

## **Article I – Name, Mission, and Tax Exemption Status**

**Name:** The name of the Association is The National Association of Catholic Nurses, U.S.A. (NACN-USA).

**Mission:** The National Association of Catholic Nurses, U.S.A. gives nurses of different backgrounds, but with the same Roman Catholic values, the opportunity to promote moral principles within the Catholic context in nursing and stimulate desire for professional development. This approach to Roman Catholic doctrine focuses on educational programs, spiritual nourishment, patient advocacy, and integration of faith and health. As we continue to share our faith and values with each other, and with other healthcare providers, we simultaneously reach outward to the larger Church and also our communities, as we offer support to those in need.

**Tax Exemption Status:** The National Association of Catholic Nurses, U.S.A. is a 501-C3 tax exempt organization under the auspices of the United States Conference of Catholic Bishops. **If a Council wants to become a 501C3 organization, they must secure their own tax exemption status.**

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## **Article II – Patroness**

Our Lady of the Immaculate Conception

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## **Article III – Motto**

Unity in Charity

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## **Article IV – Objectives**

### **Objectives:**

1. To promote education in Catholic nursing ethics.
2. To nurture spiritual growth.
3. To provide guidance, support, and networking for Catholic nurses and nursing students, as well as other healthcare professionals and non-healthcare professionals who support the mission and objectives of the NACN-USA.
4. To advocate for those in need through efforts which integrate faith and **health**.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## Article V – Spiritual Oversight

**Section 1. Episcopal Advisor:** Oversight of this Association shall be subject to the jurisdiction and approval of the Bishop of the Diocese of Joliet, Illinois.

**Section 2. Spiritual Director:** The Spiritual Director for the Association may be the Episcopal Advisor or another Bishop (or other designee approved by the Episcopal Advisor).

**Section 3. Priest Chaplain:** A priest may be designated by the Episcopal Advisor or the Spiritual Director to serve as Chaplain to the Association.

NACN-USA BY-LAWS - VOTE – 10-11-2011

## Article VI – Membership

Individuals may be designated as General, Constituent, Student, Associate, or Honorary members in the Association and hold voting or non-voting memberships.

### Section 1. Voting Memberships:

#### A. General Member:

1. General membership in the Association is open to Catholic nurses (registered professional, licensed practical/vocational, or retired) residing in the United States or its territories, in areas without an independent local or regional Council affiliated with the NACN-USA.
2. Application for General membership is made directly to the NACN-USA.
3. Annual dues, as set by the Board of Directors, for General membership are paid to the NACN-USA Treasurer by March 1st
4. General Members will have a vote and are eligible to serve as a Board officer, Regional Representative, or on a committee.

#### B. Constituent Member:

1. Constituent membership is open to Catholic nurses (registered professional, licensed practical/vocational, retired) residing in the United States or its territories, in areas with and without an independent local or regional Council affiliated with the NACN-USA.

2 When making application to NACN-USA dues are sent directly to the NACN-USA Treasurer along with the application.

3. When making application to a Council dues should go directly to the Council along with the application.

4. Annual dues, as set by the Board of Directors, for Constituent membership are paid directly to the NACN-USA Treasurer by March 1st.

Council dues is payable to the Council Treasurer.

\*Note: If more than one Council is joined, the name(s) and dues for the additional Council(s) must be included with Annual dues to the appropriate Council.

4. Constituent Members will have a vote and are eligible to serve as an officer, Regional Representative, or on a committee.

### Section 2: Non-voting Memberships

#### A. Student Member:

1. Student membership will be open to all Catholic nursing students and other students who agree with the values of the Catholic Church and the Association's philosophy and who are attending an accredited nursing program in the United States or its territories. Students with an approved leave of absence from their school of record are also eligible for membership.

- 2. Application for Student membership is made directly to NACN-USA. When an affiliated Council invites Student Membership, the Council application must also be included. There are no dues for pre-licensure student membership.

4. Student Members shall have a voice, but are non-voting members, and may not serve as an officer, Regional Representative, or on a committee.

Exception: Students can serve as a member of the Education, Practice, & Research Committee or the Membership Committee only.

#### **B. Associate Member:**

1. Associate membership will be open to non-Catholic nurses and other non-nursing healthcare professionals who accept Roman Catholic values and moral principles within the context of nursing.

2. Application for Associate membership is made directly to the NACN-USA.

\*Note: When an affiliated Council invites Associate Membership, this application must be accompanied by a letter of support from a General or Constituent Member of NACN-USA. The support letter identifies the applicant's work in, or support of, nursing/healthcare for at least one year, and how the applicant would support or promote the mission and objectives of the NACN-USA.

3. Annual dues for Associate membership are paid by March 1st and include annual dues for membership in an affiliated Council when applicable).

4. Associate Members shall have a voice, but are non-voting members, and may not serve as an officer, Regional Representative, or on a committee.

#### **C. Honorary Member:**

1. Honorary membership will be open to any person who has aided in the foundation, development, or activities of the NACN-USA, or an affiliated Council, in any outstanding manner.

2. An individual may be recommended for honorary membership as a General or Constituent Member, by nomination from a current member through a letter of support that is submitted to the Board of Directors of the NACN-USA. The letter must identify the applicant's contribution and support to the Association or the affiliated Council, and how these contributions reflect the mission and objectives of NACN-USA.

