



Ministry of Labor &
Social Development
Kingdom of Saudi Arabia



الهيئة السعودية للتخصصات الصحية
Saudi Commission for Health Specialties



الجمعية السعودية للممرضين
Saudi Nurses Association



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Saudi Nurses Association

Constitutions And Bylaws of Saudi Nurses Association

The second edition 2020-2023 AD

SNA: An association with a legal personality, established according to the law of associations and civil institutions issued by the Council of Ministers Resolution No. (61) and the date 18/2/1437 AH and its implementing regulations issued by Ministerial Resolution No. (73739) dated 11/6/1437 AH.



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Saudi Nurses Association

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Definitions, establishment, goals and oversight

Definitions and establishment:

The following words and expressions, wherever they appear in this list, have these meanings:

The Law: The Law of Associations and NGOs.

Executive Regulations: The executive regulations for the system of civil societies and institutions.

Bylaw: The basic bylaw of the Association.

Association: Saudi Nurses Association.

The General Assembly: The highest organ in the association consisting of a group of working members who fulfilled their obligations towards the association.

Board of Directors: The Association's Board of Directors.

Administrative Officer / Executive Director: The first person responsible for the executive body, whether he is an Executive Director, General Director, Secretary General, or otherwise.

The Ministry: The Ministry of labor and Social Development.

Supervising authority: Saudi Commission for Health Specialties.

The Fund: The Associations Support Fund.



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According to the law on associations and civil institutions issued by Cabinet Resolution No. (61) dated 18/2/1437 AH and its implementing regulations Issued by Ministerial Resolution No. (73739) dated 11/6/1437 AH; this association was established by these people:

#	Name	Address	National ID	Source	Date
1	Amal Suliman Barnawi	King Faisal Specialist Hospital and Research Centre	1001159258	Riyadh	1001159258
2	Prof. Ahmed Aisa Aboshaiqa	King Saud University	1055470049	Riyadh	04/04/1442
3	Majed Suliman Alamri	University of Hafr AlBatin	1015298654	Majmaa	23/01/1416
4	Muneera Hamdan Alosimi	Ministry of Health	1011710404	Jeddah	16/11/1422
5	Marim Omar Alshnqiti	Ministry of Health	1021708548	Madina	19/08/1442



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The SAUDI NURSES ASSOCIATION (SNA) CONSTITUTION

Article 1. **The Association:**

The association has its legal personality, and is represented by the chairman of the board of directors according to his terms of reference mentioned in these regulations, and a decision of the general assembly may delegate him to more than that.

The Association will be known as the Saudi Nurses Association (SNA).

The Association has its seat in Saudi Arabia, Riyadh city.

The current contact address of the Saudi Nurses Association:

P.O. Box, Riyadh 12431

Riyadh 12511 - 3158

Kingdom of Saudi Arabia

Telephone: 0114777487 | Email: info@sna.org.sa

Official website: www.sna.org.sa

Article 2. **Vision**

To be the leading voice for nurses that moves nursing profession forward to meet the current and future needs of the Saudi society.

Article 3. **Mission**

To advance the nursing profession and enhance the health status of the Saudi society through raising efficiency and quality of care.

Article 4. **Purpose**

The association realizes its objectives by applying all appropriate means and through the following activities.

Take the responsibility for contributing to nursing profession nationally in order to provide the highest quality of healthcare.

Enable nurses to speak with a common voice on matters pertaining to Nursing and Healthcare in Saudi Arabia.

Aid in the development of autonomous professional practice, client-centered approach, accountability, and interprofessional team collaboration.



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Set the standard of nursing care practice.

Advance the interests of nursing profession and promote the professional development of nurses.

Enable nurses to speak with a common voice on matters pertaining to nursing and healthcare in Saudi Arabia.

Advocate for safe nursing work environment.

Article 5. **Functions**

To promote professional advancement and educational opportunities in the national level regardless of a person's race, color, national origin, ethnicity, age, gender, marital status, disability or economic status.

To conduct and support nursing conferences, symposiums and seminars to explore the issues related to Nurses.

To encourage nursing research, both nationally and internationally, and support publication, distributions and the exchange of results.

To establish an independent reviewed journal to promote both nursing education and disseminate best practices.

Participation in local and international exhibitions and symposiums.

Inviting distinguished and professional nurses to participate in the various activities of the society.

To participate with other stakeholders in the development of training and educational programs for nursing.

To collaborate with the Ministry of Education in promoting nursing education at all levels. Through evaluation of the educational and professional qualifications of all practitioners involved with nurses through special agreements with the concerned agencies.

Presenting nursing consultation to the different health entities to practice activities and ways of qualifying the medical units to be able to provide the services with an acceptable standard of care.

To support establish nursing standards of practice.

To promote healthy work environment for all nurses.

To establish nursing code of ethics.

To provide nursing leadership in all matter of nursing to advance the profession.

Establish clinical rules and guides related to the specialty of nursing.



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To act as a consulting body on all matters related to nursing profession, practice and education.

Article 6. **Objectives**

Facilitating the exchange of scientific and professional information between the society and various institutions inside and outside the Kingdom.

Promote patient safety and healthy nursing work environment.

Develop professional and E-learning in addition to the certification programs.

Actively engage in public awareness and education to promote healthy communities.

Providing the chance for all Nurses professionals with non-discriminatory limit to participate in the scientific advancement of the field.

Facilitating the exchange of scientific and professional information between the society and various institutions inside and outside the Kingdom.

Providing consultations and performing studies that will promote the level of nursing related to the different healthcare organizations.

Cooperate with the Ministry of Health and the Saudi Commission for Health Specialties, in outlining the standards of the practice of Nursing and taking part in supervising and maintaining an acceptable standard of patient care.

