REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

Company Reg. No. 4383

CERTIFICATE OF FILING OF AMENDED ARTICLES OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the amended articles of incorporation of the

PHILIPPINE NURSES ASSOCIATION, INC.

(Amending by adding new provision designated as Article VIII thereof.)

copy annexed, adopted on October 23, 2014 by majority vote of the Board of Trustees and by the vote of at least two-thirds of the members of the corporation, and certified under oath by the Corporate Secretary and a majority of the said board was approved by the Commission on this date pursuant to the provisions of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980, and copies thereof are filed with the Commission.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 22nd day of February, Twenty Sixteen.

FERDINAND B. SALES
Director
Company Registration and Monitoring Department

COVER SHEET

for Applications at

COMPANY REGISTRATION AND MONITORING DEPARTMENT

SEC 17-A (Revised 2015)

Nature of Application: AMENDMENT

SEC Registration Number:

Former Company Name:

PHILIPPINE NURSES ASSOCIATION INC.

AMENDED TO:
New Company Name:

Principal Office (No./Street/Barangay/City/Town/Province)

1663 F.C. BENITEZ ST. MALATE METRO MANILA

ZIP CODE:

COMPANY INFORMATION

Company Email Address | Company's Telephone Number/s | Mobile Number

CONTACT PERSON INFORMATION

The designated person MUST be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person | Email Address | Telephone Number/s | Mobile Number

Contact Person's Address

To be accomplished by CRMD Personnel

Date | Signature

Assigned Processor

Document I.D.

w/O.R. No. 1293220 dated 7-01-15

Received by Corporate Filing and Records Division (CFRD)

2/16-16 V

Forwarded to:

- [ ] Corporate and Partnership Registration Division
- [ ] Green Lane Unit
- [ ] Financial Analysis and Audit Division
- [ ] Licensing Unit
- [ ] Compliance Monitoring Division

AMENDED ARTICLES OF INCORPORATION

OF THE

PHILIPPINE NURSES ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are residents and citizens of the Philippines, have this day voluntarily associated together for the purpose of forming a non-stock corporation under the laws of the Philippines.

AND HEREBY CERTIFY

FIRST: That the name of the said corporation shall be PHILIPPINE NURSES ASSOCIATION, INC. *(As amended on October 26, 2011)*

SECOND: That the purpose or purposes for which such corporation is formed are:

a. To attain optimal level of professional standards.
b. To work for the welfare of nurses.
c. To respond to the changing health needs of the Philippine society.
d. To establish linkages with government, national and international agencies in the attainment of national and international health goals.

THIRD: That the place where the principal office of the corporation is to be established or located at 1663 F. T. Benitez Street, Malate, Manila City. However, branches of the same may be established in other places provided the growing interest of the association so warrants.

FOURTH: That the names and residences of the incorporators of said corporation are as follows:

Name	Whose Residence is at
1. MS. JULITA V. SOTEJO	Philippine General Hospital, Manila
2. MRS. ROSARIO A. ORDIZ	Manila Health Dept., City Hall
3. MS. FELIPA T. JAVALERA	Imus, Cavite
4. LT. PAULINA B. PASCUAL	V. Luna Gen. Hospital, Mandaluyong, Rizal
5. MRS. JULIANA C. MERCADO	Extremadura, Sampaloc, Manila
6. MS. IRENE M. ABELGAS	Phil. National Red Cross cor Isaac Peral & Gen. Luna Sts.
7. MRS. SOCORRO S. DIAZ	1206 Lepanto & Moret St., Manila
8. MRS. ANASTACIA G. TUPAZ	1016 Arlegui, Quiapo, Manila
9. MS. FELICIDAD SALCEDO	3365 Rizal Avenue, Manila
10. MRS. PRUDENCIA R. ROSETE	Quezon Institute, Quezon City
11. MRS. ENRIQUETA M. ADRIANO	Philippine General Hospital, Manila
12. MS. LIBRADA JAVALERA	Mary Johnston Hospital, Manila
13. MRS. ROSITA VILLANUEVA	Chinese General Hospital, Manila
14. MS. MARIA J. MOJICA	San Lorenzo Hospital, Manila
15. MRS. VITALIANA BELTRAN	St. Luke's Hospital, Manila

FIFTH: That the Association shall exist for another fifty (50) years from and after the expiration of its original corporate term on May 9, 1999. *(As amended on October 28, 1998)*

SIXTH: That the number of directors or governors of said corporation shall be twenty (20), and that the names and the residences of the directors of the corporation who are to serve until her successors are elected and qualified as provided by the by-laws are as follows: *(As amended on October 23, 2008)*

Name	Whose Residence is at
1. MS. JULITA V. SOTEJO	Philippine General Hospital, Manila
2. MRS. ROSARIO A. ORDIZ	Manila Health Dept., City Hall
3. MS. FELIPA T. JAVALERA	Imus, Cavite
4. LT. PAULINA B. PASCUAL	V. Luna Gen. Hospital, Mandaluyong, Rizal
5. MRS. JULIANA C. MERCADO	Extremadura, Sampaloc, Manila
6. MS. IRENE M. ABELGAS	Phil. National Red Cross cor Isaac Peral & Gen. Luna Sts.
7. MRS. SOCORRO S. DIAZ	1206 Lepanto & Moret St., Manila
8. MRS. ANASTACIA G. TUPAZ	1016 Arlegui, Quiapo, Manila
9. MS. FELICIDAD SALCEDO	3365 Rizal Avenue, Manila
10. MRS. PRUDENCIA R. ROSETE	Quezon Institute, Quezon City
11. MRS. ENRIQUETA M. ADRIANO	Philippine General Hospital, Manila

SEVENTH: That the money to be devoted to the maintenance and support of the corporation shall consist of such amounts as shall be collected from time to time in the form of loans

SEC. REG. NO. 174898

and contributions, while the property to be acquired by purchase shall consist of such buildings, fixtures, equipment and furniture as shall be available to corporation. For the purpose of receiving such money and properties for and in behalf of the corporation be used for its credit and benefit, Lt. PAULINA S. PASCUAL has been elected as treasurer of the corporation.

EIGHT: The Association shall operate exclusively for the benefit of its members and no part of its income shall inure for the benefit of any private individual and the Board of Directors shall not receive any compensation or remuneration. *(As amended on October 23, 2014).*

IN WITNESS WHEREOF, we have hereunto set our hands in the City of Manila, Philippines, on this _____ day of _____.

(SGD) MS. JULITA V. SOTEJO	(SGD) MRS. ANASTACIA G. TUPAS
(SGD) MRS. ROSARIO A. ORDIZ	(SGD) MS. FELICIDAD SALCEDO
(SGD) MS. FELIPA T. JAVALERA	(SGD) MRS. PRUDENCIA R. ROSETE
(SGD) LT. PAULINA B. PASCUAL	(SGD) MRS. ENRIQUETA M. ADRIANO
(SGD) MRS. JULIANA C. MERCADO	(SGD) MS. LIBRADA JAVALERA
(SGD) MS. IRENE M. ABELGAS	(SGD) MRS. ROSITA VILLANUEVA
(SGD) MRS. SOCORRO S. DIAZ	(SGD) MS. MARIA J. MOJICA

(SGD) MRS. VITALIANA BELTRAN

SIGNED IN THE PRESENCE OF:

(SGD) P. BERNARDO (SGD) DANIEL ARANDA

REPUBLIC OF THE PHILIPPINES)
CITY OF MANILA) S.S.

