

Chapter Handbook

International Nurses Society on Addictions



IntNSA's mission is to advance excellence in nursing care for the prevention and treatment of addictions for diverse populations across all practice settings through advocacy, collaboration, education, research and policy development.

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Dear IntNSA Members,

The mission of IntNSA is to advance excellence in nursing care for the prevention and treatment of addictions for diverse populations across all practice settings through advocacy, collaboration, education, research and policy development. Chapter development is one way to carry out this mission.

If there is not a chapter in your area, please consider developing one. Chapter development is an opportunity for IntNSA members to assume a leadership role in IntNSA. Chapters also serve to introduce your colleagues to addictions nursing, in general, and the professional society of IntNSA, in particular.

Wherever there are nurses, there are opportunities for IntNSA Chapters, whether within a state within the United States or province / region outside the United States. This handbook has been developed to provide a step-by-step approach for establishing an IntNSA Chapter. Formal and informal communications with the network of IntNSA Chapter officers will be invaluable as you maintain and expand your Chapter.

This handbook has been developed with input from previous Chapter Officers. However, you may encounter challenges or nuances unique to your situation. Please contact the IntNSA office with any questions you have about Chapter formation and any issues that arise as your Chapter grows. Your success is key to IntNSA's growth and visibility!

On behalf of the IntNSA Board of Directors,

Robert Ranieri
Executive Director, International Nurses Society on Addictions

Executive Director
International Nurses Society on Addictions
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Preliminary Groundwork

1. Review the Chapter Handbook in its entirety.
2. Introduce yourself to current Chapter Leaders (see list at <http://www.intnsa.org> → Chapters) via email.
3. Contact IntNSA Executive Office to request list of IntNSA members in the geographic region where Chapter is targeted.
4. Identify facilities, hospitals, community agencies, state/provincial agencies, colleges, etc. where there are nurses or future nurses.
5. All Chapter Officers must be IntNSA members: President, President-Elect/Vice President, Secretary, Treasurer.
6. Chapter members are encouraged to become IntNSA members, but can be Chapter-members only.

Initial Meeting

- a. Determine a meeting location, date, and time.
- b. Prepare agenda (See Appendix A).
- c. Send notice of meeting with agenda and request RSVP (See Appendix A).
- d. Ensure that a roster is completed at meeting (See Appendix B).
- e. Conduct meeting.
 - Introductions
 - Review IntNSA Constitution and Bylaws (See Appendix G).
 - Affirm interest in development of Chapter. (Note: A minimum of three IntNSA members are required to vote for the development of a new Chapter.)
 - Review Chapter Officers role and functions (See Appendix C).
 - Initiate nominations for Chapter Officers. (Note: The Chapter Officers must be members of IntNSA.)
 - Initiate Petition for Chapter Charter (See Appendix D).

Initial Chapter Board Meeting

1. Develop Chapter Bylaws (See Appendix E).
2. Finalize Petition for Chapter Charter (Note: The name of the Chapter must include the name of the International Nurses Society on Addictions.)
3. Submit Petition for Chapter Charter with Chapter Bylaws to IntNSA Office.

Chapter Approval Process

- a. IntNSA Executive Director will ensure complete application and submit to IntNSA Board of Directors.
- b. IntNSA Board of Directors will review application and render decision.
- c. IntNSA Executive Director will notify the forming Chapter President of the decision.
- d. Approved Chapters will receive Charter within two weeks.

- e. New Chapters will be announced via IntNSA *NewsWave* and at the next IntNSA Annual Education Conference.
- f. Chapter President will be added to the IntNSA listserv for chapter leaders.

Organizational Meetings

Chapter Formation Guidelines:

1. Start with a minimum of three voting members for a new chapter. A chapter needs a minimum of three members to provide a core group of leadership.
2. Name the chapter and establish boundaries. Designate geographic boundaries for the chapter; e.g., state/province/country or more than one state/province/country. The group should be aware that if a second chapter forms in a nearby area, the original chapter would need to designate new boundaries. If there is an existing chapter in the area, the president of the forming chapter is instructed to contact the chapter president of the existing chapter to establish mutually agreeable boundaries. (The change will require a bylaws revision for the existing chapter) Chapters are to include the name of the International Nurses Society on Addictions in their title; i.e. Texas Chapter of the International Nurses Society on Addictions. Existing chapters using only the name of the state as their name may retain that name only until such time that a second chapter is chartered in that state. At that time, the existing chapter must also change its name.
3. Write Chapter bylaws that are consistent with IntNSA bylaws. Bylaws should include:
 - a. Purpose statement that is congruent with IntNSA's.
 - b. Membership requirements consistent with IntNSA's bylaws.
 - c. Provisions for at least two meetings per year, one of which is the annual business meeting of the chapter.
 - d. Provision for an administrative and fiscal year from July 1 to June 30.
 - e. Provision for dissolution of chapter with treasury funds and records being returned to IntNSA.

Suggested Agenda for organizational meeting:

1. Welcome guests.
2. Introduce Chapter Formation Committee.
3. Request attendees to introduce themselves and state their employment affiliation.