Article 7. **Values**

Unity and Loyalty.

Honesty and Transparency.

Respect and Fidelity.

Creativity and Innovation.

Article 8. **Amendments to the Constitution**

Amendments to this Constitution shall be conducted in accordance with Article 10 of the Bylaws.



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The SAUDI NURSES ASSOCIATION (SNA) BYLAWS

Administrative regulation

The association consists of the following:

1. The General Assembly.
2. Board of Directors.
3. The permanent or temporary committees formed by the general assembly or the board of directors.
4. Executive management.

Article 01. Interpretation

In this Constitution and Bylaws of the Association, except where the context otherwise requires:

The singular includes the plural and vice versa, and a gender includes both genders.

Another grammatical form of a defined word or expression has a corresponding meaning.

A reference to this Constitution includes any schedule or annexure.

A reference to a document includes the document as noted, altered supplemented or replaced from time to time.

A reference to SR is to Saudi Riyal currency.

Headings are for ease of reference only and do not affect interpretation.

Article 02. Power



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The SNA shall have the authority to carry out all the activities that promote and support nurses as allowed by the Saudi law, or to lobby for change of law if needed. The SNA Board shall have authority to vote on and act with a majority rule. Individual members agree to abstain from any vote that may present a personal or professional conflict of interest. Alternatively, the Board has authority to determine issues to be brought to the general membership for a majority rule vote.

Finances and Budget

The SNA shall have the authority to carry out all the activities that promote and support nurses as allowed by the Saudi law, or to lobby for change of law if needed. The SNA Board shall have authority to vote on and act with a majority rule. Individual members agree to abstain from any vote that may present a personal or professional conflict of interest. Alternatively, the Board has authority to determine issues to be brought to the general membership for a majority rule vote.

Article 03. Financial, Resources, and Fiscal Year

Members annual subscription fees.

The proceeds of the association sales of publications and bulletins and services related to its activities such as consultations and research forwarded to the others.

The returns of the association scientific programs and training courses and outcomes collected from the institutions formed by the association.

The grants, donations, awards and aids given by the government to the association in addition to the assistants granted to the association by the public organizations, companies, private enterprises and individuals where the Board of Directors decides to accept.

The support given to the association by the Saudi Commission for Health Specialties.

Article 04.

Association Resources and Fiscal Year

The financial resources of the association consist of the following:

- 1 .Membership fees for association membership.
- 2 .Donations, gifts, bequests, and endowments.



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- 3 .Zakat, which is spent in the activities of the association included in the Zakat banks.
- 4 .Revenues from activities with financial returns.
- 5 .Government subsidies.
- 6 .The proceeds from the investment of the association's movable and immovable property.
7. What the association support fund allocates to the association in terms of support for implementing and developing the association's programs.

Fiscal Year

The association financial year starts and ends with the Kingdoms' financial year. The final accounts are to be prepared in accordance with professional rules and customs.

The association Chairman and the treasurer shall be responsible in behalf of the council for the association acts and financial transactions.

The association treasurer and accountant shall prepare the society annual budget incorporating the anticipated revenue and expenditure and forward it to the Board of Directors, who after endorsing it, shall place it together with the final account before the general assembly.

Article 5. Membership

All types of SNA Membership are privileges not rights therefore, the SNA reserves the right to accept or reject any applicant for membership. The SNA does not discriminate in its membership on bases of race, ethnicity, creed, color, religion, gender, marital status, sexual orientation, national origin, ancestry, age, disability any basis that would constitute illegal discrimination.

Membership Categories and Voting Privileges

Full (active) Membership eligibility:

- a) The applicant should be a resident of the Kingdom of Saudi Arabia or one of the Gulf States.
- b) The applicant should forward an application to the association.



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- c) The applicant shall pay the annual registration and subscription fees as decided by the association.
- d) An acceptance of the membership is issued by the Society Board of Directors, and the applicant is then informed.
- e) The Active member will have full voting privileges in all elections and matters open to the full(active) membership.

Associate Membership eligibility

- a) It is granted to non-residents of the Kingdom of Saudi Arabia who hold a recognized certificate in nursing.
- b) Granted to residents and non-residents of the Kingdom of Saudi Arabia who are holding nursing qualifications different from that of the association.
- c) Granted to nurses, medical, applied medicine and other related technical medical students.
- d) Other professionals involved in the specialty that do not have a recognized nursing certificate and do not fulfill the educational qualifying conditions of the active members.
- e) The associate member is exempted from half the annual subscription fee and its committees, without the right of voting.
- f) The Associate member has limited voting privileges in elections and matters open to the general membership where the Board or general membership has voted to include students in the vote.

Honorary Membership eligibility

- a) This Honorary membership is granted by the SNA Board of Directors to those who provides, dedicated, or participated in the development of the association activities regardless of their citizenship.
- b) The award of the honorary membership is decided upon by the association Board of Directors after the approval of the general assembly.
- c) The honorary member is exempted from registration and subscription fees and shall have the right, even if not specialized to attend the general assembly sessions and participate in discussions.
- d) The Honorary member shall not have the right to vote.



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Student Membership eligibility

- a) Any member residing in the Kingdom of Saudi Arabia and actively registered as a nursing student, or any Saudi citizen studying nursing abroad with the intention of returning to the Kingdom of Saudi Arabia to practice nursing.
- b) Voting Privileges.
- c) Limited voting privileges in elections and matters open to the general membership where the Board or general membership has voted to include students in the vote.

Membership Responsibilities

As a member in the Saudi Nurses Association, your responsibilities are:

- a) To actively participate in meetings and SNA events regularly (at least three events annually).
- b) To provide clear and timely communication in response to meeting or event invitations.
- c) To volunteer, when available, at community/national service events called by SNA.
- d) To maintain professional conduct by treating SNA members and other nursing with respect and courtesy.
- e) To help maintain a positive nursing work environment necessary for all nursing professionals.