In the City of Manila, Philippines, on this 8th day of February 1949, before me a Notary Public in and for the said city, personally appeared:

MS. JULIETE V. SOTEJO with residence certificate No. A-73345 issued at Manila on the 23rd day of January 1948; MRS. ROSARIO A. ORDIZ with residence certificate No. A-1907 issued at Manila on the 6th day of January 1949; MS. FELIPA T. JAVALERA with residence certificate No. A-166447 issued at Manila on the 12th day of February 1948; LT. PAULINA S. PASCUAL with residence certificate No. A-3309053 issued at Pasig, Rizal on the 15th day of January 1948; MRS. JULIANA MERCADO with residence certificate No. A-157105 issued at Manila on the 14th day of February 1948; MS. IRENE M. ABELGAS with residence certificate No. A-146550 issued at Manila on the 10th day of February 1948; MRS. SOCORRO S. DIAZ with residence certificate No. A-43376 issued at Manila on the 8th day of January 1948; MRS. ANASTACIA G.

TUPAS with residence certificate No. A-91123 issued at Manila on the 21st day of January 1948; MRS. FELICIDAD SALCEDO with residence certificate No. A-151235 issued at Manila on the 7th day of February 1948; MRS. PRUDENCIA R. ROSETE with residence certificate No. A-3309053 issued at Quezon City on the 28th day of January; MRS. ENRIQUETA M. ADRIANO with residence certificate No. A-72987 issued at Manila on the 15th day of January 1948; MS. LIBRADA JAVALERA with residence certificate No. A-201360 issued at Manila on the 26th day of February 1948; MRS. ROSITA VILLANUEVA with residence certificate No. A-161453 issued at Manila on the 11th day of January 1948, MS. MARIA J. MOJICA with residence certificate No. A-151290 issued at Manila on the 7th day of February 1948; MRS. VITALINA BELTRAN with residence certificate No. A-69956 issued at Manila on the 18th day of January 1948, known to me and to me known to be the same persons who executed the foregoing instrument and acknowledged the same to be their free and voluntary act and deed. This instrument consists of four (4) pages including this page of acknowledgement, and is signed at the foot thereof by the parties and their instrumental witnesses.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the place and date first herein-above written.

(SGD) ANTONIO K. ARANDA
Notary Public
Until December 31, 1949

Doc. No.: 69
Page No.: 36
Book No.: III
Series of 1949.

PHILIPPINE NURSES ASSOCIATION, INC.
(PAMBANSANG SAMAHAN NG MGA NARS NG PILIPINAS, INC.)
Member, INTERNATIONAL COUNCIL OF NURSES

1663 F.T. Benitez St.,
Malate, Manila 1004
Philippines

Telephone: (632) 5361888 / (632) 4004430 / (632) 5210937
Telefax: 5251596
E-mail Address: philippinenursesassociation@yahoo.com.ph
Website: www.pna-ph.org

BOARD OF GOVERNORS
2015

MR. JULIUS C. DAÑO
Chairperson
Governor, Region VII

MS. LODAR D. ESCOBILLO
Corporate Secretary
Governor, Region XII

DR. MILA DELIA M. LLANES
President
Governor, NCR Zone 6

DR. EDWARD B. MALZAN
Vice President for
Programs & Development
Governor, NCR Zone 3

MS. EDELMIRA S. BAJACAN
Vice President for Finance
Governor, Region III

DR. NERISSA H. ALONSO
Treasurer
Governor, Region IX

MS. LOLITA T. ORACION
Governor, CAR

DR. REMEDIOS V. FERNANDEZ
Governor, Region I

MS. AGNES R. ANTONIO
Governor, Region II

DR. AGNES A. CAMACHO
Governor, Region IV

DR. DARWIN B. BLANZA
Governor, Region V

DR. MERLE L. SALVANI
Governor, Region VI

MS. ELNORA O. ARGOTA
Governor, Region VIII

DR. ELIZABETH C. LAGRITO
Governor, Region X

DR. ELSIE A. TEE
Governor, Region XI

DR. CHARISMA C. UTUTALUM
Governor, ARMM

MS. JEMIMAH L. BRINGAS
Governor, CARAGA

MS. GLORIA C. ALMARIEGO
Governor, NCR Zone 1

DR. FRED B. RUIZ
Governor, NCR Zone 2

BGEN. PAULITA B. CRUZ (RET.)
Governor, NCR Zones 4 & 5

MR. LEONARDO M. NUESTRO, JR.
Executive Director

SECRETARY'S CERTIFICATE

I, LODAR D. ESCOBILLO, Filipino, of legal age and with office address c/o PNA Head office-1663 F. T. Benitez Street, Malate, Manila, after having sworn to in accordance with law hereby depose and state that:

1. I am the duly elected and qualified Corporate Secretary of the PHILIPPINE NURSES ASSOCIATION, INC. (PNA, for brevity), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 1663 F. T. Benitez Street, Malate, Manila;

2. To the best of my knowledge, except for the pending case for inspection of financial documents and other relevant documents filed against PNA before RTC Branch 46-Manila, no other action has been filed or pending before any other court against PNA and/or any of its Board of Directors and/or officers,

Pasig City, March 27, 2015

LODAR D. ESCOBILLO
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 13 2015 affiant exhibiting to me as competent proof of identity her TIN 938-291-506.

Doc. No. 431;
Page No. 87;
Book No. XI;
Series of 2015.

ATTY. [illegible] SERRANO
NOTARY PUBLIC
Pasig, Pateros, Taguig & San Juan
Issued on January 13, 2014, at Pasig City
Until December 31, 2015
Roll 51991; IBP 968853; 1/09/15; [illegible]
PTR 0030052; 1/09/15; Pasig City
Unit 503 RCI Bldg., No. 8 Ortigas Avenue, Brgy.
Ugong, Caruncay Avenue, Pasig City
MCLE IV-0007178; 4/19/13; Pasig City

PHILIPPINE NURSES ASSOCIATION, INC.
(PAMBANSANG SAMAHAN NG MGA NARS NG PILIPINAS, INC.)
Member, INTERNATIONAL COUNCIL OF NURSES

1663 F.T. Benitez St.,
Malate, Manila 1004
Philippines

Telephone: (632) 5361868 / (632) 4004430 / (632) 5210937
Telefax: 5251596
E-mail Address: philippinenursesassociation@yahoo.com.ph
Website: www.pna-ph.org

Republic of the Philippines)
City of Pasig) S.S.

SECRETARY'S CERTIFICATE

I, LODAR D. ESCOBILLO, of legal age, single/married, a resident of 224-A B. Ruiz Street, Glan, Saranggani Province, being duly sworn, depose and state that:

1. I am the duly elected and qualified Corporate Secretary of the PHILIPPINE NURSES ASSOCIATION, INC.,(the Association), a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at 1663 F. T. Benitez Street, Malate, Manila.

2. Except with the pending case before Regional Trial Court-Branch 11 of Manila for Production and Inspection of Financial Document against the Philippine Nurses Association (PNA) filed by Dr. George C. Cordero, there is no other action or proceeding that has been filed or is pending before any other Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate and executive officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

3. To the best of my knowledge, the said pending case for Production and Inspection of Financial Document against the Philippine Nurses Association (PNA)has no effect or bearing on the proposed amendment in the Articles and By-Laws that we have filed and now pending approval with the Securities and Exchange Commission (SEC)

Pasig City, August 25, 2015.

Corporate Secretary

SUBSCRIBED AND SWORN TO before me on this SEP 04 2015, in Pasig City Philippines, affiant exhibiting to me her TIN No. 938-291-506 issued on _____ at _____.

Doc No. 123
Page No. VIII
Book No. XIII
Series of 2015.

