

BYLAWS OF
INDIANA ASSOCIATION OF NURSING STUDENTS, INC.

Preamble

We, students of nursing, believe there is a common need to organize, to represent ourselves to the consumer and other health disciplines, and to assume our rightful place in the profession of nursing.

We believe every citizen has a right to the highest quality of health care.

We believe in the development of the whole person toward his/her professional role with its rights, responsibilities, and ideals.

We believe every right bears inherent responsibilities.

We believe responsibilities are participatory, not purely philosophical or ideological, and

We believe the quality and quantity of participation are not exclusive, but bear the responsibilities of participation.

RIGHTS AND RESPONSIBILITIES

Students have a right to a sound education.

Students have a right to, and responsibility for:

- having a creative educational opportunity;
- having the highest quality practitioner-teacher;
- achieving input into curriculum planning;
- achieving self-directed learning;
- achieving equal participation in all areas of clinical practice, and
- participating in interdisciplinary activities.

Students have a right to due process.

Students have a right and responsibility for ensuring peer review and self-evaluation.

Students have all rights and privileges on internal governance.

Students have a right and responsibility to organize and participate in an organization directed toward achieving professional goals.

Students have a right and responsibility for:

- facilitating change in health care delivery through various channels;
- assembling and exploring fundamental and current professional issues and concerns;
- organizing in a flexible structure to encompass and present the diversities within nursing and to be representative of the fundamental and current professional issues and concerns;
- fostering a better correlation between nursing education and practice.

ARTICLE I

Name

The name of this organization shall be the Indiana Association of Nursing Students, Inc., a constituent of the National Student Nurses Association, Inc., hereinafter referred to as IANS and NSNA respectively.

ARTICLE II

Principal Office

The principal office of IANS, for legal purposes, shall be located at 8600 University Blvd., HP 2134, Evansville, IN 47712 the address of the Registered Agent. The current Registered Agent is Marilyn Ostendorf and the current Registered Office is 8600 University Blvd., HP 2134, Evansville IN 47712. Because Board Members are located throughout the state, IANS encourages students to check the IANS official website for further contact information at <http://www.IndianaStudentNurses.org>.

ARTICLE III

Nonprofit Purposes

Section 1. IRC Section 501(c)(3) Purposes

IANS is organized exclusively for charitable, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2. Specific Objectives and Purposes

- A. To assume responsibility for contributing to nursing education in order to provide for the highest quality of health care.
- B. To provide programs representative of fundamental and current professional interests and concerns; and
- C. To aid in the development of the whole person, his/her professional role, and his/her responsibility for the health care of all people in all walks of life.

Section 3. Specific functions shall include the following

- A. To have direct input into standards on nursing education and influence the educational process;
- B. To influence health care, nursing education and practice through legislative activities as appropriate;
- C. To promote and encourage participation in community affairs and activities towards improved health care and the resolution of related social issues;
- D. To represent nursing students to the consumer, to institutions, and other organizations; and
- E. To promote and encourage students' participation in interdisciplinary activities.
- F. To promote and encourage recruitment efforts, participation in student activities, and educational opportunities regardless of person's race, color, creed, sex, lifestyle, national origin, age, or economic status.
- E. To promote and encourage collaborative relationships with the Indiana State Nurses Association, and Indiana League for Nursing, as well as other nursing and related health organizations.

ARTICLE IV

Keller Phalen 7/16/16 10:56 PM

Comment [1]: included in NSNA Bylaws

Keller Phalen 7/13/16 8:02 PM

Comment [2]: _Marked as resolved_

Keller Phalen 7/16/16 10:56 PM

Comment [3]: _Re-opened_

Constituent Associations

Section 1. Local nursing student associations, composed of students from a particular school of nursing, shall be recognized as a constituent association, hereinafter referred to as Locals, provided;

- A. Members have paid the dues established for membership in the IANS and NSNA;
- B. The Local shall be composed of at least ten (10) members;
- C. There shall be only one (1) Local per branch school;
- E. The Local has submitted the Official Application for NSNA Constituency Status, and its bylaws conform to NSNA requirements;
- F. The Local IANS bylaws shall include the areas of conformity for active and associated membership: purpose and function, dues and representation to NSNA meetings

Section 2. Locals are required to submit their bylaws before becoming a chapter to IANS and are encouraged to submit subsequent amendments at a yearly date, as set by the Board of Directors of IANS and NSNA.