Joining SNA and Fees

Joining the association should go through the following guidelines:

- a) The request to join SNA must be done via electronic registration. Active database members are retained, and the SNA Board of Directors manages their membership category voting levels.
- b) Fees for membership shall be determined annually by a vote of the SNA Board members and announced to the general membership.
- c) Members joining mid-year shall be charged appropriate prorated fees for the current calendar year based on the date of enrolment.

Duration of Membership, Renewal, and Expiration



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All members will be registered for a period ending with the last day of the current Gregorian calendar Year. Renewal is via an electronic option to renew and pay If applicable. The membership tier should only be reviewed at the time of renewal. Members who are not actively renewed will be removed from the active SNA membership Database. Members can choose to withdraw at any time, however, no refund of any fees paid will be given.

Membership Rights, Benefits and Obligations

Rights

Members give voting rights. All members shall have the right to voice their views and provide inputs and opinions, regardless of voting status. All members have the right to be considered for election to the Board so long as they reside in Saudi Arabia, and will be elected by a vote of the general membership.

Benefits

As a member in the Saudi Nurses Association, your membership benefits are:

- a) Access to members-only online courses.
- b) Free electronic quarterly newsletter.
- c) Eligibility to apply for certification programs, discounts on SNA training programs.
- d) Discounts of (25%) on all SNA's Major events.
- e) Opportunities to travel internationally for fieldwork in collaborative opportunities.
- f) Mentoring on research and publishing in global health.
- g) SNA member fast track receptions.
- h) Opportunities to be connected with SNA fellow the Annual General Assembly Meetings.
- i) Opportunities for professional development and leadership roles.
- j) Eligibility for volunteer opportunities in community service activities.
- k) Access to multi-faceted global health resources on local, national, and international levels.
- l) Invitation to Annual General Assembly Meeting events.



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- m) Right to get a clinical consultation for the latest national and global nursing trends.
- n) Announcements and invitations to local, regional, and national global health conferences.

Obligations

Members are obligated to be forthright about the facts relevant to their membership category qualification, such as Nationality, Saudi Arabian residency status, Nursing or other professional designations. Members must pay annual fees, if applicable, as announced annually by the SNA Board. Members must confirm continued membership qualification status upon annual renewal.

Membership Termination and Rejoining

The membership of the association comes to an end in the following cases:

- a) If the member withdraws his/her membership in writing, or if he/she dies.
- b) If the member loses one of the membership conditions.
- c) If the member fails to pay the annual subscription and a year has elapsed from the due date. In such a case membership will not end without informing the member in writing that he/she should pay subscriptions or will lose his/her membership. That notification should be done within the last three months of the mentioned year.
- d) A member committing intentionally an action or activity that results in material or non-material damage and harm to the society or its Board of Directors or the field of its specialty, may become subject to cancellation of membership. In such a case the termination shall be preceded by an investigation and the decision should be made by The Board of Directors upon establishing the responsibility of the concerned member for the harm that had occurred.
- e) In all cases stated above (except death), membership shall not be terminated without a resolution to the effect being made by the Board of Directors, and the member shall be notified within two weeks of its issuance. If the termination is made, the member shall not be entitled to reclaim his previously paid registration fees, subscriptions, contributions, gifts, donations or their like.



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Voluntary Termination

Members may choose to discontinue participation in SNA activities at any time. However, membership fees are not refunded. Membership officially terminates when renewal confirmation is not completed and/or renewal fee, if applicable, are not paid within the renewal time specified. Members may unsubscribe from SNA mailing list at any time by notifying the Board in writing.

Termination for Cause

If any member behaves in such a way as to harm SNA, the Board may call a special Board meeting to discuss and vote on terminating membership. The member will be notified in writing and shall have a thirty-day period in which to appeal in writing the decision of the Board. The Board will re-evaluate and call a second and final vote on the matter.

Re-joining

Members who voluntarily resign may re-join at any time within the membership category as qualified; however, fees will not be prorated for re-joining members. Members 'terminated for cause' may apply to re-join SNA after a one (1) year term of expulsion. Such matters shall be determined by a final vote of the Board.

Restoration of membership

- a) Membership may be returned to the member upon his request if the reason stipulated in clause 5.11, is ruled out by a resolution from the Board of directors after paying the previous dues or a payment of subscription due for three years, whichever is less.
- b) Membership may be returned to the member who lost it for any of the reasons stated in clause 5.11 by a resolution from the Board of Directors if the member applies for that.
- c) With observance of what is stated in clause 5.13, membership may be returned to the member for the second time which will be considered the last time and after its membership will be lost finally if it is withdrawn for the same reason.
- d) Membership shall not be returned to the member if he loses it for the second time for the reason or reasons stated in clause 5.11.



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Board Member Termination

Board members may voluntarily resign from the Board after giving four (4) weeks written notice to the Board. They may choose to maintain their otherwise qualified status (general, student, or supporting) and termination of such status is as noted above. Board members who fail to fulfil the responsibilities of their role as a Board member or otherwise harm SNA will be the subject of special discussion by Board members. If deemed appropriate a letter seeking an explanation will be sent to the Board member under the signature of the Chairperson. A special Board meeting may be called to vote to terminate their position on the Board.

Duties and Responsibilities of Members

Members of SNA are under no obligation to participate in any meeting, election, or activity but are encouraged to do so. Board members, however, have special duties as outlined in “Roles and Responsibilities for Board Members.

Article 6. Governance

The Board includes an Executive Committee consisting of Chairperson, Vice Chairperson, Secretary, and Treasurer. Additional Board members may include Head of Scientific Committee, Head of Media and Public Relations, International Relations Coordinator.

