadership Council Executive Committee will fill the vacancy by appointment.

VII. Recommendations

Following a meeting of the ANA Leadership Council, the Chair will prepare a report to the ANA Board of Directors with the Leadership Council's recommendations related to policies, positions, and/or programmatic budgetary priorities and/or a report to the ANA Membership Assembly with the Leadership Council's recommendations related to professional issues and/or organizational matters.

VIII. Amendments to the ANA Leadership Council Operating Guidelines

These Operating Guidelines may be amended at the annual meeting of the ANA Leadership Council or at special meetings of the Leadership Council by a majority vote² of the voting members present and voting.

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¹ A majority vote is defined by Roberts' Rules of Order Newly Revised, 12th edition (2020), as "more than half of the votes cast by the persons entitled to vote, excluding blanks and abstentions..."

² A majority vote is defined by Roberts' Rules of Order Newly Revised, 11th edition, as "more than half of the votes cast by the persons entitled to vote, excluding blanks and abstentions..."

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