4. Explain the purpose of the meeting.
5. Discuss merits of chapter formation and determine chapter boundaries.
6. Request motion to proceed with chapter formation.
7. Discuss and adopt bylaws.
8. Establish membership dues and provide opportunity for guests to become members.
9. Elect officers as provided in bylaws.
10. Have charter members sign petition for chapter charter.
11. Set date and location for next membership meeting.
12. Set date for board meeting.

Agenda for First Board Meeting:

1. Complete petition for chapter charter and forward with a copy of the adopted bylaws, and a chapter membership list to IntNSA Executive Office within thirty days of chapter formation.
2. Select banking facility.
3. Arrange communication system for local membership, i.e. newsletter, email, etc.
4. Appoint chapter committees and chairpersons.

Guidelines for Continuing Chapter Operation

To continue its status as an IntNSA chapter, the groups must meet certain criteria and report this information to the IntNSA Chapters Committee biannually (see report form).

1. Administrative and fiscal year that begins July 1 and ends June 30.
2. Minimum of three chapter members.
3. Evidence of at least two meetings during the year. One must be the annual business meeting.
4. File an annual report with IntNSA Executive Office annually on July 1 (Appendix f)

Provisional Status

The IntNSA board may place a chapter on provisional status if it lacks meeting the chapter operation guidelines. If the omissions are not corrected by the next operating year, the charter may be revoked.

1. If the chapter does not meet any of the operation guidelines at the time of the chapter's annual report, a three-month grace period will be extended. During this time, the Chapter Leadership Co-Chairs or designees are available to assist the chapter to meet the criteria. For example, assistance may take the form of suggestions for recruiting, fund raising, and/or educational programming.
2. At the end of this three-month grace period, the chapter will submit an addendum to the annual report, showing that it has been able to meet the criteria. If this is not completed, the chapter will be placed on provisional status for the remainder of the year.

3. During this period the Chapters Board Liaison and IntNSA Executive Office will communicate regularly with the chapter leadership and keep the IntNSA Board of Directors apprised of the chapter's progress.
4. At the end of this year, the chapter will file another report (July 31), including all the required information. If the chapter still does not meet the operation guidelines, the charter may be revoked and dissolved (See Article XI Chapter Bylaws: Dissolution).

Goals and Objectives

The International Nurses Society on Addictions provides structure in the Constitution (Article I), which states the purpose of the organization. Each chapter can set goals for achieving the broad purpose as well as addressing specific chapter needs. In general, these goals are established each year at the beginning of the officers' terms. From that point, specific objectives can be set to meet these goals.

Specific time lines should be established for each objective so that progress can be measured and completion can be verified.

Program Development

What an organization offers its membership is a core component of its ability to recruit and retain members. Addictions nurses benefit from peer collaboration and education. The resources within each chapter are as many and as varied as its members and their many contacts. The members provide a resource pool from which programs can be developed.

The word "programs" in this context refers to the educational portion of the meetings. These programs are usually one hour in duration and occur before or after the general business meeting.

Periodically the chapters may sponsor a half-day or daylong program. An educational plan for the year should be established so that members and non-members can be enticed to attend and bring other interested individuals.

The topics need to be of general interest and timely in nature. Ask the membership for topic suggestions and explore volunteer resources for presentations. Provide ample time to communicate program to members and non-members prior to educational meeting.

Recruitment Strategies

There are many factors that influence the development and survival of an organization. Some of the major issues surrounding any recruitment effort center are the following questions:

1. Who are the nurses who might identify with addictions?
2. In what way can the organization IntNSA Chapter) attract new nurses?
3. How can contact be made?
4. Once found how do we get them to join?

One of the key components for chapter recruitment is in the area of program development. Quality programs attract and retain members. In addition, the peer relationship among addictions nurses provides a forum for looking at legislative issues and common practical problems and for exchanging professional and technical ideas.

Meeting sites can be rotated to different types of institutions to expose the potential members to what IntNSA has to offer. These meetings can be open meeting and invitations can be extended to potential members to speak at these meetings.

Some potential settings for meeting sites:

1. General Hospitals
2. Free-standing Facilities
3. Community and State Agencies
4. Educational Institutions

The organizing group should maintain communication with IntNSA Executive Office and the Chapters Board Liaison. All efforts and assistance possible will be given each organizing group.

Establishing Bylaws

The attached sample bylaws may be used as a guide (See Appendix F). They may be used exactly as they are, adding the name of your chapter, or you can modify articles such as those on meetings and officers. The article on membership, amendments and dissolution must remain as they are. You must also include a purpose that is consistent with IntNSA's, provide for calling an annual meeting and provide for amending your bylaws. The term "board of directors" is used throughout because that is the usual name of the governing body – it can be changed.

Appendix A

Sample Agenda and Notice of Meeting

INTNSA
International Nurses Society on Addictions
New Chapter

Date: 6/12/2011

Meeting Location:
40 British Street, Gotham, NY
Room 222
2-4pm

Agenda

Welcome/Introductions/Attendance
Review IntNSA Bylaws and Sample Chapter Bylaws

Affirm interest in development of Chapter
Review Chapter Officers roles and functions

Initiate nominations for Chapter Officers
Initiate petition for Chapter Charter

RSVP: by 6/1/14 555-555-555

Appendix B

Sample Roster

Date: 3/3/2011

Meeting Location: Anytown, NY

Name	E-mail	Address	Phone #
Person 1			
Person 2			
Person 3			
Person 4			
Person 5			
Etc.			