ATTY. NORMA S. SERRANO
NOTARY PUBLIC
Pasig, Pateros, Taguig & San Juan
Issued on January 13, 2014, at Pasig City
Until December 31, 2015
Roll 51694; IBP 0988559; 1/09/15; RSM
PTR 0393092; 1/09/15; Pasig City
Unit 203 RCJ Bldg., No. 8 Ortigas Avenue Ext.
corner Countryside Avenue, Pasig City
MCLE IV-00017532; 4/19/13; Pasig City

OFFICIAL RECEIPT
Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES & EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, 1554

Accountable Form No. 51 Revised 2006	ORIGINAL
DATE July 1, 2015	No. 1293220

PAYOR PHILIPPINE NURSES ASSOCIATION, INC.
MALATE MANILA

NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
PENALTIES/FINES	603	OGMD	5,000.00
		TOTAL	PHP 5,000.00

AMOUNT IN WORDS
FIVE THOUSAND PESOS AND 0/100

Received	☐ Cash ☐ Treasury Warrant ☐ Check ☐ Money Order	Received the Amount Stated Above
Treasury Warrant, Check, Money Order Number		Marissa L. Pascanan COLLECTING OFFICER
Date of Treasury Warrant, Check, Money Order		O.R. No. 1293220

NOTE: Write the number and date of this receipt on the back of treasury warrant, check or money order received.

2504 7270 6032 33048 01270 6032

(NON-STOCK CORPORATION)

SECURITIES AND EXCHANGE COMMISSION
CRMD-CERD
FEB 15 2016

TRUSTEES' CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the trustees and the Corporate Secretary of PHILIPPINE NURSES ASSOCIATION, INC., do hereby certify that the **Articles of Incorporation and By-Laws** of said corporation was amended by a majority vote of the trustees and the vote of two-thirds (2/3) of its membership at a meeting held on October 23, 2014 AT THE PRINCIPAL OFFICE.

The amended provisions of the attached Article and By-laws refer to ART. 8 & Art. IV, VII, VIII, XIII

In witness whereof, we have hereunto signed this certificate this JULY 1, 2015 at PASIG CITY, Philippines.

Gov. Elizabeth C. Lagrito TIN: 101-136-915	Gov. Remedios V. Fernandez TIN: 124-792-392	Gov. Merle L. Salvani TIN: 121-359-214
Gov. Mila Delia M. Llanes TIN: 138-157-657	Gov. Elsie A. Tee TIN: 142-559-263	Gov. Paulita B. Cruz TIN: 124-228-177
Gov. Gloria G. Almariego TIN: 111-217-251	Gov. Fred B. Ruiz TIN: 115-73007	Gov. Edward B. Malzan TIN: 172-735-823
Gov. Lolita T. Oracion TIN: 138-172-592	Gov. Agnes R. Antonio TIN: 140-550-590	Gov. Edelmira S. Bajacan TIN: 139-134-789
Gov. Agnes A. Camacho TIN: 107-342-710	Gov. Darwin B. Blanza TIN: 164-146-122	Gov. Julius C. Daño TIN: 202-031-679
Gov. Elnora O. Argota TIN: 136-321-542	Gov. Nerissa H. Alonso TIN: 202-244-829	Gov. Lodar D. Escobillo TIN: 938-291-506
Gov. Jemimah L. Bringas TIN: 139-073-370	Gov. Charisma C. Ututalum TIN: 174-417-526	

SUBSCRIBED AND SWORN to before me this JUL 01 2015, 2015, at Pasig City, by the above-named persons who exhibited to me their Professional Regulation Commission Registration card as follows:

NAME	PRC LICENSE NO.	EXPIRY DATE
Elizabeth C. Lagrito	143667	November 16, 2015
Remedios V. Fernandez	0021243	September 12, 2017
Merle L. Salvani	0065231	May 23, 2015
Mila Delia M. Llanes	0097683	August 19, 2017
Elsie A. Tee	0073949	January 20, 2016
Paulita B. Cruz	0098758	January 26, 2016
Gloria G. Almariego	0125898	January 19, 2018
Fred B. Ruiz	0070273	March 22, 2017
Edward B. Malzan	0210135	December 8, 2017
Lolita T. Oracion	0096968	May 19, 2016
Agnes R. Antonio	092274	September 3, 2015
Edelmira S. Bajacan	0149395	November 9, 2016
Agnes A. Camacho	0052608	May 2, 2017
Darwin B. Blanza	0201549	November 6, 2015
Julius C. Daño	0155912	July 1, 2015
Elnora O. Argota	51528	April 9, 2015
Nerissa H. Alonso	0060942	January 15, 2016
Lodar D. Escobillo	0190318	January 10, 2015
Jemimah L. Bringas	0089396	May 19, 2017
Charisma C. Ututalum	0216260	February 5, 2016

Doc. No. 413
Page No. 91
Book No. XII
Series of 2015

ATTY. RONALD S. SERRANO
NOTARY PUBLIC
Pasig, Pateros, Taguig & San Juan
Issued on January 13, 2014, at Pasig City
Until December 31, 2015
Roll 51094; IBP [illegible]59; 1/09/15; RSM
PTR 5038994; 1/09/13; Pasig City
Unit 209 RC Cielo, No. 8 Ortigas Avenue Ext.,
Corner Countryside Avenue, Pasig City
[illegible] 4/19/13; Pasig City

SSS 48 0127 0023

REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

Company Reg. No. 4383

CERTIFICATE OF FILING OF AMENDED BY-LAWS

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended By-Laws of

PHILIPPINE NURSES ASSOCIATION, INC.

copy annexed, adopted on October 23, 2014 by a majority vote of the Board of Trustees and by the vote of at least two-thirds of the members, and certified under oath by the Corporate Secretary and majority of the said Board was approved by the Commission on this date pursuant to the provisions of Section 48 of the Corporation Code of the Philippines Batas Pambansa Blg. 68, approved on May 1, 1980, and copies thereof are filed with the Commission.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 22nd day of February, Twenty Sixteen.

FERDINAND B. SALES
Director
Company Registration and Monitoring Department

AMENDED BY-LAWS OF THE
PHILIPPINE NURSES ASSOCIATION, INC.
(Formerly: PAMBANSANG SAMAHAN NG MGA NARS NG PILIPINAS, INC.)

PREAMBLE

We, the Filipino nurses, conscious and committed to promote and protect the people's health implore the aid of the Divine Providence in our desire to widen the scope of our professional services, advancement and development; and having organized ourselves into a unified national association do hereby ordain and promulgate these By-Laws.

Article 1
DECLARATION OF PRINCIPLES AND STATEMENT OF POLICIES

Section 1. In establishing the overall direction of the association, paramount considerations shall be national interest, integrity and better health for the Filipino people.

Section 2. Constitutional right of the members shall be upheld and preserved and efforts shall be employed to prevent any violation of such.

Section 3. The standards of nursing shall be maintained by the profession in its total commitment of providing quality health care.

Section 4. The Association shall provide the structure for participative decision-making through democratic consultation.

Section 5. The Association shall strengthen intra and extra professional and multi-sectoral linkages and cooperation in the pursuit of its vision, mission and programs of action.

Section 6. The Association shall maintain a non-sectarian, non-partisan stand but shall exercise the political will, as a collective body to strengthen the profession as a social force.

Article II
GENERAL PROVISIONS

Section 1. Official Name – This Association shall be known as PHILIPPINE NURSES ASSOCIATION, INC. the accredited national organization of professional nurses by the Professional Regulation Commission (*as amended on October 26, 2011*).

Section 2. Purposes – The fundamental purposes of the organization shall be to:

a. attain optimal level of professional standards;
b. work for the welfare of nurses;
c. respond to the changing health needs of the Philippine society, and
d. establish linkages with government, non-government, local/national and international agencies in the attainment of health goals.

Section. 3. Principal Office - The principal Office of the Association is at 1663 F.T. Benitez Street, Malate, Manila City.

Section 4. The corporate seal of the Association shall be circular in form with laurel leaves and a triangle bearing the words PHILIPPINE NURSES ASSOCIATION, INC. Within the Triangle is a lamp. The color shall be white, green, gold and black. The founding year, 1922 shall be included.

Section 5. The logo of the chapters shall correspond to the design of the corporate seal.