The General Assembly

The general assembly is the highest authority in the association, and its decisions are binding on all its members and the rest of the association's bodies.

Closed benefit: The services of the association are limited to its members and not others, and only members affiliated with it are entitled to benefit from any of its services except by a reasoned decision by the board of directors, and the board must notify the general assembly at its first meeting of its decision issued in this regard.

Open benefit: The association’s services are for the general community, and those who meet the conditions or standards set by the board of directors are entitled to



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benefit from the association's services, and it is not necessary to participate in the association or pay any subscription to obtain any of these services.

The board of directors has the authority to consider and decide on the membership application for the association, and it deals with the application according to the following conditions:

If the membership applicant is a normal person, the following is required:

1. The membership subscription should be through the platform prepared for that by the Saudi Commission for Health Specialties.
2. To be a Saudi national.
3. Not be less than eighteen years old.
4. To be fully qualified.
5. to be good conduct.
6. He has not been convicted of a crime involving moral turpitude or dishonesty.
7. To commit to paying the membership subscription.
8. Apply to join.

If the membership applicant is a person of legal capacity from private entities, then the following is required:

1. To be a Saudi national.
2. To commit to paying the membership subscription.
3. Apply to join.
4. To appoint a representative of a normal person, and he must fulfill the necessary conditions for membership of a normal person.

The General Assembly shall be concerned with the following:

1. Study the auditor's report on the financial statements for the ended fiscal year, and approve them after discussion.
2. Approve of the draft estimated budget for the new fiscal year.
3. Discusses the Board of Directors' report on the Association's work and activities for the ended fiscal year, and the proposed plan for the new fiscal year, and taking whatever, it deems necessary in this regard.
4. Approve the association's funds investment plan.
5. Elect members of the Board of Directors and renew their term of membership.
6. Nominate a licensed chartered accountant; To audit the association's accounts.
7. Ministry letters.



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8. Have power over any of the association's assets to buy or sell and authorize the board of directors to complete this.
9. Any other topics listed on the agenda.

The Extraordinary General Assembly shall have the following competence:

1. Decide on the resignation or revocation of any member of the board of directors, and the election of a person to occupy vacant positions in the membership of the board of directors, if there is no alternate member.
2. Have the ability to cancel the decisions of the Board of Directors.
3. To propose merging the association with another association.
4. Approval of the amendment of this bylaw.
5. Dissolving the association voluntarily.

The decisions of the Ordinary General Assembly shall take effect immediately upon their issuance, and the decisions of the Extraordinary General Assembly shall not take effect without the approval of the Ministry.

The association must adhere to looking at the topics listed in its agenda, and it may not consider matters not included in it.

The chairman of the board of directors or whoever he delegates calls the members of the general assembly, and the following conditions are required for the invitation to be valid:

1. To be through the approved means of communicating with the members of the association (official letter or e-mail).
2. It should be issued by the chairman of the association's board of directors or whomever he delegates, or whoever has the right to call the association legally.
3. To include the agenda of the general assembly.
4. The place, date and time of the meeting be clearly specified.
5. it should be sent to the member, the ministry and the supervising authority at least fifteen calendar days before the specified date.



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The General Assembly holds an ordinary meeting at least once every financial year, provided that the first meeting of each year is held during the first four months of it, and the General Assembly does not hold an extraordinary meeting except with a prior request from the Ministry or the Board of Directors, or at the request of a number not less than (25%) of the members who have the right to attend the General Assembly.

A member of the General Assembly may delegate another member to represent him to attend the meeting and vote on it, and the following conditions are required for the validity of the delegation:

1. To be through the approved means of communicating with the members of the association (official letter or e-mail).
2. The delegation may be accepted by the chairman of the board of directors or whoever he delegates.
3. A member should not act on behalf of more than one member.
4. It is not permissible to delegate any member of the Board of Directors.

A member of the General Assembly may not participate in voting on any decision if he has a personal interest in it, with the exception of electing members of the Board of Directors.

A meeting of the General Assembly is considered valid if it is attended by more than half of its members, and if this is not achieved, the meeting postponed within a period of at least an hour and a maximum of fifteen days from the date of the first meeting, and the meeting in this case in relation to the Ordinary General Assembly is valid regardless of the members number present, with no less than (25%) of the total members in relation to the extraordinary general assembly.

1. The decisions of the Ordinary General Assembly are issued by the majority of the members present.
2. The decisions of the extraordinary general assembly are issued by a two-thirds majority of the number of members present, and they shall not be enforced except after approval by the Ministry.



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The procedures for the election of members of the Board of Directors shall be according to the following:

1. The Board of Directors announces to all members of the General Assembly who meet the conditions to open the door for candidacy for membership of the new Board of Directors, at least one hundred and eighty days before the end of the term of the Board of Directors.
2. The nomination deadline closes ninety days before the end of the term of the Board of Directors.
3. The nomination shall be made through the platform prepared for this by the Saudi Commission for Health Specialties.
4. The Board of Directors shall submit the names of the candidates to the Ministry, according to the form prepared by the Ministry for this purpose.
5. The ministry approves the final list of candidates, and it is a final decision and not subject to appeal.
6. The Board of Directors must display the list of names of candidates received from the ministry at the association's headquarters or website, and at least fifteen days before the end of the term of the board of directors.
7. Each candidate approved by the Ministry may display his CV on the association's website and at the entrance to the association's headquarters or available electronic means.
8. The names of the election winners are announced, and they are the ones who get the most votes according to the number of council members, and in case the votes are equal, the winner of the last seat will resort to the lottery, unless one of them cede.
9. The General Assembly shall elect the new members of the Board of Directors from the list of candidates through the platform prepared for this. The new Board of Directors shall provide the Ministry with the names of the members who were elected within a maximum of fifteen days from the date of the election. To put a copy of it in the association file.
10. The election of new members of the Board of Directors (the president, deputy and financial supervisor) takes place as soon as the results are announced through the platform prepared for that. A copy of the electoral process report is sent to the ministry to ensure that it proceeds according to the system, the executive regulations and the founding bylaw.