Appendix C

Chapter Officers Roles and Functions

Chapter President

- 1) The president of a chapter is its chief administrative and executive officer. This officer is responsible for seeing that the board meets regularly and functions effectively, and that members of the board understand and adequately discharge their duties.
- 2) The president calls all meetings of the board and instructs the secretary to issue appropriate notices to board members.
- 3) The president presides at all meetings of the board and of the chapter unless this responsibility is designated to some other board member.
- 4) The president is responsible for the appointment of standing and special committees, as provided in the bylaws.
- 5) The president submits an annual chapter report by July 1st to the IntNSA national office.
- 6) The president or designee shall represent the chapter at the IntNSA annual business meeting.

Chapter President-Elect or Vice President

- 1) The purpose of this position is to fulfill the obligations of the president during the president's absence and to serve as a training ground for the office of president.
- 2) The president-elect/vice president should be assigned duties by the board that will allow the person to become familiar with the leadership role within the organization.
- 3) The president-elect/vice president is often assigned the responsibility of program chair and is therefore largely responsible for the educational format of each chapter meeting.

Chapter Secretary

1. It is the secretary's responsibility to present communications to the board for appropriate action and to keep the IntNSA Executive Office informed of chapter activities.
2. The secretary's duties include distribution of notices in conjunction with chapter meetings, including the distribution of agendas, maintenance of membership attendance records, and preparation of minutes of all meetings of the chapter.
3. The secretary is responsible for maintenance of an up-to-date record of names and addresses of all chapter members.

Chapter Treasurer

1. The chapter treasurer is responsible for the funds of the chapter and for the adequate record keeping of all income and expenditures. Establishing an account for a non-profit group is one of the first orders of business for a chapter so that checks can be written and in some cases interest can be drawn. The treasurer shall deposit all receipts of the chapter in a bank account maintained in the name of the chapter. Disbursements from this account shall be made on behalf of the chapter according to a board-authorized budget. The bank account should provide for one of at least two signers, usually the president in addition to the treasurer.
2. The treasurer prepares the annual financial budget and shall keep the membership informed as to the chapter's financial condition. The treasurer is responsible for securing a tax identification number for the chapter. **In order to obtain a Tax ID number, also referred to as the Employer Identification Number (EIN), please call 1(800) 829-4933 (IRS) Monday to Friday from 7:00 am –10:00 pm and ask for the form SS-4.** Send a copy of your form to the executive office. The chapter will need this number to open a checking account.
3. Treasurer reports at the chapter meetings provide a cursory check of income and expenses compared to a budget. The board approves the budget and regularly reviews the budget and the treasurer's financial report. An evaluation at the end of the fiscal year assists in improved planning for the future year.

Chapter Board of Directors

1. The Board of Directors, under the leadership of the president, is responsible for the general management and successful operation of the chapter. It is composed of the president, president-elect, secretary, treasurer, and two (2) elected directors. The elected director's terms are two (2) years. The board reviews and takes appropriate action on nominations presented, authorizes or confirms the appointment of special committees, and takes action on proposals submitted by such committees.
2. The Board of Directors is responsible for the financial affairs of the chapter and approves the selection of a bank or credit union. The board approves the budget and regularly reviews the budget and treasurer's financial report.
3. Meetings of the Board of Directors shall be held as the need arises, but at least quarterly.

Appendix D

International Nurses Society on Addictions
3416 Primm Lane
Birmingham, Alabama 35216 USA
Phone: 205-823-6106
Fax: 205-823-2760

Petition for Chapter Charter in
The International Nurses Society on Addictions

To the IntNSA Board of Directors:

We, the undersigned members of the _____
_ Chapter of the International Nurses Society on Addictions, present this
petition for a formal Charter and request it be granted.

The boundaries for this chapter are:	

The goals for this chapter are:	

Submitted herewith for your approval is a copy of our Chapter bylaws.

The undersigned Chartering (Original) Members also agree to the provisions set forth in the bylaws of the International Nurses Society on Addictions and will conform to all requirements set forth therein.

We further understand that all Chapter Officers will maintain concurrent membership in the International Nurses Society on Addictions.

Signed this day _____, 20__ by _____
Chapter President

Chapter Secretary

Charter Members:		

Please fill in the appropriate officers for your chapter.	
Chapter:	
Chapter Officers:	President
	Secretary
	Treasurer

Appendix E

Sample Chapter By-Laws

Establishing Bylaws

The sample bylaws may be used as a guide or they may be used exactly as they are by inserting the name of the new chapter. The article on membership, amendments and dissolution must remain as they are. New chapters must also include a purpose that is consistent with IntNSA's, provide for calling an annual meeting and provide for amending the bylaws. The term "board of directors" is used throughout because that is the usual name of the governing body – it can be changed.

New Chapter International Nurses Society on Addictions

Chapter Bylaws

Article I: Name and Purpose

This organization shall be known as the New State Chapter of the International Nurses Society on Addictions (IntNSA). The purpose of the Chapter shall be to promote quality nursing care for the addicted person. It will serve as a meeting ground for nurses that are interested in the problem of addiction in order that they may enhance their knowledge, advance their skills, and continue their education.