Section 3. Bylaws of a local student nursing association in the process of becoming a Local of IANS, may be accepted prior to the annual session with the approval of the Board of Directors of IANS.

Section 4. A Local not complying with the requirements of these bylaws may be disqualified by a two-thirds vote of the Board of Directors provided at least thirty (30) days' notice of the anticipated actions has been given before such a vote is taken.

Section 5. A Local which has been disqualified may be reinstated by a two-thirds vote of the Board of Directors.

Section 6. School chapters are entities separate and apart from state associations in their administration of activities with the state association exercising no supervision or control over these immediate daily and regular activities. IANS has no liability for any loss, damages, or injuries sustained by third parties as a result of the negligence or acts of school chapters, or the members thereof. In the event any legal proceeding is brought against IANS as a result of such acts of omission or commission by a school chapter, said school chapter will indemnify and hold harmless the state association from any liability.

ARTICLE V

Membership and Dues

Section 1. Members of the NSNA shall constitute the membership of the IANS.

Section 2. Membership of the locals shall be:

A. Active Members

- 1. Undergraduates enrolled in state approved program leading to a licensure as a registered nurse.
- 2. Registered nurses enrolled in undergraduate programs leading to a baccalaureate degree with a major in nursing.
- 3. Active members shall have all the privileges of membership.

B. Associate Members

- 1. Prenursing students, including registered nurses, enrolled in college or university programs designed as preparation for entrance into a program leading to an associate degree, diploma or baccalaureate degree in nursing.

- Keller Phalen 7/16/16 10:56 PM
Comment [4]: requirement in NSNA bylaws
- Keller Phalen 7/13/16 8:02 PM
Comment [5]: _Marked as resolved_
- Keller Phalen 7/16/16 10:56 PM
Comment [6]: _Re-opened_
- Keller Phalen 7/16/16 10:56 PM
Comment [7]: discussing Local constituents here; state requirements to be a part of NSNA are included in NSNA Bylaws
- Keller Phalen 7/13/16 8:02 PM
Comment [8]: _Marked as resolved_
- Keller Phalen 7/16/16 10:56 PM
Comment [9]: _Re-opened_

2. Associate members shall have all of the privileges of membership except the right to hold office of president and vice president at state and national levels.

C. Individual members: Individual membership shall be open at the state and national level to any eligible student when membership in a constituent association is not available. Individual members shall have the privileges of membership as prescribed in Article III, Section 2, items A and B.

D. Active and associate membership shall be renewable annually.

Section 3. Membership may be extended beyond completion of a student's undergraduate program for a period not to exceed six (6) months providing membership was renewed while the student was enrolled in a nursing program.

Section 4. Dues.

A. Annual dues for IANS shall be ten (10) dollars per member plus that which will be taken out of the current dues for membership in the NSNA.

B. The annual dues shall cover membership for a period of twelve (12) consecutive months from the date NSNA receives membership payment.

C. NSNA and IANS dues shall be payable directly to NSNA. NSNA will remit IANS the dues received on behalf of the constituent. Local dues shall be decided upon and submitted to the local chapter and not submitted to NSNA or IANS.

D. Any member who does not pay current dues shall forfeit all privileges of membership.

E. Dues are delinquent if payment is not received by NSNA prior to the expiration date.

ARTICLE VI

Executive Board/Officers

Section 1. The executive board of the IANS shall be: President, Vice President, Secretary, and Treasurer. Other elected officers of the IANS shall be: Membership Director, Community Health/Disaster Preparedness Director, Image of Nursing Director, Newsletter Editor, Newsletter Coeditor, and ~~Bylaws and Policies~~ Legislative Director, and three Nominations and Elections Committee members.

Section 2. The immediate past officers shall serve as consultants to the new officers for one (1) month after end of term of office. The immediate past president shall be a consultant for the next term.

Section 3. Eligibility: Any member in good standing of IANS and meeting the following qualifications shall be eligible to be a candidate for office:

1. Candidates shall be chosen from among those members who have been nominated by a member of IANS according to the procedure outlined in these bylaws.

2. Only members who shall be nursing students throughout at least 3/4 of their term of office and have the privileges of active membership shall be eligible for the offices of president and vice president.