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11. The new formation of the Board of Directors shall be published in the association's register.
12. The Board of Directors continue their administrative, but not financial, functions until a new Board of Directors are elected.

Organizational Structure

The association's Board of Directors shall be composed of:

- a) The management of the Association shall be performed by a Board of Directors. The number of its members shall be between seven and eleven elected by the general assembly in secret ballot from among the society active members nominated for the Board of Directors membership and who are qualified for nomination.
- b) The council membership term is three renewable years.
- c) If a member of the Board of Directors becomes absent of the Board meeting three successive times without an acceptable reason, he will be considered as resigned.
- d) When a seat in the membership of the Board of Directors becomes vacant for any reason, the Board shall be entitled to select a substitute member. In such a case priority shall be given to the members who ran for the last elections in the order of higher acquired votes. The general assembly shall be informed of such a choice in its first meeting after incorporating that member in the Board of Directors.

Election of Members of the Board

- a) All correspondence in relation to nominations, elections and voting will be by electronic means.
- b) Only current members who are eligible to vote in General Elections will be entitled to nominate persons for a position on the SNA Board.
- c) Nominees must be current general members of SNA and give consent to serve if elected.

Nomination procedures are as follows

It is not permissible to nominate a person for more than one (1) position in the same election.



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Election procedures are as follows

- a) Each member shall be entitled to vote for Board members according to the voting status of their membership level, this includes Board, General, and Student members.
- b) The persons elected shall be those receiving the highest number of votes in the appropriate section of the ballot. If two candidates receive an equal number of votes, there will be a second round of voting. If the tie continues, incumbent Board members will cast the final.

Conditions of Election for the Membership of the Board of Directors

- a) Shall be classified and registered in the Commission within the specialty of the Association.
- b) Shall have been an active member of the Association for a period of not less than one year, the first session shall be exempted.
- c) The member must apply for the candidacy in person or accept nomination from others.

Conditions of Election for the Membership of the Board of Directors of the Association

- a) The election shall be by electronic ballot through the department of the societies in the Commission.
- b) Candidates shall be announced through the various means of communication at the Association.

Eligibility to Vote for Membership of the Board of Directors of the Association

- a) The voter shall be an active member of the society during the holding of the General Association for the elections of the members of the Board of Directors of the Association for the coming period.
- b) 50 registered members in the society are required to vote at the election of the Board of Directors in the first session.
- c) Association shall provide a modern means of communication of its own.



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Administrative Officer and Executive Director

The Board of Directors appoints the Administrative Officer / Executive Director by a decision issued by the Board that includes all the Director's data and explains his powers, responsibilities, rights, obligations and salary in light of the Law, the Executive Regulations and these Regulations, and his salary is determined in the decision through an independent committee of the Board of Directors tasked with studying the manager's competencies, qualifications and experiences and determining his salary based on Therefore, taking into consideration the scope and average salaries of executives in associations of similar size and scope, a copy of his appointment decision, and the rationale for his salary, shall be sent to the Ministry, with a copy of his national identity card and contact information attached to him

The administrative officer / executive director must manage the association, end its daily business, follow up on all its departments and divisions, prepare the necessary plans to achieve all its goals, and work to organize and develop them.

If the association is unable to appoint a dedicated executive director for its business for any reason; The Board of Directors, after the approval of the Ministry, may assign one of its members to undertake this work temporarily, and in this case the designated member does not lose his right to attend and discuss the Board of Directors meetings without voting on its decisions.

The board of directors, before appointing the administrative officer / executive director of the association, must verify that the following conditions:

- 1.To be a Saudi national.
- .2He must be fully qualified according to Sharia.
- .3He shall not be less than (25) years old.
- .4To be free to run the association.
- .5To have experience of no less than (10) years in administrative work.
- .6His certificate should not be less than a master's degree.

Board members general responsibilities



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- a) Board members are unpaid volunteers who will have an equal and fully functional role in the development and implementation of SNA strategic plans. They should attend Board meetings and participate in any electronic or other media communications of the Board.
- b) Board members should work together to achieve and maintain financial stability and ensure that proper financial records, policies and procedures are maintained, in order to conduct the business of SNA.
Board members may be required to submit reports to the Board from time to time as requested by the Chairperson.
- c) The Board member/s may be allocated specific responsibilities to ensure that SNA affairs are effectively carried out.

Board of Directors Rights

- a) Suggestion the budget.
- b) Preparation of the general assembly agenda.
- c) Suggestion of the society general policy in accordance with the objectives stated in these rules and submitting it before the general assembly for approval.
- d) Suggestion of the internal regulations of the Association and arrangement of the Association performance.
- e) Setting up committees and specialized groups to perform the various society tasks and activities.
- f) Annual report listing the various annual activities, submitted to the Council of Societies after the report has been endorsed by the general assembly.
- g) Specification of the member's annual subscriptions.
- h) Approving the performance of the studies and researches.
- i) Approving for holding the symposiums, seminars and study courses in accordance with the Saudi Commission for Health Specialties regulations.
- j) Accepting donations, grants and awards.
- k) Follow up the execution of the resolutions of the Saudi Commission for Health Specialties.
- l) Election of the Board of Directors Chairman, his deputy and the society treasurer.