Article II: Membership

Section 1-Active Membership: Active Membership shall be open to registered professional nurses who are concerned with or engaged in the practice of addictions nursing. Active members may vote and hold office.

Section 2- Associate Membership: Associated Membership shall be open to persons other than registered professional nurses who are concerned with or

engaged in the practice of addictions nursing. Associate members may not vote or hold elective office.

Article III: Finances

Section 1: Dues for the New Chapter of IntNSA are established by the Board of Directors. Forfeiture of all membership rights shall occur if dues are not paid as required by current policy.

Section 2: Additional funds may be raised in any other manner approved by the Board of Directors of the New Chapter of IntNSA.

Article IV: Fiscal Matters

Section 1: Fiscal Year: The fiscal year of the New Chapter of IntNSA shall be from July 1st through June 30th.

Section 2: Signatures: Checks, drafts, notes, and other papers of a fiscal nature shall be signed by those agreed upon by the Board of Directors of the New Chapter of IntNSA.

Section 3: Auditing: The accounts of the New Chapter of IntNSA shall be audited as determined by the Board of Directors of the New Chapter.

Section 4: Bonding: The Board of Directors of the New Chapter of IntNSA may require of any officer, agent or employee of the chapter to be bonded. The expenses of furnishing such bond shall be borne by the Chapter.

Article V: Officers

Section 1: Officers: The officers of the New Chapter shall be President, President-Elect or Vice President, Secretary, and Treasurer.

Section 2: President: The president shall be the Chief Executive Officer of the Chapter. The President shall preside at all meetings of the Board of Directors and at the Annual Business Meeting of the Chapter and shall perform such duties as may be prescribed by the Board of Directors. The president shall submit an annual report to the IntNSA Board of Directors via the IntNSA Executive Director.

Section 3: Secretary: The Secretary shall keep an accurate record of the proceedings of the meetings of the Board of Directors and the Annual Business Meeting, shall preserve records, documents, and correspondence as directed by the Board of Directors; shall cause to be given notice of all meetings of the Chapter, and shall perform all other duties incident of the Office of Secretary, as assigned by the President.

Section 4: Treasurer: The Treasurer shall be custodian of the Chapter's funds. This person shall monitor to assure all monies designated for the New York State Chapter are appropriately deposited. In accordance with the budget adopted by the Board of Directors, the person shall approve distribution of the funds of the Chapter. At least once a year, at the Annual Business Meeting, the Treasurer will provide an accurate accounting of all transactions. The Board of Directors can request reports anytime.

Section 5: Vacancies: Offices that are vacated prior to the expiration of the term may be filled by appointment of the President with the approval of the Board of Directors.

Section 6: Officer's Term: Term of office for President shall be two (2) years, and for Secretary and Treasurer, it shall be one (1) year.

Article VI: Elections

Section 1: Election of officers shall be determined at the initial charter formation meeting. Thereafter, election of officers shall be by individual ballot mailed to the Chapter members two months prior to the Annual Business Meeting.

Section 2: Each voting member of the Chapter shall cast one vote, which, to be counted, must be received by the Secretary at least thirty days prior to the Annual Business Meeting.

Section 3: A plurality is sufficient to elect officers.

Article VII: Meetings

Section 1: There shall be an Annual Business Meeting of the Chapter.

Section 2: Special Meetings of the Chapter may be called by the Board of Directors or by written request of one-third of the voting members.

Section 3: Meetings may be held via electronic communication including but not limited to phone conference, or video conference, e-mail, in person attendance.

Section 4: The Board of Directors shall meet at least two times per year which may include an in person meeting or electronic communication.

Section 5: The Board of Directors shall act upon any issues concerning the Chapter which are required for the fulfillment of its purposes and objectives. The President will keep the active members informed of any issues requiring approval from the membership.

Section 6: The President will call the meetings of the Board of Directors, and/or Standing Committees, and will set the agenda, or the Secretary may call a meeting at the request of the President or any officer acting temporarily for the President.

Section 7: Board of Directors action on any issue may be taken with the approval of the majority.

Section 8: If the Board of Directors is polled individually by phone or electronic communication, the Secretary may request written votes from each member within 15 days.

Section 9: The Board of Directors will accept for consideration or study any matter presented to it by any member of the Chapter.

Section 10: Any member of the Board of Directors may be removed by two-thirds vote of the officers at any regular meeting. Any officer who is absent without notice from three consecutive regular meetings of the Board of Directors may be removed upon approval of the Board of Directors, this considered adequate cause for removal.

Section 11: Vacancies occurring prior to the expiration of the term may be filled by appointment of the President with the approval of the Board of Directors. Priority consideration will be given to the person(s) receiving the most votes, in order, in the most recent election.

Article IX: Standing Committees

Section 1: The Chairs of the Standing Committees will be appointed by the President. The Chairperson will select his/her own committee members. The Board of Directors may determine the number of members on any Committee. Committees will report to the Board of Directors and may need approval to institute plans.