3. Associate members are not eligible to hold the office of president or vice president.

4. Only members who shall be nursing students throughout at least 6 months of the school year during their term of office and have the privileges of active or associate membership shall be eligible for the offices of Secretary, Treasurer, Membership Director, Community Health/Disaster Preparedness Director, Image of Nursing Director, Legislative Director, Newsletter Editor/Co-Editor, and Nominating and Elections Committee members (3).

5. Only members present at the annual meeting may be nominated from the floor.

Keller Phalen 7/16/16 10:56 PM

Comment [10]: to include freshmen in Pre-nursing

Keller Phalen 7/13/16 8:03 PM

Comment [11]: _Marked as resolved_

Keller Phalen 7/16/16 10:56 PM

Comment [12]: _Re-opened_

Keller Phalen 6/7/16 2:37 AM

Comment [13]: reword? How much is received from NSNA?

Keller Phalen 7/11/16 1:49 PM

Comment [14]: Listed in article 8 on BOD, consistency

6. When absent during the annual meeting, only members who filed as candidates for office or called by telephone prior to the convention may be elected to office.

Section 3. The President shall:

- A. Serve as principal officer of the association and preside at all meetings of the IANS and the Board of Directors;
- B. Appoint special committees with the approval of the Board of Directors;
- C. Shall oversee the delegation of the ~~five (5)~~ four (4) elected Directors, Editor, Co-editor, and Staff to their respected committee chair person;
- D. Approve expenditures as submitted by the Treasurer;
- E. Be an ex-officio member of all committees;
- F. Represent this association in all matters relating to the IANS and perform all other duties pertaining to this office;
- G. Shall be responsible for seeing that the line of direction given by the House of Delegates, and the actions of the Board are carried into effect, and for reporting to the membership and the Board of Directors on the conduct of affairs of IANS;
- H. Have such other powers and perform such other duties as may be assigned by the Board of Directors; and
- I. Shall attend the NSNA Conventions as the IANS Delegate;
- J. Review and be responsible for the maintenance of IANS' nonprofit status by performing the tasks listed in Article XV;
- K. Submit annually to NSNA the Official Application for NSNA Constituency Status for (state) by the cutoff date.

Section 5. The Vice President Shall:

- A. Assume the duties of the President in the absence of the President.
- B. In the event of a vacancy occurring in the office of President, becomes the President; and
- C. Performs all other duties assigned by the President.
- D. Will assume primary responsibility for the state annual convention.

Section 6. The Secretary shall:

- A. Keep on file an accurate list of the names and addresses of all constituent associations to be used for correspondence purposes.
- A. Record the minutes of the IANS and its Board of Directors and provide for the sending of copies of such minutes to the board, its consultants, personal records, and NSNA;
- B. Conduct and preserve the general correspondence of IANS;
- C. Call roll by Locals to determine quorum at each meeting of the IANS sessions;
- D. Send NSNA the names and addresses of all newly elected officials and notify NSNA and IANS of changes in address;
- E. Perform all other duties assigned by the President.

Section 7. The Treasurer shall:

- A. Act as custodian of organizational funds and deposit these funds in the bank approved by the Board of Directors;

- Keller Phalen 7/16/16 10:56 PM
Comment [15]: taken from NSNA's state example
- Keller Phalen 7/13/16 8:13 PM
Comment [16]: _Marked as resolved_
- Keller Phalen 7/16/16 10:56 PM
Comment [17]: _Re-opened_

- Keller Phalen 7/16/16 10:56 PM
Comment [18]: since we're trying to improve our state infrastructure and relations with locals
- Keller Phalen 7/13/16 8:13 PM
Comment [19]: _Marked as resolved_
- Keller Phalen 7/16/16 10:56 PM
Comment [20]: _Re-opened_

- B. Be chairperson of the Finance Committee consulting with special interests committees and aid in presenting budgets one (1) month after the annual session;
- C. Prepare a budget and make monetary disbursements (by check) with approval of the President, and authorization of the Board of Directors;
- D. See that an annual fiscal year financial statement is prepared in accordance with the standards established by the American Institute of Certified Public Accountants. This statement must be compiled by November 1st, and presented to the IANS Board for review and acceptance annually;
- E. See that annual state and national tax exemption forms are filed before the appropriate deadline unless otherwise decided by IANS Board of Directors.
- F. Perform all other duties assigned by the President.

Section 8. The Membership Director shall:

- A. Serves to increase IANS and NSNA membership by contacting Indiana nursing schools.
- B. Educate the benefits of IANS and starting local school chapter.
- C. Perform all other duties assigned by President.