Signatory responsibilities



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- a) Any government correspondence or documents with financial elements involving parties outside the SNA should be with signature of the responsible Board member.
- b) Financial documents and cheques require two (2) signatures, including the Treasurer and Chairperson or Vice Chairperson.
- c) Meeting minutes after approval of the Board by the Chairperson.
- d) Regular or usual documents (such as reports, certificate of membership, etc.) by the Board member in charge of such document or the business being conducted.
- e) Unusual documents (such as changes to the constitution, Bylaws, or disciplinary actions, legal documents, etc.) to be signed by the four (4) Executive Committee Members.
- f) Annual reports by the Chairperson.

Board Members specific responsibilities

Chairperson

The elected Chairman of the Association is the head of the Board of Directors, and he is entrusted with the following tasks:

- a) He shall assume the general management of the Association and shall head its meetings.
- b) Approve the agenda of the Board of Directors.
- c) Calls the general assembly meetings.
- d) Signs documents entailing financial obligations or ethical responsibilities.
- e) Represent the Association in the occasions, for which the society is invited.
- f) Represents the Association in front of others and acts on its behalf in communication with the official and non-official organizations inside or outside the kingdom.
- g) Issue circulars and decisions resulting from meetings of the Board of Directors.

Vice Chairperson

The Vice Chairperson shall assist the Chairman, and in his absence, the Deputy shall perform the Chairman duties and assumes all his rights.

Secretary



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The tasks of the Board of Directors Secretary shall be:

- a) Assist the chairman in the management of the Association and shall prepare the agenda of the meetings and submit to the Chairman for ratification.
- b) Edit and submit the annual report of the Association to the Chairman for ratification.
- c) Edit and record the minutes of the meetings of the Board of Directors and the General Association in their respective records.
- d) Supervise the record of the members and the record of the minutes of the meetings.

Treasurer

The tasks of the Treasurer:

- a) To receive the subscriptions and all other society financial dues.
- b) To make all the payments claimed from the society.
- c) To sign the internal documents that are related to his duties.
- d) To deposit the society money in one of the banks inside the city where the society is located.
- e) He shall also co-sign with the chairman on financial payments.

To prepare the annual budget report after having it revised by the certified accountant and submit it before the Board of Directors for endorsement and then to submit it before the general assembly.

- f) To keep the financial register of the society and bear the responsibility of preserving it.

Article 7. SNA Committees

The General Assembly may form permanent committees to carry out continuous tasks, and it and the Board of Directors may form temporary committees to carry out specific tasks in terms of their nature and duration.

The decision issued to form each committee determines its name, the number of its members and its functions, including naming its head, provided that one of them is a member of the Board of Directors.



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The Board of Directors sets the necessary rules and procedures to organize the work of the committees and how to coordinate them and approve them by the General Assembly.

Advisory Committee

- a) Advisory Board provides technical, administrative, financial and marketing consultations to the Council.
- b) Adoption of policies and procedures related to continuing education and training.
- c) Coordinates with the Scientific Council for specialization.
- d) Coordination with the relevant universities and educational facilities.
- e) Follow-up and evaluation of the work of scientific and research committees.
- f) Provide support to the scientific committee for the annual conference.
- g) Build strong relationship between the SNA and other professional entities such as national committees, SCFHS councils, academicians, prospective nurses at nursing schools and universities etc.

Scientific Research and Publication Committee

- a) To identify and advise the SNA Board of Directors, Chief Executive Officer and staff on nursing research issues from a research perspective.
- b) To develop strategies in partnership with SNA to promote nursing research in Saudi Arabia.
- c) To identify and advise members of links to research resources.
- d) To spread a culture of scientific research.
- e) To collaborate with the designated institutions in seeking funding sources to support nursing research activities.
- f) Building research capacity of members.
- g) To advocate governments and other granting bodies to fund nursing research.
- h) Perform research as necessary to prove statements made in material submitted.
- i) Providing guidance and support to researchers.
- j) Doing research competitions.
- k) Work on issuing an electronic scientific periodic newsletter.
- l) Work on issuing a peer-reviewed scientific journal.



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Continuous Professional Development Committee

- a) To build professional development opportunities through credentialing and certification programs.
- b) To design and implement the educational needs of the educational and job training programs.
- c) Evaluate and credential training and educational programs submitted by healthcare and academic institutions.
- d) Coordinate, organize, and implement training and educational activities (lectures, symposia, workshops, etc.)
- e) Revising and approving the scientific contents of the E-learning nursing programs.

Social Engagement & Public Relations Committee

- a) Provide social awareness-raising messages to the community to promote nursing.
- b) Design and promote healthy choices and preventive programs.
- c) Build a strong relation with the community and the media and highlighting the role of the association.
- d) Supervising the website and social accounts of the association.
- e) Communication with various media.
- f) Printing and distributing awareness and informational brochures, highlighting the professional scientific, medical and research achievements of the members of the society for public opinion.
- g) Search for financial tributaries to support the association.
- h) Coordination to announce the activities of the association in newspapers, magazines and other media.



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Article 8. **Meetings**

Annual General Meeting (The General Assembly)

The Association is constituted of all the active members who have paid their annual subscriptions.

The General Assembly shall hold an ordinary meeting in a date to be fixed each year.

The Board of Directors shall prepare the general assembly agenda and the Association Chairman shall call for the meeting.

The general Assembly can hold an extra ordinary meeting upon the demand of the fifth of the membership or upon the demand of the society Chairman.

The provisions of Board of Directors extra ordinary meetings shall be applied with regard to the general assembly extra ordinary meetings.

The general assembly meetings shall be considered valid with presence of the members attending them.

The members shall be called for the meeting in writing in a period of not less than sixty days before the meeting date.