Section 2: The committee of Bylaws shall:

- A. Suggest and receive all proposed amendments to this chapter's bylaws.
- B. Submit proposed amendments to the voting body in accordance with the provisions for amendment in these bylaws.

Section 3: The committee on Membership shall:

- A. Develop plans for retaining and increasing membership
- B. Enhance the public image of IntNSA

Section 4: The Committee on Nominations shall consist of at least three (3) persons. The committee shall prepare a slate of at least one (1) candidate for

each office whose term will expire at the Annual Meeting. This slate, in the form a of mail ballot, will be mailed to all IntNSA members at least eight (8) weeks prior to the Annual Meeting. The results of the mail ballot shall be given to the Board of Directors and be announced at the Annual Business Meeting.

Section 5: Special Committees: The President, with the approval of the Board of Directors, shall appoint such other committees, subcommittees, or task forces as are necessary and which are not in conflict with the provisions of these Bylaws. The duties of any such committee shall be prescribed by the Board of Directors upon its appointment.

Article X: Amendments

Section 1: Copies of proposed amendments to the Bylaws shall be mailed (either via regular mail or e-mail) to eligible voting members two months prior to the Annual Business Meeting. Voting shall be done by regular or e-mail ballot. A two-thirds majority vote of the responding members of the New York State Chapter shall be required for the adoption of the proposed amendments.

Section 2: Notification of adopted amendments will be furnished to all New Chapter members.

Article XI: Dissolution

The Chapter shall use its funds only to accomplish the objectives and purposes specified in these bylaws and no part of such funds shall issue or be distributed to any members. On dissolution of the Chapter, any remaining funds shall be sent to the treasurer, International Nurses Society on Addictions, to be used for educational purposes.

Appendix F

International Nurses Society on Addictions
3416 Primm Lane
Birmingham, Alabama 35216 USA
Phone: 205-823-6106
Fax: 205-823-2760

IntNSA Chapter Annual Report

Due annually on July 1

Chapter Name	
Current Officers	President:
	Vice President/President-Elect:
	Treasurer:
	Secretary:
	Other:
Number of Members	
Number of Non-Members	
Treasury Balance	

Chapter Accomplishments

Future Goals

Enclose any additional program material, media coverage, etc.

President's Signature: _____ Date: _____

Appendix G

INTERNATIONAL NURSES SOCIETY ON ADDICTIONS CONSTITUTION AND BYLAWS REVISION ADOPTED MARCH 15, 2009 CONSTITUTION

Article I – Name and Mission

Section 1: This organization shall be known as the International Nurses Society on Addictions (IntNSA). The mission of the society shall be to advance excellence in addictions nursing practice through advocacy, collaboration, education, research and policy development. It shall serve as a forum for nurses who are interested in the prevention, intervention and treatment of addiction so that they may enhance their knowledge, advance their skills, continue their education and be a resource to nurses in all areas of practice.

Section 2: This organization shall perform and do any and all such acts as are necessary, convenient and proper to the attainment of this mission.

BYLAWS

Article I – Membership

Section 1: Regular Membership: Active membership shall be open to registered nurses who are concerned with or engaged in the practice of addictions nursing. Active members may vote and hold office.

Section 2: Associate Membership: Associate membership shall be open to licensed practical/vocational nurses who are concerned with or engaged in the practice of addictions nursing. Associate members may not vote or hold office.

Section 3: Student Membership: Student membership shall be open to individuals who are enrolled in a nursing education program. Student members may not vote or hold office.

Section 4: Affiliate Membership: Affiliate membership shall be open to persons who are concerned with or entities who are concerned with addictions nursing as the board of directors may determine. The board of directors will determine the dues for affiliate members. Affiliate members may not vote or hold office.

Section 5: Membership: The board of directors will determine the inclusion of any additional categories of membership as determined necessary

Article II – Finances

Section 1: Dues: The board of directors shall establish dues. Forfeiture of all membership rights shall occur if dues are not paid as required by current policy.

Section 2: Fiscal Year: The fiscal year of IntNSA shall be set from time to time by the Board.

Section 3: Auditing: The accounts of IntNSA shall be audited or reviewed annually by a certified public accountant selected by the board of directors and the report of the audit or review shall be submitted to the board of directors of IntNSA.

Section 4: Bonding: Dishonesty bonds shall be furnished to the officers of the society and shall cover members of the board of directors, as well as individuals who shall be employed from time to time by the society. The board of directors shall determine the amount of such bond and the cost shall be paid by the society.

Section 5: Checks, Drafts, Etc.: All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the society shall be signed by such officers or agents of the society and in such manner as shall from time to time be determined by resolution of the board of directors. In the absence of such determination by the board of directors, such instrument shall be signed by the secretary and countersigned by the president of the society.

Section 6: Deposits: All funds of IntNSA shall be deposited from time to time to the credit of the society in such banks, trust companies or other depositories as may be selected by any one or more officers or agents of the society to whom such power may from time to time be delegated by the board of directors, as affirmatively passed upon by a majority of those present.