3. The NACN-USA Board of Directors will review and vote on the recommendation for honorary membership.

4. There are no dues for Honorary Members.

5. Honorary Members will have a voice, but are non-voting members, and may not serve as an officer, Regional Representative, or on a committee.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## Article VII – Governance

Governance of the Association will be by the Board of Directors, with input from the Standing Committees, Ad-Hoc Committees, and **Membership**. Elected Officers shall be President, President-Elect, Recording Secretary, Corresponding Secretary, Treasurer, and Regional Representatives.

### Section 1: Voting Members of the Board of Directors

A. **Voting Members and Voice in Decision-Making:** President, President-Elect, Recording Secretary, Treasurer Corresponding Secretary, and Regional Representatives.

Note\* **Regional Directors are elected** from each of **6** Regional Districts designated by the Association (Northeast, Southeast, Midwest, **North Central**, Northwest, and Southwest).

B. **Non-voting Members of the Board of Directors: Spiritual Director and Immediate Past-President.**

### Section 2: Standing and Ad Hoc Committees:

A. **Standing Committees:** The Association shall have Standing Committees, of which, members may be elected, appointed, or volunteer as determined by these By-Laws:

Standing Committees:

By-Laws

Membership and Elections

Ethics and Spirituality

Awards

Education, Practice, and Research

**Communication**

**Newsletter/Publicity**

**Social Media**

B. Ad Hoc Committees: **Special Committees or Task Forces determined by the President or the Board of Directors** on an as needed basis.

## Article VIII – Elections

**Section 1. Elections of the Association:** Members of the Board of Directors (other than the Spiritual Director and Immediate Past-President) are elected. **Changes to By-Laws require a Membership election.**

### A. Eligibility for Membership on Board of Directors:

1. Anyone who has been a General Member or a Constituent Member of the NACN-USA for at least the previous one year is eligible for election to an officer position. Other than the President-Elect, for which a minimum of at least the previous two years membership in the Association is required

\*Note: The Presidency is succeeded from the position of President-Elect, so an election does not take place for this position.

2. Anyone who has been a General or Constituent Member of NACN-USA for at least the previous one year is eligible for election as a Regional Representative.

\*Note1. Council officers are not eligible for election to the Regional Director position unless the Council position is completed before the Regional Director period would begin.

\*Note2. Members may hold only one elected national office at a time.

### B. Terms of Office for Elected Members of the Board of Directors:

The term of Office for all elected Members of the Board of Directors is two years.

1. President: The Office of President shall be through succession from the Office of the President in even numbered years.

2. President-Elect: The Office of President-Elect shall be in even numbered years.

3. Corresponding Secretary: The Office of the Corresponding Secretary shall be elected in even numbered years.

4. Recording Secretary: The Office of the Recording Secretary shall be in odd numbered years.

5. Treasurer: The Office of the Treasurer shall be in the odd numbered years.

6. Regional Representatives: Three Regional Representatives (NC, NE & SW) shall be in the even numbered years. Three

Regional Representatives (NW, MW, & SE) shall be elected, in the odd numbered years.

### C. Election Process:

1. The Membership & Elections Committee shall conduct scheduled and special elections of the Association each year, or more frequently if needed. Ballots made available for regularly scheduled elections to all voting members, either electronically or in writing by U.S. Postal Service, by January 15th.

\*Note: For Special elections (e.g. By-Laws changes) a similar process is followed with dates for ballot return, Membership and Elections Committee review and a report submission date to the President or By-Laws Committee, depending on the special election topic, being defined prior to ballot distribution.

2. The Membership & Elections Committee shall tally all ballots that are returned by March 1st for regularly scheduled elections and additional elections as needed. A majority of votes for a candidate (or candidates, if more than one seat is available) shall constitute an election for a position.

3. The Chairperson of the Membership & Elections Committee announces the winners to the President by March 15th.

4. All newly elected persons shall be formally announced to the membership and formally recognized for their positions either in person or via other conferencing means.

5. All ballots and other records of any election shall be preserved by the Chairperson of the Membership & Elections Committee for one year after the election of a candidate and two years for any By-Laws revisions.

6. Individuals appointed to fill a vacated Board of Directors position will serve out the remainder of the vacated term. For consideration to most vacated Board of Directors position, the individual must be a General or Constituent Member in good standing for a minimum of one year.

\*Exception: If the position under consideration is for the President or Vice-President, the appointed individual must be a General or Constituent Member for a minimum of two years.

**D. Term Limits:**

1. The positions of President and President-Elect are for one term only due to the automatic succession of the President-Elect to President.
2. The Immediate Past-President position is for one term only due to the automatic succession of the President.
3. For all other positions, persons may not be elected to serve more than three consecutive terms in the same position.
4. No person shall serve in elected positions of the Board of Directors for a total of more than eight consecutive years
5. No elected person shall hold more than one position in the Board of Directors simultaneously.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

**Article IX – Duties & Responsibilities: Officers & Board of Directors**

**Section 1. Officer and Board of Directors:** Each officer and member of the Board of Directors is responsible for duties of his/her individual position and shared duties of all Board of Directors members.