Section 9. The Community Health/Disaster Preparedness Director shall:

- A. Increase the number of disaster prepared nursing students.
- B. Promote national disaster preparedness and relief programs to state members.
- C. Organizes programs to improve community health across state.
- D. Perform all other duties assigned by President.

Section 10. The Image of Nursing Director shall:

- A. Aims to improve the image of nursing in the state of Indiana.
- B. Plans projects to break negative nursing stereotypes.
- C. Promotes nursing students to portray a positive image of nursing.
- D. Perform all other duties assigned by President.

Section 11. The Newsletter Editor and Coeditor shall:

- A. Create newsletter to inform members of current issue and activities of IANS.
- B. Work together to create a cohesive newsletter ~~four times a year~~ monthly
- C. Be responsible for the upkeep of the IANS website, IANS Twitter and IANS Facebook page.
- B. Work closely with the Convention Planning Director to prepare publicly for state workshops, and annual convention and pre-convention mailing;
- C. Provide for effective means of communication with local membership;
- D. Perform all other duties assigned by President.

Section 12. The Bylaws and Policies Legislative Director shall:

- A. Be responsible for creating and updating the IANS bylaws annually.
- B. Be responsible for creating and updating the IANS policy book annually.
- C. Perform all other duties assigned by President.

Section 13. Term of Office.

The term of office shall be one (1) year beginning in May and ending in the following May.

Keller Phalen 7/13/16 8:14 PM
 Comment [21]: from article 8, section 3

Keller Phalen 7/16/16 3:20 AM
 Comment [22]: since resolutions also, more inclusive title

Section 14. Vacancies.

- A. A vacancy in office or on the Board of Directors, other than President, shall be filled, if deemed essential, by the Board of Directors. In any case, when the Board of Directors receives a letter of resignation, a notification of vacancy shall be provided to all the local presidents ~~as soon as the Board of Directors has reached a decision.~~
- B. The candidate for a vacant office must meet all the eligibility requirements; and
- C. Providing a vacancy shall be filled, it shall require a two-thirds vote of the Board of Directors.

Section 15. Compensation. Members of the Executive Board and Officers shall not receive any form of compensation for their services.

Section 16. The Nominations and elections committee (hereinafter "N/E C") members shall:

- A. N/E C shall be composed of three (3) members representing three (3) different Locals. They shall be elected at the annual meeting to serve for a term of one (1) year. All members shall be nursing students for at least three quarters of their term of office. The chairperson shall be the member who receives the largest number of votes on the slate ballot.
- B. Serve on the board as a full members and be expected to adhere to the expectations that all board members are expected to adhere to listed in article IX
- C. A vacancy on the N/E C shall be filled by the Board of Directors with a nominee recommended by the N/E C. In the case of a member not performing his/her duties, the Board of Directors shall declare the position vacant and shall fill the vacancy with a nominee recommended by the N/E C
- D. No member shall hold more than one (1) elected State position at any time.
- E. Perform all other duties assigned by the President

ARTICLE VII
Meetings

Section 1. There shall be an annual meeting to be referred to as the IANS State Convention Annual Session, at such time and place as shall be determined by the Board of Directors.

Section 2. The annual meeting shall be for the purpose of electing Officers, Directors, Editors, and receiving reports and conducting other business as may properly come before the House of Delegates.

Section 3. Special meetings may be called by the Board of Directors or President upon written request of ~~two-thirds~~ one-third of the Locals. Notice of time, place, and purpose of the meeting shall be given to all Locals not less than five (5) days prior to the meeting.

Section 4. All meetings of the IANS shall be open unless voted otherwise by the IANS voting body. Student members, other than voting delegates, may attend the annual meeting but shall not be seated with the delegate body and may speak once on each issue before the House.

Section 5. The voting body of the House of Delegates shall consist of Officers, Directors, Editors, and Delegates of the Locals.

Section 6. Each Local constituent shall be entitled to delegates accordingly; for ten (10) or more members in good standing, the Local shall be entitled to one (1) voting delegate with one (1) additional delegate for each ten (10) members in good standing after the first ten (10). Delegates shall be computed on the basis of the number of members in each Local as evidenced by the annual dues received on the date one (1) week before the annual meeting of IANS.