Article III – Board of Directors

Section 1: Composition and Qualifications: There shall be a board of directors, composed of the officers of the society, president, president elect, secretary and treasurer and seven (7) at large directors. The editor of the official journal of the society (1) and the chair of the Addictions Nursing Certification Board (1) are appointed to the board by the president and approved by the board of directors. The journal editor, the chair of the Foundation and the ANCB chair positions are non-voting. In addition to being a member of the society in good standing, the qualifications for director must include previous service to the society to include, but not limited to, conference attendance, service on a committee or task force, presentations at the annual conference, and/or other service as deemed appropriate by the Board of Directors.

Section 2: Authority and Responsibility: The governing body of the society shall be the board of directors. The board of directors may adopt such rules and regulations for the conduct of its business as should be deemed advisable and may, in the execution of powers granted, delegate certain of its authority and responsibility to the officers. The board shall provide administrative staff for the society. The staff, under the direction of the chief administrative officer, shall be responsible for the effective administration of all affairs of the society and shall be responsible for all activities as directed by the president and the board of directors.

Section 3: Meetings: The board of directors shall collectively conduct business at least two (2) times per year. The president shall call the meetings of the board of directors, or the secretary shall arrange a meeting of the board of directors at the request of the president or any officer acting temporarily for the president.

Section 4: Quorum: At any meeting of the board of directors, no fewer than five (5) voting members of the board of directors, including at least two (2) officers, shall constitute a quorum for the transaction of business of the society and any such business thus transacted shall be valid.

Section 5: Telecommunications: Conferences: Members of the board or of any committee designated by the board may take any action permitted or authorized by these bylaws pursuant to meeting by means of telecommunications. Discussions unable to wait until the next scheduled meeting of the board may be decided electronically, with the count of votes ratified at the next board of directors meeting.

Section 6: Directors:

At-Large Directors: Three (3) directors shall be elected in odd years and four (4) elected in even years.

Reelection: No director who has served four (4) consecutive years shall be eligible for reelection as a director until at least one (1) year has elapsed.

Director Vacancies: Vacancies occurring before the expiration of the term may be filled by appointment of the president with the approval of the board of directors. Priority consideration shall be given to the person(s) receiving the most votes, in order, in the most recent election.

Director Removal: The board of directors may, by affirmative vote of at least eight (8) of its voting members, remove any director for cause whenever, in their judgment, the best interest of the society would be served thereby according to the process defined in Robert's Rules of Order Newly Revised.

Article IV – Officers

Section 1: Officers: The officers of the society shall be a president, president elect, secretary and treasurer.

Section 2: Terms of Office:

President: The president shall serve one (1) two-year term as the chief executive officer of the society and shall in general supervise and control the affairs of the society. The president shall preside at all meetings of the board of directors. The president shall also serve as a member with the right to vote on all committees except the nominating committee and shall make all required appointments of ad hoc committees. The president may sign with the secretary, treasurer or any proper officer of the society authorized by the board of directors, any deeds, mortgages, contracts or other instruments which the board of directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly designated by the agent of the society and shall perform such other duties as are necessary and incident to the office of president or as may be prescribed by the board of directors.

President Elect: The president elect shall be elected and serve one (1) two year-term and will automatically succeed to one (1) two-year term as president. The president-elect, in the absence of the president, shall exercise the powers of the president. The president elect shall perform such duties as may be assigned by the president. These duties shall be such as to allow the president elect to acquire a thorough understanding of the business of IntNSA and the duties of the office of the president.

Secretary: The secretary will be eligible for two (2) consecutive two-year terms. The secretary shall keep an accurate record of the meetings of the board of directors and the annual business meeting and shall provide the minutes of the last official annual business meeting for approval of the membership. The secretary shall preserve records, documents and correspondence as directed by the board of directors and assure that they are properly archived, shall cause notice to be given of all meetings of the board of directors and shall perform all other duties incident of the office of secretary as assigned by the board of directors.

Treasurer: The treasurer will be eligible for two (2) consecutive two-year terms. The treasurer shall be chair of the finance committee. The treasurer shall be the custodian of the society's funds. This person shall ensure that all monies designated for IntNSA are appropriately deposited. In accordance with the budget adopted by the board of directors, this person shall approve distribution of the funds of the society. At least once a year the treasurer shall provide an accurate accounting of all transactions and the budget for the next fiscal year.

Section 3: Officer Vacancies and Officer Removal.

Officer Vacancies: Vacancies in any elected office may be filled for the balance of the term thereof by the board of directors at any regular or special meeting. Any officer may resign at any time by giving thirty (30) days written notice to the president.

Officer Removal: The board of directors may remove, by at least a vote of eight (8) of its members in favor, any officer from office for cause whenever, in their judgment, the best interests of the society would be served thereby according to the process defined in Roberts Rules of Order Newly Revised.

Section 4: Officer Qualifications: Any regular member in good standing is eligible for nomination and election to any of the offices, providing said member has been elected by the membership and has served on the board of directors at some point in the past, for at least one (1) year, prior to nomination.

Section 5: Delegation: Officers may have some of their responsibilities delegated to professional management by decision of the board of directors.