**Section 2. Officer Duties and Responsibilities:**

**A. President:**

The President Shall:

1. Serve as the official representative of the Board of Directors.
2. Act as Chairperson of the Board of Directors.
3. Perform such duties as coordinating and promoting the growth, function, and sustainability of the Association.
4. Establish a meeting schedule at least 3 months in advance and preside at all meetings of the Board of Directors and the Association as a whole. A written meeting agenda is provided at least one week in advance of these routine called meetings.
5. Call special meetings of the Board of Directors as needed.
6. Serve as a non-voting Ex-Officio member of all Standing and Ad Hoc committees.
7. Notify Officers, Regional Representatives, and Committee Members of their elections/appointments, and conduct announcements and recognition activities accordingly.
8. Appoint Chairpersons for the Standing Committees in accordance with the approval of the Board of Directors.
9. Appoint an independent accountant to conduct an external review every other year in June of odd numbered years).
10. Appoint Ad Hoc committees, as needed, with the approval of the Board of Directors.
11. Sign vouchers or expenditures, for any amount over \$250.00  
\*Note: Another designated officer may do so in the President's absence, other than the Treasurer.
12. Sign checks, as needed, in addition to the Treasurer being able to do so.
13. Oversee the maintenance of the Association's web site in collaboration with the Webmaster, the Recording Secretary, or any other person(s) designated by the President.
14. Seek input from the Board of Directors, Standing Committees, Ad Hoc Committees, and membership-at-large during the first year of office, in order to prepare a Two-Year Action Plan and Budget.

\*Note: Seek approval of proposed Action Plan and Budget from the Board of Directors as soon as possible and share the approved documents with Association members. Requests for interim revisions to the Action Plan or Budget may be submitted, with supporting rationale, to the Board of Directors for consideration and subsequent approval following input of any committee(s) which may be impacted by the proposed revisions).

Changes made to the Action Plan or Budget must be reported to all members of the Association within 30 days following approval.

15. Act as a liaison for any ethical concerns raised by members on those issues raised by inquiries from outside of the Association.

16. Act as liaison for existing independent local and regional Councils affiliated with the NACN-USA, those Councils in the formation/development phase, and to persons making inquiries about beginning a Council, through appropriate means of communication and interaction.

17. Attend at least one meeting of an affiliated local or regional Council while in office (or the President-Elect may attend on behalf of the President).

18. Attend the biennial CICIAMS General Council meeting at least once during a term (or the President-Elect or other designated Officer may attend on behalf of the President).

19. Give written/electronic reports of the duties/activities of the position, as appropriate, at all meetings of the Board of Directors, for dissemination to the Association membership.

20. Prepare a written Annual Summary Report prior to the end of June each year for inclusion in the next Board of Directors Meeting Minutes and a variety of communication opportunities across the Association's membership. The President's Annual Summary Report can be forwarded to other Associations or interested parties, as indicated, following acceptance by the Board of Directors.

21. Submit receipts to the Treasurer for reimbursement of costs incurred for travel as required by position of the President (or the President's designee) for the business of the Association.

#### **B. President-elect:**

The President-elect shall:

1. Assume all duties in the absence of the President.

2. Perform such duties as are assigned by the President or the Board of Directors.

3. Attend all meetings of the Board of Directors and the Association as a whole.

4. Give verbal reports of the duties/activities of the position, as appropriate, at all meetings of the Board of Directors, and any other meetings of the Association as a whole

5. Prepare a written Annual Summary Report prior to the end of June each year), and additionally at the request of the President/Board of Directors.

6. Serve as liaison between the Association and the Regional Representatives.

7. Serve as liaison between schools of nursing and the Association.

8. Serve as Chairperson of the By-Laws Committee.

9. Work with the President and other members of the Board of Directors to develop the Action Plan and Budget of the Association and facilitate its implementation.

#### **C. Immediate Past-President:**

The Immediate Past-President shall:

1. Assist the Board of Directors in an advisory capacity.

2. Perform other duties as requested by the President or Board of Directors.

3. Give verbal reports of the duties/activities of the position, as appropriate, at meetings of the Board of Directors other meetings of the Association as a whole.
4. Serve as a voting member of the By-Laws Committee.
5. Prepare an electronic written Annual Summary Report prior to the end of June each year, and anytime at the request of the President/Board of Director

#### **D. Recording Secretary:**

The Recording Secretary shall:

1. Attend, and record minutes at all meetings of the Board of Directors and the Association as a whole.
2. Provide an electronic copy of all Minutes to the Board members within two weeks after each meeting.
3. Work with the Webmaster for the NACN-USA website to facilitate appropriate postings per the request of the President, Board of Directors, committees of the Association the membership, affiliated Councils, and other Associations, as appropriate, following approval of the President or a designee.
- 4 Provide verbal reports of the duties/activities of the position, as appropriate, at all meetings of the Board of Directors and any other meetings of the Association as a whole.
5. Prepare an electronic written Annual Summary Report prior to the end of June each year), and at the request of the President/Board of Directors.
6. Work with the President and other members of the Board of Directors to develop the Action Plan and Budget of the Association and facilitate its implementation as appropriate.

#### **E. Corresponding Secretary:**

The Corresponding Secretary shall:

1. Attend all meetings of the Board of Directors and the Association as a whole.
2. Serve as a communication liaison between the Board of Directors and the members of the Association through written correspondence via the postal service/post office box of the Association, and electronic mail as appropriate.
3. Assist the Membership & Elections Committee with the distribution of information about the Association to prospective members through mail, email, the Newsletter, the Association website (in collaboration with the Recording Secretary), and Social Media.
4. Maintain an electronic and hard copy database and Membership Directories of the Association as a whole and Affiliate Councils, based upon communication with the Treasurer regarding current dues receipts.
5. Provide the Board of Directors and the Chairperson of the Membership & Elections Committee with an electronic copy of the Membership Directory at the end of every month, and upon request.
6. Provide correspondence to acknowledge new and renewed memberships within two weeks of communications from the Treasurer regarding current dues receipts.
7. Work with the Treasurer to mail/email yearly membership renewals/dues notices by January 15th, and lapsed memberships by March 7th.
8. Assist with general reminder notices for membership renewals in collaboration with the Recording Secretary through publication in the Winter Newsletter and postings on the Association website at the beginning of January.
9. Serve as a non-voting Ex-Officio member of the Newsletter/Publicity Committee to facilitate communications between the President/Board of Directors and the Committee.
10. Facilitate communications between the Newsletter/Publicity Committee and the Recording Secretary for postings on the NACN-USA website and other appropriate forms of publicity available to the Association membership and the Catholic community.