If a member is not able to attend the meeting, he can authorize another active member to act on his behalf. Such an authorization shall be done by letter signed by the requesting member and endorsed by the Association.

The authorized member shall have the right to vote in the name of the member authorizing him, unless there is a provision to the contrary.

General Association Meetings

- a) Meetings of the General Association shall be valid in the presence of at least 50 members and shall be announced on its website by 30 days prior to their convening.
- b) The ballot shall be permitted through the approved means of communication and the secure website with the approval of the Commission.
- c) In the event of a lack of quorum for convening the ordinary meeting of the General Association, the meeting shall be prepared for and held in three months



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from the date of the first meeting. Should there not be a quorum for the second time, the meeting shall be considered valid by whoever attended.

In the event the General Association meeting coincides with the election of a new Board of Directors, the current Board of Directors shall be extended until the election of a new Board of Directors.

d) In the event a new Board is not elected, the old Board of Directors shall be entitled to exercise its authority for a maximum period of 6 months. The Executive Council shall then form a provisional council in accordance with the regulations.

Scope of the General Association

The General Association shall endeavor to achieve the objectives of the Association and shall have these functions:

- a) Approve the annual budget and final accounts of the Association for every year.
- b) Approve the annual report prepared by the Board of Directors on the activities of the Association.
- c) Elect members of the Board of Directors.
- d) Discuss and approve the work plan submitted by the Board of Directors. 5. Propose the dissolution of the Board of Directors and the organization of new elections, under the supervision of the Executive Council of the Scientific Health Societies.
- e) Approve the establishment of branches of the Association upon the recommendation of the Board of Directors, then submit to the Executive Council of the societies.
- f) Appoint an external legal auditor for the accounts of the Association and determine his/her fees.
- g) Propose the amendment or deletion of certain articles or paragraphs of the Main Bylaw to keep abreast of the developments, in a way that shall not contradict the general framework and the main bylaw of the Health Professional Scientific Societies approved by the Commission.

Special General Meetings

The Board may at any time call a special meeting of members to discuss business or call for discussion or vote on current topics of interest or importance.



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Notice should be given at least 60 days in advance and locations should be considered in various regions as feasible.

Board of Directors Meetings

The Board of Directors shall hold an ordinary meeting at least every three months and shall be considered valid when two-third of the members are present.

The Board may conduct extraordinary meeting if requested by at least half of the members, one-fifth of the General Association members or the Chief of the Association. The extraordinary meeting shall be held to discuss issues included in the request of its convening, any matter not mentioned in the request shall not be discussed.

Decisions of the Board of Directors shall be valid when issued by a majority vote of those present. In the case of equal votes, the Chairman shall have the casting vote. A member of the Board of Directors may not delegate any member to represent him/her in any meeting.

Electronic means of video and audio shall be considered equivalent to personal attendance.

The method of attendance shall be stated in the minutes of meetings.

Notice of Meetings

It is the responsibility of the Secretary to provide notice of meetings to all members.

At least 90 days' notice of an Annual General Meeting shall be given to those entitled to receive notices of meetings.

The 'Notice of Meeting' must:

- a) Set out place, day and time of meeting.
- b) If the meeting is to be held in more than one (1) place, the real-time communication technology should be used to facilitate this.
- c) State the general nature of the business to be transacted at the meeting.
- d) Include an electronic voting option in a form determined by the Board to allow a voting on any motion for a period of five (5) working days after the session.



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Special Resolutions

If a Special Resolution is to be proposed at the meeting, the ‘Notice of Meeting’ must specify an intention to propose a Special Resolution, state the full text of the Special Resolution and the name of the Member making the proposal.

Agenda Items

A Member desiring to bring any business before a meeting of Members may do:

- a) Ensuring the item reaches the secretary no later than one week prior to the scheduled meeting of Members.
- b) Members will be given the opportunity of requesting ‘items without notice’ for discussion at the General Members meeting to be included in the current agenda, at the beginning of the General Members meeting.
- c) Agenda items without notice will be heard providing there is sufficient time available in the schedule of the meeting.
- d) All agenda items unable to be addressed because of time constraints, will appear as an agenda item ‘with notice’ at a newly called special meeting.

Elite Members

Items of Business’ will not be transacted at a meeting of Members unless the elite of members entitled to vote under this Constitution is present at the commencement of the meeting and continues to be present during the time the meeting is considering the item.

- a) The elite for members meetings will be the presence in person, whether physical or through real-time communication technology of 30% of the members entitled to vote or 50 members, whichever is less.
- b) If within half an hour (30 minutes) after the appointed time for the commencement of a meeting of Elite Member is not present, the meeting is adjourned to such day and such a time and place as the Board determines.



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Decisions on questions

A question arising at a meeting of members is to be determined on a show of hands and a count of electronic votes, if applicable and unless a poll is demanded, a declaration by the person presiding that a Resolution or Special Resolution has been carried or carried unanimously or carried by a particular majority or loss. An entry in the minutes to that effect is to be recorded. At a meeting of members, a written poll may be demanded by the person presiding or by not less than three members present in person.

Where a written poll is demanded at a general meeting, the written poll must be taken:

- a) in such a manner and at such time before the close of the meeting as the person presiding directs.
- b) the Resolution or Special Resolution of the written poll shall be deemed to be the resolution of the meeting on the matter.
- c) Independent scrutineers shall count votes at either open or secret ballot.

Voting

Voting is to be determined on a show of hands and a count of electronic votes, if applicable and unless a poll is demanded, a declaration by the person presiding that a Resolution or Special Resolution has been carried or carried unanimously or carried by a particular majority or loss. An entry in the minutes to that effect is to be recorded.

At a meeting of members, a written poll may be demanded by the person presiding or by not less than three members present in person.