Section 6. The Nurses Week Celebration Anniversary and the Annual Convention shall be held every last week of October.

Section 7. The calendar year of the Association shall be from January 1 to December 31 (*as amended on October 26, 2011*).

Article III
MEMBERSHIP

Section 1. Member – A nurse who has been duly registered with the Professional Regulation Commission (PRC) as required by the Philippine Nursing law shall qualify for membership to the Association.

Section 2. Classification of Membership:

a. Regular Membership is conferred upon a nurse who has paid the required fee for the current year.
b. Life Membership is conferred upon a nurse who has been a regular member for three (3) consecutive years and who shall have paid the required fees.
c. Honorary Membership is conferred upon a person who may not be a nurse, who is not qualified under Article III, Section 2, paragraph a and b hereof, but who has rendered distinguished service to the Association in the attainment of its goals subject to the approval of the Board of Governors.
d. Associate Membership is conferred upon nurses residing abroad upon compliance of requirements for membership.

Section 3. Place of Membership - A nurse must seek membership in the chapter of the province or city where one holds office or residence. In case of transfer to another Chapter, the member shall accomplish a transfer form to be submitted to both Chapters, to be approved by the receiving chapter. In no case can a nurse be a member of more than one Chapter.

Section 4. Dues- Every member shall pay membership dues as determined by the BOG.

Section 5. Termination of Membership – Membership to the Association maybe terminated on the following:

a. non-payment of annual dues; and
b. violation of the Philippine Nurses Association By-laws
c. violation of the Nursing Law

Section 6. Reinstatement – Reinstatement shall be made in accordance with rules and regulations as prescribed by the Board of Governors.

Section 7. Rights, Duties and obligations of Regular and Life Members – Every Member of the Association has the right to:

a. present any suggestion that will benefit the Association, that such suggestion is in writing, signed by the maker, endorsed by the chapter and submitted to the Board;
b. voted and be voted upon;
c. inspect or cause to be inspected at any time during office hours the books and papers of the Association for a lawful and definite purpose;
d. be heard and to defend himself/herself before removal or dismissal from the Association and the right to appeal;
e. seek protection or assistance on matters affecting him/her in the practice of the profession;
f. transfer to another chapter if not contrary to the provisions of this PNA By-laws.

Section 8. Rights of Honorary Members – Honorary members shall have the rights, duties and obligations as provided in Article III, Section 7 except the right to vote and to run for any elective position.

Article IV
ORGANIZATIONAL STRUCTURE

Section 1. Nature - The Association shall be composed of the fifteen (15) regions and 6 zones under the National Capitol Region following the political and geographical subdivisions whichever is practical, namely;

CAR	(Abra, Apayao, Baguio City, Benguet, Ifugao, Kalinga, Mountain Province)
Region 1	(Ilocos Norte, Ilocos Sur, La Union, Pangasinan)
Region II	(Batanes, Cagayan South, Isabela, Nueva Vizcaya, Quirino, Cagayan North)
Region III	(Bataan, Bulacan, Nueva Ecija, Pampanga, Tarlac, Olongapo-Zambales, **Aurora Province**) *(as amended on October 23, 2014*
Region IV	(Batangas, Cavite, Laguna, Quezon, Rizal, Marinduque, Occidental Mindoro, Oriental Mindoro, Palawan, Romblon)
Region V	(Albay, Camarines Norte, Naga City, Iriga City, Catanduanes, Masbate, Sorsogon)
Region VI	(Aklan, Antique, Capiz, Guimaras Province, Iloilo, Negros Occidental, San Carlos City)
Region VII	(Bohol. Cebu, Negros Oriental, Siquijor)
Region VIII	(North Leyte, Southern Leyte, Northwestern Leyte, Eastern Samar, Northern Samar, Samar, Biliran)
Region IX	(Zamboanga City, Zamboanga del Norte, Zamboanga del Sur, Zamboanga Sibugay, Isabela City)
Region X	(Bukidnon, Camiguin, Misamis Occidental, Misamis Oriental, Lanao del Norte)
Region XI	(Davao Oriental, Davao del Norte, Davao del Sur, Davao City)
Region XII	(North Cotabato, Saranggani, South Cotabato, General Santos City, Sultan Kudarat, Cotabato City
ARMM	(Basilan, Marawi City and Lanao del Sur, Sulu, Tawi-Tawi)
CARAGA	(Surigao del Norte, Surigao del Sur, Agusan del Norte, Agusan del Sur)_

NCR Zone 1 (Manila)
NCR Zone 2 (Caloocan, Malabon, Navotas, Valenzuela)
NCR Zone 3 (Quezon City, Marikina)
NCR Zone 4 (Mandaluyong, San Juan, Pasig)
NCR Zone 5 (Makati, Taguig, Pateros)
NCR Zone 6 (Pasay, Paranaque, Muntinlupa, Las Piñas)
(*as amended on October 26, 2011*)

The organizational structure of the association shall be classified as national, regional and chapter levels.

The Board of Governors (BOG) is the highest governing body of the association and elected and empowered by the By-Laws of the Association. They are vested with the authority of policy-making and decision-making to serve the best interest of the members.

Section 2. Composition - The national level shall be composed of 20 Members of the Board of Governors whose officers shall include: President, 2 Vice Presidents and Treasurer.

Section 3. Regional Council and Zonal Levels – The Regional level and the NCR Zones level shall be composed of the Governor and the Chapter President/Presidents. Chapter level shall be composed of the Board of Directors.

Section 4. Share from membership dues – from the unobligated amount of the membership dues 50% shall go the chapter or zone while 50% shall go to National Office.

Section 5. Chapters - There shall be chapters as maybe determined by the Board of Governors based upon the geographical and other factors prevailing in the area.

a. Governing Body - Each chapter shall be governed by an elected Board of Directors composed of not less than five (5) and not more than fifteen (15) members and who shall elect among themselves their officers.
b. Chapter By-laws - Chapters may adopt such By-laws as it shall see fit but not inconsistent with the Philippine Nurses Association By-laws and any existing laws.
c. Chapter Accreditation - There shall be a Chapter Affairs Committee which shall accredit chapters based on set criteria.
d. Responsibilities of an Accredited Chapter.

1. Maintain/upgrade the conditions for which the chapter has been accredited.
2. Make a quarterly report of accomplishments and finances to the concerned Governor.
3. Ensure attendance of delegates to constituted bodies.

e. Privileges of Accredited Chapters and its Members.
1. Only accredited chapters are eligible for awards and recognition.
2. Only accredited chapters may nominate a candidate to an elective position of the Association
3. Only members of accredited chapters are eligible for scholarship.
4. Only members of accredited chapters may be considered as official delegate of the Association to local and international fora.

f. Sanctions for accredited chapters shall be imposed by the authorized body for failure to comply with its duly prescribed duties and responsibilities.

Section 6. Chapters Outside the Philippines – Local and Foreign Chapters can be established outside the Philippines upon compliance of local and foreign requirements and approval by the BOG. Such organized Chapter shall pay to the National Office chapter membership fee as determined by the BOG.

Article V
BOARD OF GOVERNORS

Section 1.Composition of the Board of Governors - The Board of Governors shall be composed of 20 representatives from the different PNA regions.

Section 2. Qualifications of a Governor

a. A Filipino citizen;
b. Holder of updated PRC ID to practice nursing in the Philippines;
c. Masters degree holder;
d. Three (3) consecutive years of active membership in the region which he/she represents;
e. Endorsed by the chapter in the region where he/she belongs;
f. Proven leadership ability;
g. Available, accessible and committed;
h. An active officer of PNA;
i. Works for the interest of the Association.

Section 3. Term of Office - Each Governor shall have a term of Office of two (2) years. Governors are allowed only one (1) re-election or a maximum of four (4) years.