11. Give verbal reports of the duties/activities of the position, at meetings of the Board of Directors and any other meetings of the Association as a whole.
12. Prepare an electronic/ written Annual Summary Report prior to the end of June each year and at the request of the President/Board of Directors.
13. Work with the President and other members of the Board of Directors to develop the Action Plan and Budget of the Association and facilitate document implementation, as appropriate.
14. **Maintain** an ongoing petty cash fund in the amount of \$250.00 for incidental use by members of the Board of Directors and Association committees that facilitates Action Plan and Budget implementation plus unpredictable expenditures aligned with the Association mission and approved by the President or designee.
15. **After June of each fiscal year, forward information to the Chair of the Archives Committee**

#### **F. Treasurer:**

The Treasurer shall:

1. Work with the Corresponding Secretary regarding the mailing/emailing of yearly membership renewal/dues notices by January 15th for renewals due March 1st.
2. Work with the Corresponding Secretary regarding the mailing/emailing of **lapsed** renewal/dues for March 7th **distribution** with a stated deadline of April 1st.
3. Notify the Corresponding Secretary of membership information to be added **or removed from** the Membership Directory **after final dues notices have been and funds have not been** paid by April 1st.
4. Receive all funds of the Association, including dues **and** donations, **with** deposit **to** a bank designated by the Board of Directors.
5. Pay all bills approved by the voting members of the Board of Directors, including those approved in the Action Plan (e.g., currently basic operating expenses, website and webmaster fees, CICIAMS membership fee, Secretary of State Annual Report fee) **as directed in the By-laws, Action Plan, Budget, or special meetings of the Board of Directors.**
6. Deposit/pay dues appropriations collected for Councils on a monthly basis.
7. Request the co-signature of the President on each Expenditure Request/Voucher for **expenditures** exceeding \$250.00.
8. Keep electronic and hard copies **for** itemized accounts of all receipts and disbursements **each month.**
9. Give a verbal/written report at all meetings of the Board of Directors and any other meetings of the Association as a whole or as requested by the President/Board of Directors.
10. Send electronic/written financial statements to the Board of Directors every 6 Months **due** December 31st & June 30th.
11. **Prepare** an electronic written Annual Summary **Budget** Report **for the Board of Directors and the Association as a whole** prior to the end of June each year.
12. Facilitate publication of **the Annual Report** for the membership via the Newsletter and/or the Association's website in collaboration with the Corresponding **Secretary following approval of the President and Board of Directors.**
13. Complete the "Annual Report" form provided by the registered agent/attorney for the Joliette diocese, which is required by the Secretary of State in Illinois, regarding the General Not for Profit Corporation Act **and submit this report with** appropriate fees by the **designated** due date (**usually June**).
14. Submit all books **and** account records to an Auditor/Accountant designated by the President (with approval of the Board of Directors) for **routine** external audits conducted every other year before the end of June in odd numbered years **and a Year-to-Date Report whenever** solicited **in writing** by the President/ **Board of Directors.**
15. Work with the President and other members of the Board of Directors to develop the Action Plan and Budget of the Association and facilitate **document** implementation.

16. Maintain an ongoing petty cash fund in the amount of \$250.00 for unexpected expenses approved by the President/Board of Directors.

### **G. Regional Directors**

Regional Directors shall:

1. Act as the liaison between the Regional District membership and the Board of Directors.
2. Act as liaison, with the President, between existing independent local and regional NACN-USA Councils their area.
3. Work with the President-Elect to network with schools of nursing in their Regional District.
4. Encourage and support involvement of members in their Regional District.
5. Work with the President in the development and implementation of the Two-Year Action Plan and Budget
6. Attend at least one affiliated local or regional Council meeting in the Regional District within the term of office, either in person or via electronic or phone conferencing options.
7. Give a verbal/written report of activities/duties/concerns of the position at all meetings of the Board of Directors.
8. Develop and maintain a current document of regional resources and issues related to nursing and healthcare for review of text by the Board of Directors prior to publication in appropriate media.
9. Prepare and submit an electronic/ written Annual Summary Report prior to the end of June each year and Year-to-Date Reports at the request of the President/Board of Directors.

### **Section 3. Board of Directors Duties and Responsibilities:**

#### **A. Board of Directors:**

The Members of the Board of Directors shall:

1. Hold up to 6 business meetings each year. Additional meetings may be held at other times at the request of the President or vote by two-thirds Board membership. Meetings are held in person or through other means of communication when a quorum is present.
2. Transact the general business of the Association.
3. Report the business of the Association to the membership and other appropriate individuals or Associations in a timely manner.
4. Approve a place for the deposit and transaction of funds.
5. Approve a postal service location and mechanism to process correspondence.
6. Identify and support in a timely manner the President's appointment of candidates filling in an office vacancy.  
\*Note: Time served by Presidential appointment to complete the remainder of a vacated position will not be considered as elected time of service.
7. Participate in the appointment of volunteer members to the Standing Committees per Committee criteria.
8. Approve appointment by the President for Standing Committee Chairpersons, Ad Hoc Committee Chairpersons, committee members, and a solicited External Auditor for review of Association finances every two years (on odd years).
9. Receive and respond to verbal and written reports from Standing Committees, Regional Representatives, and any Ad Hoc, regular or special called meetings with results reported to the membership in a timely manner.
10. Try to attend at least one meeting of local or regional Councils affiliated with NACN-USA.  
\*Note: Coordinate efforts among Board Members to facilitate a Board member visitation to each Region at least every two to three years.
11. Contribute to the development, approval, and implementation of the President's Action Plan and Budget every two years in odd numbered year and as needed for interim revisions or updates.
12. Work to recruit new members and retain existing members.