Where a written poll is demanded at a general meeting, the written poll must be taken:

- a) Only bona fide members are entitled to vote at a general meeting of the SNA.
- b) Subject to clause 8.10, upon any question arising at a general meeting of the SNA, a Member has one vote only on electronic, written poll, or show of hands, as applicable.
- c) All votes must be given personally or by electronic venue.
- d) In the case of a 'tie' of votes on a question at a general meeting, the person



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presiding is entitled to exercise a second or casting vote in addition to the person presiding's vote as a Member.

Article 9. **Resources Management**

All financial resources of SNA are by default 'Held in Trust' for SNA. All records of income and expenditure and transfer of monies to SNA trust will be maintained by the SNA Treasurer.

Article 10. **Amendments to the Constitution**

Proposed amendments to this constitution may be raised at any regular business meeting at the first of this version, if the proposed amendment has been submitted in writing at the previous regular business meeting. After one year, any other amendments can be discussed and revised annually. The proposed amendments may be accepted by a two-thirds (2/3) vote of those voting, providing a quorum is present.

An amendment to the Constitution, or anything else that has already been adopted, goes into effect immediately upon its adoption, unless the 'Motion to Adopt' specifies a time for its going into effect, or the assembly has previously adopted a motion to that effect.

While the amendment is pending, a motion may be made to amend by adding a proviso similar to this, "Provided, that this does not go into effect until after the close of this annual meeting."

Alternatively, while the amendment is pending, an incidental motion may be adopted that in case the amendment is adopted it shall not take effect until a specified time. This requires only a majority vote.

Article 11. **Dissolution**

The SNA may be dissolved by a Resolution passed by a two-thirds (2/3) majority of those present and voting at a Special General Meeting Assembly convened for the specific purpose of dissolution, for which ninety (90) days' notice shall have been given to the members.

Such resolution may give instructions for the disposal of any assets held by or in the name of the SNA. Property and assets remaining after the satisfaction of all debts and liabilities such property shall not be paid to or distributed among the



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members of the SNA, but shall be given or transferred to such other institutions having objectives similar to some or all of the objectives of the SNA. The SNA may determine if and in so far as effect cannot be given to this provision then to some other charitable purpose.

Article 12. **Legal Status**

Saudi Nurses Association (SNA) is a professional non-profit association. It is under the umbrella of the Saudi Commission for Health Specialties (SCFHS) that operates with autonomy in its activities with notice of minutes and plans provided to SCFHS.

Article 13. **Glossary**

Acronyms

MOH: Ministry of Health

SCFHS: Saudi Commission for Health Specialties

SNA: Saudi Nurses Association

Defined Terms

In this Constitution unless the contrary intention appears:

Adoption Date means the date on which a Special Resolution for the approval on adoption of this constitution is passed in a general meeting Assembly of the Saudi Nurses Association.

Board means the Board formed and operating in accordance with clause 6.01 of this constitution.

Board Member means a member of SNA serving on the leadership Board who has been elected from the general membership of SNA by majority vote in accordance with clause 6.02

Bylaws are a set of rules established by the SNA to regulate itself, as allowed or provided for by the Constitution.

Chairperson means a member of the SNA serving on the leadership Board who has been elected from the general membership of SNA by majority vote in accordance with clause

The Chairperson serves as the Chief Volunteer of the organization and provides leadership to the Board.



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Constitution means the constitution of the Saudi Nurses Association as amended from time to time.

General Member means any member who resides in Saudi Arabia and meets the ICN (International Confederation of Nursing) definition of “Nurse” with a valid license to practice Nursing in Saudi Arabia or their country of nationality, whether actively practicing as a nurse in Saudi Arabia or not.

Governance Policies means the policies developed and adopted by the Board for the management of the Saudi Nurses Association and its affairs.

Gregorian Calendar Year means the internationally accepted and the most widely used civil calendar. The Gregorian calendar commences on the 1st January of each year and continues until 31st December of the same year.

Member means a registered Member of the Saudi Nurses Association.

Nurses means any person registered by an approved registering body to practice Nursing.

Elite the minimum number of members present to proceed with business at any given session as defined above.

Representative means a person appointed by the Saudi Nurses Association to act as its representative.

Resolution means a resolution passed by the affirmative vote of more than 50% of Members at a meeting of Members, either in person, by proxy or by electronic vote (if applicable).

Secretary means any person appointed by the General Membership to perform any duties of a secretary of the Saudi Nurses Association under clause 6.13.



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Special Resolution means a resolution passed by the affirmative vote of more than 75% of Members at a meeting of Members, either in person, by proxy or by electronic vote (if applicable).

Student Nurses means any person who is studying towards initial registration as a Nurse.

Student Member means any member who resides in Saudi Arabia and is actively enrolled as a Nursing student, or any Saudi Arabian National who is studying Nursing abroad with intent to return to Saudi Arabia to practice Nursing.

Supporting Member means anyone of any job title, regardless of residential status, who is interested in supporting Nursing in Saudi Arabia. These members may not vote but may contribute input for consideration.

Treasurer means a member of the SNA serving on the leadership Board who has been elected from the general membership of SNA by majority vote in accordance with clause 6.02. The treasurer performs the duties as listed under clause 6.14.

Vice Chairperson means a member of the SNA serving on the leadership Board who has been elected from the general membership of SNA by majority vote in accordance with clause 6.12. The Vice Chairperson's main role is that of support to the Chairperson and in the absence of the Chairperson, is expected to fulfil the role and functions of the Chairperson.



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General Provisions

These regulations govern the association and its bylaws are based on them, and what is not mentioned, the provisions of the Associations and Institutions Law shall apply to its eligibility and the executive regulations.

The implementation of these regulations begins from the date of its approval by the Ministry.