Article V – Elections

Section 1: The nominating committee shall prepare and submit to the Executive Committee at least one (1) nomination for each of the elected offices of IntNSA. The Executive Committee shall review all candidates and present the slate presented by the Nominating Committee to the full Board of Directors for Approval. Each person considered for nomination will submit a written letter of intent with a statement of willingness to serve and a short professional biography for their nomination package. Election of the officers and directors and Nominating Committee shall take place via a ballot, to all active members, sent electronically to the last known email address of each member not less than thirty (30) days before the date of the annual meeting. At least thirty days prior to electronic transmission of the ballot, members will be sent a notice by U.S. mail alerting the member about the election. Any member may request a ballot be mailed in lieu of electronic notification. This request must be received by the executive office at least fourteen (14) days prior to electronic dissemination of the ballot. Each voting member of the society may cast one (1) ballot either by U.S. postal mail or electronically. Results of the election shall be announced at the annual meeting.

Section 2: The nominating committee shall present to the Executive Committee and place into nomination for office a candidate presented by a petition signed by at least twenty (20) active members, provided that the petition is received by the committee at least ninety (90) days prior to the annual business meeting.

Section 3: A majority is sufficient to elect the board of directors and officers.

Section 4: Vacant Office: If an office remains vacant at the time of the election, it may be filled by a majority election of the voting members present at the annual business meeting. The nominating committee or, in their absence, a teller committee composed of three (3) members shall be designated by the president and shall distribute blank ballots to all voting members. The voting members with the name of the candidate to be considered will complete these. The teller committee will then collect and tally the confidential ballots and the head teller will announce the results.

Article VI – Meetings

Section 1: There shall be a business meeting of the society at such time and place as determined by the board of directors not less than annually.

Section 2: Special meetings of the society may be called by the board of directors at any time, or shall be called by the president upon receipt of written request by one-third (1/3) of the voting members, within thirty (30) days after filing of such request with the administrative office. The business to be transacted

at any special meeting shall be stated in notice thereof and no other business may be considered at that time.

Section 3: Notice of Meetings: Written notice of any regular meetings of the society shall be mailed to the last known address of each member not less than thirty (30) days and not more than sixty (60) days before the date of the meeting.

Section 4: Voting: At all meetings of the society, each voting member shall have one (1) vote and may take part and vote in person only. Unless otherwise specifically provided by these bylaws, a simple majority of those active members present at a meeting at which a quorum is present shall govern.

Section 5: Quorum of Members: A quorum shall consist of a simple majority of those voting members present at an annual meeting or special meeting of the members.

Section 6: Parliamentary Authority: Robert's Rules of Order Newly Revised shall govern meetings of IntNSA unless otherwise specified

Article VII – Committees

Section 1: Chairs: Committee chairs shall be appointed by the president. The chairs shall select their own committee members unless otherwise specified. All committees report to the board of directors at least annually.

Section 2: Executive Committee: An executive committee composed of the officers of the society shall have authority to act in place of the board of directors between board meetings on all matters except those specifically reserved to the board of directors by these bylaws. Minutes of the executive committee meetings shall be distributed to the entire board of directors. A chief administrative officer shall be an ex officio non-voting member of this committee.

Section 3: Finance Committee: The finance committee shall consist of the treasurer as chair and at least two (2) other members who are directors of the society. The committee shall counsel with the chief administrative officer on the annual budget of IntNSA and prepare recommendations for the board of directors by the annual meeting of the coming fiscal year. The finance committee shall submit an investment policy annually to the Board for approval.

Section 4: Nominating Committee: A nominating committee of three (3) society members will be elected annually by ballot, two of whom shall be elected in odd numbered years and one of whom shall be elected in even numbered years. The Committee will be responsible for presenting the slate of candidates for the following year's election of officers and directors to the Executive Committee. The committee shall choose its own chairperson. The committee shall prepare a slate of candidates for each office whose term will expire at the annual meeting.

Section 5: Ad Hoc Committees: The president shall appoint ad hoc committees to provide for a limited or continual service to the society.

Article VIII – Chapters

Section 1: Chapters of IntNSA may be established according to the guidelines accepted by the board of directors. The board of directors must recognize each chapter individually.

Section 2: All chapter officers shall be members of IntNSA

Section 3: Chapter members are encouraged to become members of IntNSA but this is not a requirement for chapter membership.

Article IX – Indemnification

The society shall indemnify all officers, directors and committee members of itself and subsidiary corporations acting within the scope of their authority, including

specifically all members of the certification board, to the full extent permitted by law and shall be entitled to purchase insurance for such indemnification to the full extent as determined from time to time by the board of directors.

Article X – Contracts

The board of directors may authorize any officers agents of the society, in addition to the officers so authorized by these bylaws, to enter in to any contract or to execute and deliver any instrument in the name of the society and such authority may be general or confined to specific instances.

Article XI – Books and Records

The society shall keep correct and complete books and records of minutes of accounts and also shall keep minutes of the proceedings of its board of directors and committees having any authority of the board of directors.

Article XII – Waiver of Notice

Whenever any notice whatsoever is required to be given under the provision of the General Not-For-Profit Corporation Act of the State of Kansas or under the provisions of the Articles of Incorporation or bylaws of the society, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Article XIII – Amendment of the Bylaws

Section 1: Proposed Amendments: Proposed Amendments: Proposed amendments to the bylaws or Articles of Incorporation shall take place via a ballot, to all active members, sent electronically to the last known email address of each member not less than thirty (30) days before the date of the annual meeting. At least thirty days prior to electronic transmission of the ballot, members will be sent a notice by U.S. mail alerting the member about the proposed amendments. Any member may request a ballot be mailed in lieu of electronic notification. This request must be received by the Executive Office at least fourteen (14) days prior to electronic dissemination of the ballot.