13. Contribute to the Association's Newsletters and website postings as requested by the President, **Board Members, and Association Committee Chairs.**
14. Review and make decisions on applications for Associate or Honorary membership.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## **Article X – Duties & Responsibilities: Standing Committees**

**Section 1. Standing Committee Membership:** Each committee shall consist of President or **Board of Director** appointments **from eligible members to** serve as **volunteer** members-at-large **according to** committee guidelines. Members will serve for a period of two years or until a successor can be appointed.

**\*Note:** The President **or designee** serves as a non-voting Ex-Officio member, with a voice, **for** all committees.

**Section 2. Standing Committee Chairpersons:** Chairpersons of the Standing Committees shall be appointed by the President, with approval of the Board of Directors, and shall serve a two-year term or until **a** successor can be **appointed**).

**\*Exception:** The By-Laws Committee Chairperson is the President-Elect.

**Section 3. Standing Committees Duties and Responsibilities:** Standing Committees of the Association have individual duties and responsibilities **with** members assuming responsibility to implement duties as specified in the By-Laws. **Duties and responsibilities** may change with the approval of the Board of Directors. **Terms of office for all Chair positions is a minimum of two years and may be extended for a second term.**

**\*Exception:** **The Chair of the By-Laws Committee is the President-Elect with a term of 2 years.**

Current committees are:

1. By-Laws
2. Membership & Elections
3. Ethics & Spirituality
- 4**Communication**
  - Newsletter & Publicity
  - Social Media
5. Awards
6. Education, Practice, & Research

### **A. By-Laws Committee:**

1. Membership: The committee shall consist of the President-Elect **as Chair** and **a minimum of** 5 members selected by the Board of Directors from volunteers of the members-at-large.
2. Member Selection:
  - a. Chair: The President-Elect shall assume the position of Chair on even numbered years.
  - b. Membership: **The Committee shall consist of at least 1 member from each Regional District appointed by the President with approval of the Board of Directors. Half the committee members will rotate off on even numbered years and the second half will rotate off on odd numbered years.**

### 3. Responsibilities and Duties:

- a. Review **annually** the Articles of Association and By-Laws **to recommend** items **for** revision or addition **prior to March 1st**.
- b. Solicit and receive recommendations for any items to be considered for revision or addition from the Board of Directors and the membership-at-large **during the months of March through May 31st**.
- c. **Act upon all received comments and forward decisions for consideration** to the Board of Directors for review and clarification/identification of items to be submitted for membership vote by **July 1st**.
- d. Following **approval** by the Board of Directors, the By-Laws Committee compiles a ballot and **forwards suggested revisions to the** Corresponding Secretary **to** share with the membership-at-large for vote completion **by** September 30th.
- F. The By-Laws committee compiles the votes and forwards the information to the Board of Directors the Recording Secretary to post the **approved** revisions on the Association website.
- g. The Chair of the By-Laws Committee shall **provide** verbal/**written** reports of the **of committee activities** at scheduled meetings of the Board of Directors and to other meetings of the Association as a whole **as requested**.
- h. Prepare and submit an electronic/ written Annual Summary Report by the end of **November**, and **Year to Date Reports** at the request of the President/Board of Directors.

### **B. Membership & Elections Committee:**

1. Membership: The Committee membership consists of a minimum of 10 members.

#### 2. Member selection:

- a. Chair: The Chair is appointed by the President with approval from the Board of Directors.
- b. Membership: An effort towards member appointment by the President and approval by the Board of Directors that recognizes participation across all Regional Districts is desired. Half of the membership shall rotate off on even numbered years with the remaining half rotating off on odd numbered years.

Note: One additional member will be a Student Member, who has a voice but is non-voting, whenever possible.

#### 3. Responsibilities and Duties:

- a. Contribute to sustaining the Association with a membership base consisting of present and prospective members.
- b. Assist with promotion **and sustainability** of membership through brochures, personal contacts, the NACN-USA website **and** Newsletter, and other means as requested by the Board of Directors.
- c. Work with the Corresponding Secretary to develop and place an Application for Membership Form in the Newsletter and the Recording Secretary to facilitate posting the application on the website.
- d. Collaborate with the Treasurer to review **the list of inquiries and new plus continuing members**.
- e. **Review membership applications** **to** determine volunteer interest for a committee membership or elected positions and forward names to the appropriate committee chair.
- f. Collaborate with Regional Representatives regarding the recruitment and retention of members in their Regional Districts.
- g. Collaborate regularly with the Corresponding Secretary to relay recruitment and retention activities to the Board of Directors, and obtain an updated Membership Directory.