Section 4. Functions and Powers - The Board of Governors shall govern the Association in the attainment of its goals and objectives. As such it has the responsibility to:

a. adopt and cause to implement the policies, plans, strategies and projects of the Association for nursing and health development;
b. cause to change and promulgate rules and regulations as the need arises consistent with the By-laws;
c. cause to purchase, acquire, mortgage, encumber and alienate or sell property for the Association;
d. cause to borrow money, create or issue pledges, bonds, deed of trust, issues mortgages and negotiable instruments or securities for the purpose of carrying out the functions of the Association;
e. adjudicate and impose appropriate sanction after due process;
f. create regions, chapters and zones as may be deemed necessary.
g. exercise leadership and management over the chapters.

Section 5. Corporate Officers – The BOG shall elect among themselves the Corporate Officers who shall be compose of the Chairman and Corporate Secretary.
Section 6. Duties of the members of the Corporate Officers of the Association.

a. The Chairman of the Board shall:

1. Provide direction in the governance of the Association;
2. Initiate and implement the formulation of plans, policies and strategies of the association;
3. Assist the BOG in decision/policy making relevant to investments, debts, loans and other financial matters;
4. Identify the agenda for the Board of Governors meeting; and
5. Call and preside over the meeting of the BOG.

b. The Corporate Secretary shall:

1. Submit to the Securities and Exchange Commission (SEC) names & addresses of officers within thirty (30) days after the election;
2. Report to SEC resignation and cessation of officers;
3. Guarantee the accuracy and completeness of records of minutes of meetings;
4. Cause the submission of books such as membership and minutes as required by SEC;
5. Record the highlights of the BOG meetings and during the General Membership Meeting.

Section 7. Executive Committee Officers – The Executive Committee Officers of the Association will act on behalf of the BOG to discuss issues and concerns of PNA. The Executive Committee shall be composed of the President, Vice President for Programs and Development, Vice President for Finance, and Treasurer.

Section 8. The Executive Committee shall deliberate/ resolve urgent and immediate issues and concerns affecting the Association when the BOG is not in session.

Section 9. Qualifications of Executive Committee - In addition to meeting the qualifications of a governor, the executive officers should have been a member of the Board for at least one (1) year.

Section 10. Duties of the Executive Officers:

a. The President shall be responsible for the total administration of the Association. He/she shall:
   1. Implement plans, policies and programs;
   2. Monitor and ensure proper implementation of the Bylaws of the Association;
   3. Exercise general supervision over the affairs of the Association;
   4. Appoint, remove or suspend for justifiable cause any appointive officer and/or employees subject to the approval of the Board;
   5. Sign, as authorized by the Board, all contracts and other instruments of the Association;
   6. Recommend the budget of the Association to the BOG;
   7. Act as official representative and spokesperson of the Association;
   8. Call and preside during the annual membership meetings of the Association;
   9. Act as chairperson to the Executive Committee;
   10. Perform all other duties inherent to the Office and as required of her/ his by the Board; and

b. The Vice President for Programs and Development (VPPD) shall assist the President in determining and carrying out the program thrust of the Association. He/she shall:

1. Initiate projects/ programs / activities based on the program thrusts of the Association;
2. Coordinate the activities of the different Departments and Committees;
3. Monitor and evaluate the programs and projects of the Association;
4. Represent the President in official functions as delegated; and
5. Be the alternate signatory of the President.

c. The Vice-President for Finance (VPF). Shall assist the President in the financial management of the Association. He/she shall:

1. Recommend policy direction in terms of financial management;
2. Cause the preparation of the budget of the Association and submit the same to the President;
3. Manage the finance program;
4. Ensure the implementation of the decision of the BOG on financial matters;
5. Inspect/ examine the book of accounts of the Association;
6. Conduct program review and analysis for release of funds;
7. Sign vouchers before the disbursement of funds; and
8. Represent the President in official functions as delegated.

d. The Treasurer shall:

1. Be accountable of all monies, legacies, gifts and properties of the Association;
2. Cause to deposit funds and valuable effects in the name of and to the credit of the Association in the banks and trust companies designated by the BOG;
3. Disburse funds in accordance with prescribed rules and regulations;
4. Co-signs checks together with the President;
5. Ensure accurate and complete recording and reporting of accounts; and
6. Submit a financial statement with comparative figures and supporting documents during the bi-annual meeting of the Board and the Annual General Membership meetings.

Section 11. Election – The election of the Corporate Officers and Executive Committee shall be held on the first day of the first regular BOG meeting for the year (*as amended on October 26, 2011*).

Section 12. Term of Office – The term of office of the Executive Committee shall be one (1) year.

Section 13. Succession – In the event that the President is absent or unable to perform one's duties, the Vice-President for Program and Development shall take over. In the event of resignation, disability or death of both the President and the Vice-President for Programs and Development, the Vice-President for Finance shall act as the President for the unexpired term.

Section 14. Meetings - The BOG shall hold meeting twice (2) a year on such date and at such time and place as it shall designate. Special meetings maybe called by the Chairperson or upon written request of at least five (5) governors. For regular meetings, notice shall include the written agenda and the minutes of the previous meeting. For special

meetings, notice shall be served five (5) days prior to the date. Notice shall include the written agenda.

Section 15. Quorum - A majority of members of the Board shall constitute a quorum to transact business.

Section 16. Vacancy

a. Any vacancy occurring in the BOG other than by removal of the member or by expiration of term, may be filled by the vote of at least majority of the remaining BOG, if still constituting a quorum. Otherwise, said vacancies must be filled by the members in a regular or special meeting called for the purpose. A governor so elected to fill the vacancy shall be elected only for the unexpired term of his predecessor in office.

b. Whenever a vacancy exists among the officers except the President, the BOG shall elect the replacement.

Section 17. Advisory Council – there shall be an Advisory Council of past chairpersons and presidents of the Association except the immediate past President who shall be an ex officio of the Board for one (1) year.

Section 18. Reports of Accomplishments – All members of the Board are mandated to submit written quarterly and year-end reports of their accomplishments to the President.

Section 19. Honorarium - All officers shall receive honoraria the amount of which shall be fixed by the Board.

Section 20. Travel and representation Expenses - Any member of the BOG designated as official representative shall be entitled to travel and representation expenses in accordance with the existing policies.

Section 21. Insurance - All members of the Board of Governors shall be entitled to insurance during the period of incumbency.

Section 22. Turn Over - The outgoing member of the Board shall endorse in writing pertinent documents, financial and unfinished business to the incoming Board.

Article VI
THE HOUSE OF DELEGATES (HOD)

Section 1. Nature and Composition - The House of Delegates is a deliberative body. It shall be composed of delegates representing the various chapters of the Association. Such delegates are elected by the members of the chapters where they belong. Every chapter is entitled to one (1) delegate and an additional delegate for every 100 members but not to exceed ten (10). Provided, that one (1) delegate shall represent all affiliate members. Provided further that all past chairpersons of the House of Delegates are automatically delegates.

Section 2. Functions - The House of Delegates shall have the following functions:

a. It shall represent its respective members during deliberation of issues, proposed amendments and resolutions, presented by the Board of Governors, House officers, chapters and other members. The resolutions, except amendments to the By-Laws shall bind the Association when concurred with by the Board of Governors, provided that issues emanating from the Board when passed by the House of Delegates shall automatically be concurred with; provided further, that resolutions not concurred with by the Board shall be returned to the House of Delegates with justification for the non-concurrence for further discussion, and if approved by 2/3 vote of all its members present representing 3/4 vote of the total number of chapters shall override the unfavorable decision of the Board; provided finally, that failure of the Board of Governors to act on resolutions within ninety (90) days, shall mean that these are automatically concurred with.

b. It shall approve the annual budget of the Association. If not approved, the budget of the previous year shall be in effect. It shall also have the power to verify adherence to the budget. Any outlay outside the approved budget exceeding one hundred thousand pesos (P100,000.00) shall have the approval of the House of Delegates.