Section 2: Notification of adopted amendments will be furnished to all IntNSA members via the official IntNSA website.

Article XIV – Dissolution

Upon dissolution of the corporation, consistent with the Articles of Incorporation, all of IntNSA's assets shall be paid over or transferred to one or more exempt organizations of the kind described in Section 501(c)(6) of the Internal Revenue Code of 1954, as amended from time to time.

Article XV – No Discrimination

The society shall not discriminate against anyone on the basis of race, color, creed, age, national origin, gender, sexual orientation, religion or handicap.

Article XVI – Conflict of Interest

Section 1: A conflict of interest is deemed to exist when an agent, officer or director of the corporation has a direct or indirect interest in any contract relating to operations of the corporation. The fact and nature of such interest shall be fully disclosed in writing to the president prior to the meeting in which action may be taken on the matter. Such interest shall again be disclosed to the director present during the meeting and the interested director may not participate in the authorization of the matter in question. The interested director cannot be counted for the purpose of establishing a quorum. Should an issue arise during a

meeting, the agent, officer or director in question will immediately and publicly identify the conflict of interest or apparent conflict of interest to the body and refrain from any participation in any discussion of or voting on that issue.

Section 2: No part of the income, earnings or other assets, if any, of the corporation shall inure to the benefit of any officer or director of the corporation either during the life of the corporation or upon the dissolution thereof.

Article XVII – Addictions Nursing Certification Board

Section 1: The Addictions Nursing Certification Board (ANCB) is the policy-making body for professional certification activities for registered nurses, licensed vocational/practical nurses and paraprofessionals in the field of addictions.

Section 2: Directors are appointed for four year terms. To ensure seamless leadership, the Vice-Chair serves an additional two-year term. The board composition shall include the following:

Chairperson – oversees all activities of ANCB and serves as an ex-officio, non-voting member of the International Nurses Society on Addictions (IntNSA) Board of Directors.

Chairperson-elect – elected by two-thirds majority vote of ANCB Directors at least two years prior to the end of the ANCB Chairperson’s term so that he or she may be prepared to assume the position once it is vacated by the outgoing Chairperson.

A minimum of four at-large Directors

Public member - one IntNSA Board of Director – one ex-officio, non-voting member

With the exception of the Public member, ANCB Directors must be licensed as a Registered Nurse;

hold current certification as CARN or CARN-AP;

be current members of the International Nurses Society of Addictions (IntNSA).

ANCB Directors shall represent both CARN and CARN-AP with at least a minimum of two directors in any one category.

Candidates for an open ANCB Director position are solicited by recommendation or self-nomination. Sitting ANCB directors elect a director based on a review of the candidate’s qualifications and the needs of ANCB.

ANCB has sole responsibility for securing and appointing Directors.

Potential Directors will be solicited by current ANCB Directors and through a process of self-nomination.

ANCB will adopt a set of operating rules and procedures to include election from among its members of a Chairperson and Vice Chairperson such officers as deemed necessary to direct and perform the duties and responsibilities of the

ANCB and terms thereof. These operating rules and procedures will not conflict with these Bylaws or the Articles of Incorporation.

At time of appointment, the ANCB Director will sign a Waiver of Eligibility Form to acknowledge and uphold ineligibility to participate directly or indirectly in any activity or event relating to the Addictions Nursing Certification Examination.

At time of appointment and annually, each ANCB Director will submit a Conflict of Interest Statement to the Executive Director of the management company of IntNSA.

Terms of service for at-large Directors will be four (4) years. A member serving his/her term shall be eligible for reappointment after at least one year has elapsed.

ANCB is independent in all matters relating to certification and has full authority for establishing policies, procedures, and standards required for the following:

Eligibility and Examination Qualifications;

Examination Content and Construction;

Test Administration;

Scoring, in accordance with generally accepted psychometric principles;

Certification without Examination;

Rules of procedure for meetings, including site, frequency and agenda;

Appeals;

Committees, Standing and Ad Hoc.

ANCB will consult with and obtain approval from the IntNSA Executive Committee for the following decisions.

Adoption of an Annual Budget;

Any and all obligations encumbering ANCB or IntNSA and signing must be consistent with IntNSA bylaws;

Administrative, legal and management support services;

Acceptance or provision of grants, contracts and publications; Dissemination of an RFP to accomplish aspects of the certification program;

Changes in fees.

ANCB will evaluate, at least annually, the timeliness, quality and effectiveness of any contractor(s) with whom it works, and report with recommendations to the IntNSA Executive Committee such services deemed appropriate for said contractor(s) to provide in the future. Said services will be delineated in future contracts.

ANCB Communications with IntNSA

Reports will be provided to the IntNSA Board to keep them apprised of ANCB activities.

The ex-officio relationships between ANCB and IntNSA Board of Directors will also serve as methods of communication.