- h. Prepare and distribute a **general information sheet** on all elected and appointed positions per By-Laws descriptions through collaboration with the Corresponding Secretary for or email/mail communications and the Recording Secretary for communications to the Association website.
- i. Seek volunteers to fill positions on Standing Committees, and **provide responses** to the President/Board of Directors to make appointments according to committee criteria.
- j. The Chair of the Membership & Elections Committee shall provide verbal/**written** reports of Committee activities at **scheduled** meetings of the Board of Directors and Association as a whole.
- k. Prepare and submit an electronic /written Annual Summary Report by the end of June), and **Year to Date Reports** at the request of the President/Board of Directors.

### **C. Ethics & Spirituality Committee:**

1. Membership: The Committee membership consists of a minimum of 10 members.

#### **2. Membership Selection:**

- a. Chair: The Chair is appointed by the President with approval of the Board of Directors.
- b. Membership: **An effort towards member appointment by the President and approval by the Board of Directors that recognizes participation across all Regional Districts is desired. Half of the membership shall rotate off on even numbered years with the remaining half rotating off on odd numbered years.**

#### **3. Responsibilities and Duties:**

- a. **Assure** the Association maintains fidelity to the teachings of the Roman Catholic Church and the directives of the Holy Pontiff.
- b. Act in an advisory role to the membership and Board of Directors related to spiritual and ethical issues **that** provide information and insight **to** nurses and other healthcare providers fostering acts of spirituality in **their role of caregiver to influence the healing ministry of the person and outcomes for those in their care.**
- c. **Collaborate with the Communication Committee and the Recording Secretary to provide regular inserts into public and member communication resources** on ethical and spiritual perspectives, current healthcare practices **or initiatives, and issues of educational, personal, and social** concern.
- d. Collaborate with the Education, Practice, & Research Committee to share insights and ideas related to topics of interest for meetings and conferences of the Association.
- e. Plan and implement the liturgies and prayer activities at meetings of the Association of the whole, and at the request of the President.
- f. The Chair of the Ethics & Spirituality Committee shall **provide** verbal/**written** reports of Committee **activities** at **scheduled** meetings of the **Board of Director and Association as a whole.**
- g. Prepare and submit an electronic /written Annual Summary Report by the end of June), and **Year to Date Reports** at the request of the President/Board of Directors.

### **D. Communication Committee:**

1. This committee is composed of two defined sub components: the Newsletter and Publicity Committee and the Social Media Committee.

2. Membership: **of the Communications Committee** consists of a minimum of 5 members **plus** the Corresponding Secretary as a non-voting Ex-Officio member.

### 3. Membership Selection:

a. Chair: **The Communications Chair and each sub component Chair are** appointed by the President with approval of the Board of Directors.

b. Membership: **An effort towards member appointment by the President and approval by the Board of Directors that recognizes participation across all Regional Districts is desired. Half of the membership of each sub component shall rotate off on even numbered years with the remaining half rotating off on odd numbered years.**

**\*Note:** The Corresponding Secretary position changes with election to the office.

### 4. Responsibilities and Duties:

a. Work with the Corresponding **and Recording Secretaries** to provide the membership with four Newsletters **spread across the fiscal year** by utilizing all communication resources of the Association.

b. Survey the Association's membership for topics of interest for inclusion in the Newsletter **and sponsored conferences.**

c. Maintain communication with the Board of Directors, Chairs of Standing and Ad Hoc committees, and affiliated local and regional Councils, regarding items for inclusion in the Newsletters and Publicity opportunities.

d. Solicit and edit appropriate articles, announcements, meeting notices, awards, and **other items of interest for publication in the Newsletter. Prior to publication of materials to the membership-at-large or website communications, the written text should be forwarded to the President (?)**

e. Provide updates on the news and functioning of the Association to the membership and the Catholic community, through the Newsletter, postings on the NACN-USA website, and other **communication venues.**

f. The Chairs of the Newsletter/Publicity **and Social Media** Committees shall provide verbal/written reports of Committee activities at scheduled meetings of **the Board of Director and Association as a whole.**

g. Prepare and submit an electronic /written Annual Summary Report by the end of June), and **Year to Date Reports** at the request of the President/Board of Directors.

### E. Awards Committee:

1. Membership: The committee shall consist of up to ten members.

#### 2. Membership Selection:

a. Chair: The Chair is appointed by the President with approval of the Board of Directors.

b. Membership: **An effort towards member appointment by the President and approval by the Board of Directors that recognized participation across all Regional Districts is desired. Half of the membership shall rotate off on even numbered years with the remaining half rotating off on odd numbered years.**

#### 3. Responsibilities and Duties:

a. Publicize **all** awards of the Association with the assistance of the Corresponding and Recording Secretaries.

b. **Establish a written/electronic protocol for review** and selection of **eligible** applicants for **all** awards offered by the Association (e.g., Scholarship Award).

c. The Chair of the Awards Committee provides the name(s) of **selected** awardees to the President/Board of Directors for final approval.

d. Upon approval of the Board of Directors, the Chair of the Awards Committee will provide the Treasurer with personal information about selected awardees for the granting **of allocated** funds.

e. Written notification will be given to all applicants and awardees of **their personal application** outcome by the Chair of the Awards Committee through collaboration with the Corresponding Secretary.

- f. The recipient names and a brief article of all granted awards or notable member achievements will be published in the Association Newsletter, NACN-USA website, and other communication resources through collaboration with the Corresponding and Secretaries.
- g. The Chair of the Newsletter/Publicity Committee shall provide verbal/written reports of Committee activities at scheduled meetings of the Board of Directors and Association as a whole.
- h. Prepare and submit an electronic /written Annual Summary Report by the end of June), and Year to Date Reports at the request of the President/Board of Directors.