Section 3. Officers - The House of Delegates shall have a Chairperson, a Vice Chairperson, a Secretary and a Treasurer who shall be elected from among themselves (*as amended on October 26, 2011*).

Section 4. Term of Office - The term of Office is one (1) year. An Officer may be re-elected for not more than three (3) terms.

Section 5. Qualifications of Officers - All officers of the House of Delegates shall:

1. have been a delegate for at lease two (2) times, one (1) year of which has been that immediately prior to elections and
2. possess leadership qualities to conduct meetings utilizing standard procedures.

Section 6. Duties of Officers - The officers shall be responsible for the successful conduct of the convention. They shall submit to the Board of Governors a written report of the outcome within thirty (30) days after the convention.

Section 7. Duties of Members - Members of the House of Delegates shall have the following duties:

a. Before the Convention;

1. Coordinate with chapter Board of Directors in identifying problem/issues of the chapter that may be brought to the House;
2. Collect, study and discuss these with constituents;
3. Draft resolutions to be sent to House of Delegates chairman for possible inclusion in the agenda of the annual convention;
4. Act as proponents if said resolution is included in the agenda;
5. Familiarize themselves with house rules and procedures.

b. During the Convention

1. Attend all sessions of the House;
2. Participate actively in the deliberation of issues; and
3. Make a definite stand on issues by voting for or against them.

c. After the Convention

1. Report in writing results of the convention to respective chapters within thirty (30) days; and
2. Send to the chairman within thirty (30) days a written report on reactions of the chapters to the convention repots.

Section 8. Elections - The elections of the House officers shall be conducted by the national Comelec.

Section 9. Meeting - The House of Delegates shall hold its annual meeting during the National Convention of the Association (*as amended on October 26, 2011*).

Section 10. Quorum - Majority of the registered House of Delegates shall constitute a quorum.

Section 11. Honorarium - The House of Delegates (HOD) shall receive honorarium as approved by the Board of Governors.

Article VII
GENERAL MEMBERSHIP MEETING

Section 1. Frequency and Venue – The Association shall hold a general membership meeting annually starting **on the third Tuesday of October** (*as amended on October 23, 2014*), the time and place of which shall be decided by the members during the General Membership Meeting.

Section 2. Notice – The announcement of the General Membership Meeting shall be made not less than four (4) weeks before it shall take place.

Section 3. Special Meetings – A special meeting of the members of the Association maybe called by the President or by five (5) members of the BOG upon request by ten (10) percent of the general membership.

Section 4. Quorum - Fifty percent plus one (50% + 1) of those who registered on the opening day of the annual convention shall constitute a quorum.

Article VIII
ANNUAL CONVENTION

Section 1. Purpose – The Association shall hold an Annual Convention **on the third Tuesday of October** (*as amended on October 23, 2014*).for the purpose of holding a general membership meeting, House of Delegates, national election and/or such other activities that the Association may deem necessary (*as amended on October 26, 2011*).

Section 2. Venue – The venue shall be decided during the general membership meeting.

Section 3. Notice – The announcement of the Annual Convention shall be made not less than four (4) weeks before the convention takes place.

Section 4. Annual Convention Committee - There shall be an Annual Convention Committee chaired by the Vice President for Programs and Development. If outside Metro Manila the Board of Governor in that Region shall be designated as the over-all chairperson of the annual convention committee.

Article IX
COMMISION ON ELECTIONS

Section 1. Organization - There shall be a Commission on Elections which shall be referred to as the National COMELEC. Members shall be referred to as the Commissioners.

Section 2. Composition - The COMELEC Commissioners shall be composed of five (5) commissioners who shall elect a Chairperson from among themselves. There shall be three (3) canvassers authorized by BOG who shall be under the supervision of the COMELEC.

Section 3. Term of Office - The Commissioners shall be elected during the annual election and shall have a term of two (2) years. The commissioners shall not run or hold any elective office during their period of incumbency.

Section 4. Qualifications – the following are the qualifications for COMELEC Commissioners:

1. Active member of PNA;
2. Updated PRC ID to practice nursing in the Philippines;
3. Had served in any capacity as a PNA officer either in the National or Chapter Level;
4. Recognized nursing leader with integrity, objectivity and impartiality;
5. Holder of Masters degree;
6. Endorsed by any chapter within the region; and
7. Should not be an incumbent officer in any capacity in the Association.

Section 5. Powers, Duties and Functions - The COMELEC shall have the exclusive powers to enforce and administer all provisions, rules and regulations and policies relative to the conduct of the election authorized by the BOG. Their duties shall be:

a. To promulgate and enforce, in consultation with the BOG the rules and regulations governing the nomination of candidates and the conduct of national election;
b. To proclaim the winners;
c. To receive, investigate and act on complaints under oath relative to elections; and
d. To ensure compliance to the Election Code concerning the National and Local elections.
e. To plan for the annual programs and activities of COMELEC
f. To receive nominations from concerned chapters and screen qualifications of nominees;
g. To make official list of qualified nominees;
h. To monitor the conduct of election; and

i. To designate canvassers who shall be responsible in counting and tallying the votes.

For the purpose of expediency, the respective signatories can sign documents and the officers can also start planning for their respective functions/responsibilities regarding their Plan of Action during their Term of Office.

Section 6. Vacancy - in the event of any vacancy, except by removal or expiration of term, the candidate who obtained the next highest vote during the last elections shall serve the unexpired term. In the absence thereof, the Board of Governors shall select the replacement from among the recommendees of the local NOMELEC.

Section 7. Meetings – the Commissioner shall hold three (3) regular meetings as authorized by the BOG. In the event that there are cases brought to their attention, they shall meet as need arises in order to resolve the case expeditiously.

Section 8. Honorarium - the Commissioners shall receive honoraria, the amount of which shall be fixed by the BOG.

Section 9. Budget - The Commissioners shall prepare an annual budget for its operations for incorporation in the annual budget.

Section 10. Sanction - Any violation of the provision of the Election Code shall constitute an election offense and shall be penalized under the existing rules of PNA.

Article X
ELECTIONS

Section 1. Date of Election -The election of the BOG and the COMELEC shall be held during the Annual Convention. Election of local officers shall be held in accordance with their by-laws.

Section 2. Mode of Voting - Election shall be by secret ballot in person or by proxy.

Section 3. Filing of Candidacy -Any qualified candidate shall file his/her certificate of candidacy to the Comelec not later than sixty (60) days prior to the annual elections. Any incumbent officer who shall run for any other office is deemed resigned upon filing of certificate of candidacy.

Section 4. Age Requirement for National Officer - Any candidate for the National Office shall not be more than 70 years of age at the time of the National Election.

Section 5. Re-electionist Candidate – All candidate for re-election must be endorse by all the candidate in the Region.

Section 6. Publication of Official List of Candidates - The Comelec shall provide to all Chapters a circular on the official list of candidates prior to the election date.

Section 7. Ballots- All ballots shall be secured at the PNA Headquarters for three (3) months from date of election after which they shall be disposed of if no protests are filed.

Section 8. Election Code- There shall be an Election Code that governs the conduct of the elections which shall be promulgated by the Comelec and approved by the House of Delegates.

Section 9. Proclamation - The winners of the national elections shall be proclaimed by the Comelec not later than last day of the Annual Convention. *(as amended Oct. 23, 2014)*

Article XI
ARBITRATION COMMISSION

Section 1. Nature – The Arbitration Commission shall act as an Advisory body to the Board of Governors to resolve conflicts, issues, problems, concerns related to the proper implementation of the By-laws, rules/ regulations/ policies of the Association.