## **Section 2: Ad Hoc Committee Duties and Responsibilities**

Ad Hoc Committees of the Association have specific duties and responsibilities as outlined by the Board of Directors related to a defined goal/outcome. Duties and responsibilities may change with each Board of Directors appointment. Terms of office for Chair and committee members extend until the defined task is completed.

**NACN-USA BY-LAWS VOTE-10-11-2011**

### **F. Education, Practice, & Research Committee:**

- 1 Committee Membership: The committee shall consist of a minimum of 10 members.
- 2. Membership Selection:
  - a. Chair: The Chair is appointed by the President with approval of the Board of Directors.
  - b. Membership: An effort towards member appointment by the President and approval by the Board of Directors that recognized participation across all Regional Districts is desired. Half of the membership shall rotate off on even numbered years with the remaining half rotating off on odd numbered years.
- 3. Responsibilities and Duties:
  - a. Work with the President and the Board of Directors to determine appropriate educational offerings and agendas for meetings of the Board of Directors and Association.
  - b. Develop goals and objectives of any educational offerings of the Association, and seek continuing education credits.
  - c. Collaborate with the Ethics & Spirituality Committee to identify relevant insights and ideas related to topics of interest or needed education for meetings of the Association.
  - d. Identify and publish topics of relevant education, practice, and/ research considerations/issues which may be of interest or import to the membership and the Catholic community including topics of health care trends and issues, ethics, spirituality, and public/social policy.
  - f. Identify, and make available, a list of appropriate, current resources, upcoming conferences and workshops, and speaker names and expertise in all for available Association communication resources to assist nurses and other healthcare providers to develop and foster the use of spirituality as an effective personal and professional component of their caring and healing role in ministering to others.
  - g. Collaborate with the Newsletter & Publicity Committee to promote meaningful educational offerings that align with the Association's mission and motto across a variety of Association endeavors.
  - h. Work with other committees to plan, implement, and evaluate the educational offerings of the Association.
  - i. The Chair of the Newsletter/Publicity Committee shall provide verbal/written reports of Committee activities at scheduled meetings of the Board of Director and Association as a whole.
  - k. Assist Student and Honorary Members of the Association to seek and secure financial and/or other support to attend NACN-USA membership meetings.

I. Prepare and submit an electronic /written Annual Summary Report by the end of June), and [Year to Date Reports](#) at the request of the President/Board of Directors.

## **Section 2: Ad Hoc Committee Duties and Responsibilities:**

Ad Hoc Committees of the Association have specific duties and responsibilities as outlined by the Board of Directors related to a defined goal/outcome. Duties and responsibilities may change with each Ad Hoc Committee appointment. Terms of office for chair and committee member extend through goal completion.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## **Article XI – Regional Districts:**

**Geographic Divisions:** NACN-USA currently recognizes seven Regional Districts defined as Northeast (NE), Southeast (SE), Midwest (MW), North Central (NC), Northwest (NW), and Southwest (SW). These districts are purposefully outlined for ease in geographic membership identification. Changes to these regional districts may be made by a vote of the membership or Board of Director's request and a minimum of a 2/3rds vote of the Board of Directors.

### **1. Northeast:**

Pennsylvania, New York, Connecticut, Vermont, New Hampshire, Massachusetts, Maine, Rhode Island, New Jersey

### **2. Southeast:**

Alabama, Tennessee, Georgia, Florida, North Carolina, South Carolina, Virginia, Washington, DC, West Virginia, Maryland, Delaware

### **3. Midwest:**

North Dakota, South Dakota, Minnesota, Nebraska, Kansas, Iowa, Missouri, Arkansas, Louisiana, Mississippi, Oklahoma.

**4. North Central:** Wisconsin, Michigan, Illinois, Indiana, Ohio, Kentucky.

### **5. Northwest:**

Washington, Oregon, Idaho, Montana, Wyoming, Alaska, Hawaii, California

### **6... Southwest:**

Nevada, Utah, Colorado, Arizona, New Mexico, Texas

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## **Article XII – Meetings**

**Section 1. Meetings of the NACN-USA:** Meetings of the Association and Board of Directors will be conducted according to [Robert's Rules of Order](#) with the exception of an Opening and Closing prayer. Minutes of these meetings will be provided to the membership via email or posting on the Association website within 30 days.

**A. Meetings of the Association Membership-At-Large:** 1. An Annual Meeting may be held at a date, time, and location as determined by the President and the Board of Directors, and/or conducted as an announced conference session when a national conference is held.



\*Exception: Except in unique situations requiring rapid Board member response, notice of all general membership meetings and the agenda, shall be mailed/ emailed at least one month in advance of the meeting date.

2. Additional meetings of the Association membership may be called by the President/Board of Directors at any time.

#### **B. Meetings of the Board of Directors:**

1. The Board of Directors shall meet up to six (6) times a year and held at a date, time, and location via a variety of communication media as determined by the President.

2. Additional meetings of the Board of Directors may be called by the President and the Board of Directors.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

#### **Article XIII - Representation**

**Representation for Voting Purposes:** All General and Constituent members who are in good standing (i.e., current dues paid in full), shall be considered the voting body of the Association with voice and voting privileges. For elections, appointments, By-Laws revisions, and other issues pertinent to the Association, the exchange of information, and ballots, if necessary, will be provided through written/electronic or other communication media appropriate to the situation.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

#### **Article XIV – Quorum**

##### **Section 1. Quorum:**

1. A quorum for meetings of the Board of Directors and passage of agenda items following open discussion is defined as two thirds (2/3rds) of those eligible to vote through meeting presence and proxy vote.