Section 2. Composition – The Arbitration Commission shall be composed of five (5) commissioners appointed by the Board of Governors from a list of nominees submitted by the general membership. The commissioners shall elect the Chairman from among themselves. The composition of the Commission shall be one with legal background, one with guidance and counseling background, one with management background, one member of the House of Delegates, and one Vice-President of Philippine Nurses Association (any of the two (2).

Section 3. Qualifications of Commissioners:

1. PNA member for at least five (5) years;
2. With unquestionable integrity;
3. Recognized nursing leader; and
4. Active involvement in PNA affairs.

Section 4. Powers and Functions – The powers and functions shall be:

a. Conduct / investigate conflicts/ issues/ problems/ concerns/ affecting the interest of the general membership.
b. Submit findings and decisions to the BOG;
c. Review decision regarding appeal for reconsideration as per request of aggrieved party/parties.

Section 5. Term – The Commissioners shall serve for a period of two (2) years but not precluding re-appointment.

Section 6. Meetings – The Commissioners shall hold meeting only when there is a case referred to them.

Section 7. Honorarium – The Commissioners shall receive honoraria the amount of which shall be fixed by the BOG.

Article XII
EXECUTIVE DIRECTOR

Section 1. Nature – The operations of the Association shall be administered and managed by an Executive Director in accordance with the vision, mission, goals, program thrusts and the policies laid out by the BOG and the officers of the Association and shall be directly responsible to the President.

Section 2. Qualifications – The Executive Director shall have the following qualifications:

a. Preferably a registered nurse or a holder of any administrative/management related courses;
b. Active member of the Accredited Professional Organization for at least five (5) consecutive years prior to her/his appointment;
c. Holder of master's degree in related fields.
d. Five (5) years experience in administration and management;
e. Leadership/executive ability and good public relations;
f. Committed, dedicated and with integrity; and
g. Physically, mentally & morally fit.

Section 3. Functions – The Executive Director shall have the following functions:

a. Establish and maintain an effective and efficient management system for the Association;
b. Responsible for the safety and systematic filing of all documents of the Association;
c. Ensure completeness of all papers, records communications and transactions of the Association;
d. Serve as custodian of the proceedings of minutes of meetings;
e. Submit documents required by various institutions/agencies;
f. Promote/maintain harmonious relations in the Association;
g. Coordinate all activities undertaken within the premises of the national headquarters;
h. Coordinate/arrange President's schedule of activities;
i. Supervise and monitor the Administrative staff;
j. Conduct bi-annual performance review of the personnel;
k. Recommend to the Board of Governors through the President, the hiring, suspension and termination of personnel;
l. Recommend policies, rules and regulations affecting the welfare of the administrative staff;
m. Identify the needs for maintenance and improvement of the physical plant and facilities;
n. Collaborate and coordinate with all the communities in planning, implementing and evaluating the programs/projects/activities of the Association; and
o. Facilitate the implementation of activities/matters inherent to the office or as delegated.

Section 4. Appointments – The Executive Director shall be appointed by the Board of Governors in accordance with the provision of the Labor Code.

Section 5. Limitations – The Executive Director who is a nurse and desires to run for elective position shall resign at least sixty (60) calendar days prior to the date of elections. The Executive Director shall not hold any elective position during her incumbency.

Section 6. Compensation - The Executive Director shall receive compensation based on the classification system and salary scheme approved by the BOG.

Article XIII
THE DEPARTMENTS

Section 1. Organization – The Association shall have seven (7) departments namely: Department of Nurses Welfare, Nursing Service, Nursing Education, Nursing Research, Professional Advancement, Internal Affairs and Public Affairs.

Section 2. Composition – All departments shall be composed of a Chairperson who shall assist the VPPD in planning for and determining the programs in support of the Association's vision, mission, goals and objectives.

Section 3. Administrative Support – There shall be paid administrative personnel responsible in carrying out the activities of the different departments.

Section 4. Functions – The departments shall have the following functions:

a. **Department of Nurses Welfare – This department shall include the following committees: Nurses Care and Positive Practice Environment which shall look after the holistic (physical, psychological, social and economic) well-being of the nurse as they perform tasks in the workplace. It shall:**

   1. **Implement plans and programs for the holistic (physical, psychological, social and economic) well-being of the nurses in all work settings. It include issues encountered by nurses in the workplace such as:**

      - **Occupational hazards**
      - **Physical and psychological violence**
      - **Unreasonable workloads**
      - **Inequitable wages/salaries and benefits**
      - **Limited career development opportunities**
      - **General deterioration of working conditions**
      - **Lack of professional autonomy and control**
      - **Non-compliance to labor, health and safety standards/regulations**

   2. **Serve as lobby group to address issues and other matters related to health and the nursing profession;**
   3. **Advocate for clients rights in institutions and in the community;**
   4. **Collaborate with internal and external agencies and organizations for immediate relief missions or assistance for nurses severely affected by disasters.**

b. **Department of Nursing Service – This department shall include the following committees: Institution Based, Community Based, Nurse-led Clinics and Advanced Practice Nursing. It shall:**

   1. **Identify the needs and problems peculiar to nursing practice as basis for initiating measures that will upgrade the standards of nursing;**
   2. **Promote quality care in nursing practice;**
   3. **Ensure support for nurses in their practice (institutional-based, community-based, independent practitioner and alternative career areas) on the promotion of safe and quality nursing service;**
   4. **Advocate for proper implementation of legal standards and HR requirements;**

5. Collaborate with health agencies, professional organizations and regulatory agencies about concerns and issues on nursing practice;
6. Collaborate with other nursing specialty organizations to develop nursing specialty practice standards;
7. Strengthen the care for older people and those people with high level and complex care needs due to chronic and/or multi-system illness;
8. Holistically manage patients closer to home;
9. Incorporate best practices and evolving evidences regarding health and health care in early life;
10. Improve end of life care;
11. Facilitate evidence-based preventive care;
12. Lead to increase effectiveness, access and efficiency in health care delivery; prevents or substitutes for admissions to hospital including options for alternative care settings;
13. Develop models of practice based on evidence;
14. Implement and consolidate nurse-led clinics nation-wide;
15. Determine indices that will measure and monitor progress and success, that will include accepted and tested measurable health outcomes and quality health care experience;
16. Identify and overcome current barriers to a high quality, collaborative multi-disciplinary care in community settings;
17. Participate effectively with hospitals, community health facilities, hospices and elderly care agencies;
18. Collaborate with stake holders the defining of APN and crafting of the scope of practice of APN based on Nursing Laws and Regulation and other policies that will affect the development and practice of APN;
19. Take active part in the formulation of Nursing Practice Standards and Guidelines that will hinge on an acceptable model for APN by all nursing organizations ;
20. Promotes APN in meeting the goals of the Health Care Reform Agenda that will provide Filipino people access to care through APN;
21. Take part in the development of certification guidelines for APN.

c. Department of Nursing Education – shall include basic and graduate courses and nursing review programs both local and foreign. It shall:

1. Collaborate with relevant organizations like ADPCN and CHED in matters affecting basic and graduate nursing education and participate actively in the formulation of standards, policies, rules and regulations;
2. Represent the organization in conferences, fora, and other functions pertinent to both basic and graduate education and participate actively in reviewing and innovating nursing curricula;
3. In collaboration with the Research Department, conduct relevant research that will contribute to policy development involving basic and graduate nursing education;
4. For review and training centers offering classes and training to meet foreign requirement for employment, the department shall see to it that the centers meet the relevant laws and regulations.

d. Department of Nursing Research. This department shall include the following committees: Operational Efficiency, Technical Review, Ethics Review, Policy and Decisions. It shall:

1. Initiate, motivate and participate in research projects/studies related to nursing;
2. Disseminate research findings. conclusions and recommendations for the improvement of the profession;
3. Receive, keep and preserve records of research projects conducted by nurses; and
4. Recommends due recognition of nurses who have conducted research studies in nursing; and
5. Identify strategies for the utilization of research findings as appropriate.