2. A quorum for general meetings of the Association and passage of agenda items following open discussion is defined a 1 more the half (½) of those eligible to vote through meeting presence or proxy vote.

3. In the case of a tie, the President or Committee Chair may vote.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

#### **Article XV - Finances**

**Section 1. Finances:** The Association may be financed by dues, gifts, meetings, and fundraisers.

##### **Section 2. Dues:**

1. **Initial and annual Association dues** shall be reviewed each year by the Board of Directors prior to annual renewal notices being prepared and distributed. The BOD may change dues up to Twenty Five per cent (25%) without membership approval.

**2. Councils are to annually provide a membership list and dues structure outline to the Association Treasurer.**

3. NACN will reimburse up to ten dollars (\$10.00) for each person who is a member of a local Council and the National Association.

4. Renewal of membership occurs on an annual basis and is due March 1st. Payment for Association and Council membership is made to NACN-USA.

\*Note: If the initial membership application is made after March 1, annual dues will be pro-rated per quarter for the first year (January through March; April 1 through June; July 1 through September; October through December 31).

4. Annual membership renewal notices and at least 1 additional renewal notification, if needed, will be sent to all members prior to the April 1st deadline. If dues are not paid in a timely manner, member names will be removed from the active membership list.

\*Note: In circumstances where the Association is notified by written/electronic communication of financial hardship, a payment schedule for Association and Council dues may be extended across the year by recommendation of the Treasurer and approval of the Board of Directors.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

#### **Article XVI – Affiliation**

The NACN-USA Association will be affiliated with the International Councils of Catholic Nurses and Medico-Social Assistants (C.I.C.I.A.M.S), the over-arching constituent body for Catholic Nursing Guilds, as a dues-paying member country (amount is based on the number of NACN-USA members) in the North American Regional Secretariat, and will uphold its objectives which are:

1. To unite Catholic nurses and other health professional associations, promoting their technical skills in accord with Christian principles.
2. To cooperate in the development of nursing and medico-social professions.
3. To witness Christian values in international agencies.
4. To undertake all possible means to realize these aims.

Therefore, all members of NACN-USA are considered affiliated with CICIAMS through this Association.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

#### **Article XVII – Councils**

**Section 1. Definition:** A Council is a local organization within the National Association of Catholic Nurses-USA which is a separate, distinct, and independent entity having no legal relationship with NACN-USA. To utilize the name “National Association of Catholic Nurses-USA Council”, the organization develops its own Mission, By-Laws, Governance, and Financial Structures that are congruent with those of the national association or adopts the NACN-USA Mission and By-laws as its own.

#### **Section 2: General Council Information:**

1. Affiliated Councils may adopt the Mission, By-laws, Governance, and Financial documents of NACN-USA or develop their own documents that are with their national counterpart.

\*Note: Documents describing Council Mission, By-Laws, Governance, and Financial Structure must be submitted to NACN-USA Board of Directors for approval prior to being recognized as a an affiliated entity of NACN-USA.

2. Whenever a Council is available in one’s living region, membership in both the Council and NACN-USA serves to provide an avenue for networking among members of the Association at the local, regional, and national levels.

3. There are two types of membership available to Council members: Voting and Non-voting. Voting memberships are defined as General and Constituent Members, and all voting members can serve the Council or the Association in leadership positions. Non-voting memberships are defined as Associate, Honorary, or Student Members. Associate and Honorary Members can serve the Council in leadership positions as Committee or Ad Hoc Committee Chairpersons.

\*Note: Council members automatically become Constituent Members of NACN-USA through the membership application and dues payment of NACN-USA and Council dues (If the Council is collecting dues)...

4. Membership application and renewals, along with the collection of dues, occurs at the same time as membership application, renewal, and dues collection for the affiliated Council. All documents and dues for the Association and Councils are sent directly to the NACN-USA to make it easy for members to apply and renew in one place.

5. The President serves as a liaison between NACN-USA and existing affiliated Councils, and Councils in formation, with support offered by Regional District members and other members of the Board of Directors.

6. Inquiries and the development of new Councils is facilitated through guidelines and support offered by the Association President and members of the Board of Directors, as appropriate.

7. Information about Council formation is provided in the NACN-USA Procedure Manual.

**NACN-USA BY-LAWS VOTE: 10-11-2011**

## **Article XVIII – By-Laws Amendments**

### **Section 1. Amendments:**

1. Recommendations for changes to the By-Laws and accompanied rationale must be presented to the Board of Directors from the By-Laws Committee at least one month prior to a vote. After approval of the Board of Directors, the proposed changes will be forwarded to the Membership-at-large of the Association for a vote, held by way of written/electronic communication. Thirty days will be allotted for ballot returns.

1. Only proposed changes put forth by the By-Laws Committee and voted for approval by the Board of Directors and voting membership may be amended.

2. Changes to the By-Laws may be made every two years in the odd numbered years, or more often as agreed upon by the Board of Directors.

3. Approval of proposed By-Laws changes requires a two thirds (2/3) "yes" vote of all returned ballots.

**NACN-USA BY-LAWS - VOTE – 10-11-2011**

## **Article XIX – Fiscal Year**

**Section 1. Fiscal Year:** The fiscal year for the Association shall be January 1 – December 31 each year.

## **NACN-USA By-Laws Document Reviews & Approvals**

### **Section 1. Document Reviews**

April 2002 - May, 2002

May-October 2011

November 2014-May 2015

Draft Feb15,2016

### **Section 2. Approvals**

May 2002

December 2003

October 2011

February 2016