e. Department of Professional Advancement – This department shall include the following committees: Continuing Professional Development (CPD), CPD Accreditation, and Independent/Entrepreneurial Practice to strengthen the capability, competencies and productivity of the nursing workforce. It shall:

1. Promotes the provisions of continuous education of registered professional nurses in maintaining highest standard and quality in nursing practice, education and research;
2. Provides and ensures the continuous education of a registered professional with the latest trend in the profession brought about by modernization, scientific and technological advancement;
3. Raises and maintains the professional nurses' capability for delivering professional nursing practice through the conduct of continuous professional education/development programs and activities;
4. Provides standard guidelines in the preparation of the applications for PRC-CPE accreditation requirement for all PNA chapters;
5. Strengthen capabilities of PNA chapters in designing CPE/CPD programs to meet accreditation requirement;
6. Monitor implementation of accredited programs and post evaluation requirement based established protocols;
7. Collaborate with PRC-BON in ensuring that nurses in interdependent nursing practice maintains the high standards of nursing and upholds public trust;
8. Safeguard the position of public trust among the stake holders that independent practice nurses (IPN) will not influence their clients for financial gains;
9. Standardize and regulate advertising of its members doing independent practice by ensuring that the public is given relevant information that will not mislead the public.

f. Department of Internal Affairs – includes Membership, Chapter Affairs, Awards, Scholarship & Grants, By Laws, Ethics & Legislation and Ways and Means that pertains to administrative and operational practices of the Association. It shall:

1. Encourage all chapters to intensify membership;

2. Inform members of their benefits, duties and obligations to PNA;
3. Give updated number of membership to the different chapter presidents/governors;
4. Accredit chapters;
5. Attend to chapter affairs' needs and concerns;
6. Screen nominees for awards & scholarships;
7. Recommend deserving recipients of awards and scholarships to the BOG;
8. Identify legislative agenda that has impact on the practice of nursing;
9. Recommend to the BOG to address and/or act on issues & concerns on By laws, Ethics and Legislation; as identified by the committee;
10. Undertake income generating projects.

g. Department of Public Affairs – This department shall include Publications, Public Relations & Advocacy, International Relations, Disaster Preparedness, Cultural, Heritage & Values which shall establish relationship with the public, partners and other stakeholders to maintain a positive view of Philippine nursing and Filipino nurses, and their significant contribution to the health of the Filipino people. It shall:

1. Oversee the publishing activities of the Association and to monitor the quality of all its publications;
2. Serve as a channel for communication among the PNA members, the Association and other users of the PJN to ensure that needs and support are recognized, researched and addressed;
3. Be responsible for assessing editorial quality and content of the PJN and other publications;
4. Formulate plans and programs on public relations and advocacy for a given time period and situational assessment;
5. Promote professional image of Philippine nursing and Filipino nurses.
6. Facilitate studies on advocacy needs of Filipino nurses and issues related to Philippine nursing, and clients;
7. Actively seek avenues to increase the PNA's international presence through participation in international cooperative efforts and collaborate with international associations which advance the interest of Nursing.
8. Protect the interest and well-being of nurse migrants;
9. Advise the membership committee on activities to increase international membership, including opportunities for establishing international chapters.
10. Advise other committees and chapters on ways to increase the involvement and representation of Filipino nurses working overseas;
11. Promote nurses' active participation in emergency and disaster management to contribute to community resilience;
12. Advocate to nurse leaders about the role of nurses in emergency and disaster management;
13. Provide information, education and communication campaigns in emergency and disaster management;
14. Build capacity of nurses in emergency and disaster management;
15. Coordinate PNA response efforts in affected populations during emergency and disaster;

16. **Establish a system and policies of coordination within PNA for emergency and disaster management;**
17. **Organize and mobilize nurses in responding to emergency and disaster;**
18. **Promote linkages, partnerships and networks in emergency and disaster management;**
19. **Promote the professional values among members of the Philippine Nurses Association;**
20. **Preserving and enhance unique cultural practices which include Filipino values and various cultural expressions;**
21. **Instil among Filipino nurses cultural sensitivity and love for country.**

(as amended on Oct. 23, 2014)

Article XIV
SURETY BONDS

Section 1. All elected officers/PNA staff handling monies/finances of the Association shall be provided with Surety bond

Article XV
THE OFFICIAL PUBLICATION

Section 1. The official journal of the Association shall be called The Philippine Journal of Nursing (PJN).

Section 2. The PJN shall be published twice a year.

Article XVI
CALENDAR YEAR

Section 1. Period – The calendar year of the Association shall be January 1 to December 31. Election of PNA national officers shall be done on the first regular BOG meeting following the proclamation of the winners in the Annual Convention.

Article XVII
AMENDMENTS OF THE BY-LAWS

Section 1. Amendments – These by laws, or any provision thereof, may be amended or repeal by majority vote of the Board of Governors and majority vote of the members at any regular or special meeting duly held for the purpose.

Section 2. Process of Amendment – Any amendment must pass through the following procedures:

a. The Chapter shall, after a majority vote of its members, submit any proposed amendment to the HOD for deliberation;
b. Upon deliberation, the HOD shall submit the amendments to the Board of Governors and members for approval.
c. The Corporate Secretary submits the amended by-laws to the SEC.

Article XVIII
EFFECTIVITY

Section 1. Effectivity - This By-law shall take effect upon approval by the SEC.

Article XIX
TRANSITORY PROVISION

Section 1. Term of Office – Those elected Board of Governors and COMELEC members after the approval of this Amended By-Laws shall assume office on the next calendar year and shall expire after 2 years. Then all subsequent elections shall hold office for only 2 years until all the Board of Governors and COMELEC members elected for a term of three (3) years shall have served their term. No Governor and COMELEC Commissioner shall be allowed to serve for three consecutive terms.

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2006-0176-0855

BOARD OF GOVERNORS

GOV. JULIUS C. DAÑO, MAEd, MPHC, MN, RN
Chair of the Board of Governors
Governor, Region VII

GOV. LODAR D. ESCOBILLO, MAN, RN
Corporate Secretary
Governor, Region XII

GOV. MILA DELIA M. LLANES, PhD, RN
President
Governor, NCR Zone 6

GOV. EDWARD B. MALZAN, EdD, RN
Vice President for Programs & Development
Governor, NCR Zone 3

GOV. EDELMIRA S. BAJACAN, MAN, RN
Vice President for Finance
Governor, Region III

GOV. NERISSA H. ALONSO, PhD, RN
Treasurer
Governor, Region IX

GOV. GLORIA G. ALMARIEGO, MAN, RN
Governor, NCR Zone 1

GOV. FRED B. RUIZ, PhD, RN
Govenor, NCR Zone 2

GOV. PAULITA B. CRUZ, MAN, RN
Governor, NCR Zones 4 & 5

GOV. LOLITA T. ORACION, MAN, RN
Governor, CAR

GOV. REMEDIOS V. FERNANDEZ, MAEd, EdD, RN
Governor, Region I

GOV. AGNES R. ANTONIO, MSN, RN
Governor, Region II

GOV. AGNES A. CAMACHO, PhD, RN
Governor, Region IV

GOV. DARWIN B. BLANZA, PhD, RN
Governor, Region V

GOV. MERLE L. SALVANI
Governor, Region VI

GOV. ELNORA O. ARGOTA, MAN, RN
Governor, Region VIII

GOV. ELIZABETH C. LAGRITO, EdD, RN
Governor, Region X

GOV. ELSIE A. TEE, PhD, RPh, RN
Governor, Region XI

GOV. JEMIMAH L. BRINGAS, MAN, RN
Governor, CARAGA

GOV. CHARISMA C. UTUTALUM, EdD, RN
Governor, ARMM