Section 7. The privileges of making motions and voting shall be limited to the voting body. A voting member shall have one (1) vote in any election or on any question. This vote must be

Keller Phalen 7/16/16 10:51 PM
Comment [23]: "The President and Treasurer may approve expenses outside the expected budget for conduction of business by the Board; it shall require a three-fourths vote of the Board of Directors." NO-->not in the budget

Keller Phalen 7/11/16 1:47 PM
Comment [24]: move to section 13?

exercised in person by the delegate or alternate, and in their absence, may not be assigned to or exercised by any other delegate or individual by means of a proxy or other written or oral assignment.

Section 8. The IANS, constituent of the NSNA (provided that IANS consists of at least two (2) Locals with ten (10) members each) shall be entitled to representation at the NSNA annual convention in accordance with the NSNA bylaws. This delegate shall be the State President. If the President cannot serve, a designated representative shall be elected at a state meeting or by the State Board of Directors.

Section 9. Two officers, one (1) of which shall be the President, or Vice President, and one-third of the registered delegates shall constitute a quorum at any the annual meeting of the IANS.

Article IX

Board of Directors

Section 1. There shall be a Board of Directors consisting of the ~~Officers-Executive Board, five~~ ~~(5)~~ four (4) Directors, Editor, Co-Editor, and three NE/C members.

Section 2. Consultants shall serve as ex-officio members of the Board of Directors without a vote, as well as, appointed IANS staff.

Section 3. The Editor shall:

- A. ~~Be responsible for publishing and distributing the State Newsletter at a minimum of four (4) issues per term monthly;~~
- B. ~~Work closely with the Convention Planning Director to prepare publicly for state workshops, and annual convention and pre-convention mailing;~~
- C. ~~Provide for effective means of communication with local membership;~~
- D. ~~Be chairperson for the Publications Committee of which the Editor will appoint those said members as staff with approval by the IANS Board of Directors;~~
- E. ~~Serve as consultant to newly elected Editor for a period of six (6) months immediately after term, and as needed; and~~
- F. ~~Perform all other duties assigned by the President.~~

Section 4. The ~~five (5)~~ four (4) Directors, as defined as Membership Director, Community and Disaster Preparedness Director, Legislative Director, and Image of Nursing Director, the Newsletter Editor ~~Director~~ and Newsletter Co-Editor ~~Director~~, and the three NE/C members ~~each~~:

- A. Serve as chairperson for their standing committees, as appointed or negotiated by the Board of Directors.
- B. Serve as consultant for one (1) month after the election of new officers, and as needed; and
- C. Perform all other duties as assigned by the President.

Section 5. The Board of Directors shall:

- A. Be required to attend all meetings of the IANS Board of Directors:
 - 1. Attendance is mandatory at all meetings. Funding eligibility requires a minimum attendance of eighty percent (80%) at the year's scheduled meetings, including both excused and unexcused absences.
 - 2. Unexcused absences resulting in more than twenty percent (20%) of the year's scheduled meetings will result in immediate termination of the individual's term of office.

Keller Phalen 7/11/16 12:59 PM
Comment [25]: Referred to as EB in Article 6.. "officers" is term used in NSNA

Keller Phalen 7/16/16 10:53 PM
Comment [26]: unnecessary; duties described in Article 6

Keller Phalen 7/11/16 1:08 PM
Comment [27]: Change to The Board of Directors?

Keller Phalen 7/11/16 1:27 PM
Comment [28]: Set number? % after x meetings? Ex. If miss first meeting, automatically out?

3. See IANS Policy Book for requirements for funding of conventions.

B. Manage affairs of the IANS between the annual convention sessions of the membership; and

C. Select the time and place of all meetings of IANS; and

D. Have authority to declare an office vacant if the duties of the office have not been fulfilled in a reasonable time by the Board of Directors; and

E. Fill vacancies occurring in any office except the office of President or Vice President;

1. A vacancy on the Board of Directors other than President or Vice President shall be filled, if deemed essential by the Board of Directors.

2. The candidates for a vacant office must meet all eligibility requirements.

3. Providing a vacancy shall be filled, it shall require a two-thirds vote of the Board of Directors.

F. Provide for such work of the officers and committee as may be deemed expedient, provide for proper care of the material, equipment, and funds of IANS; and

G. Approve the annual budget and provide for the annual audit of accounts by a Certified Public Accountant at the close of the fiscal year, to be submitted to the House of Delegates; and

H. ~~Appoint one (1) delegate to the NSNA convention in accordance with the Bylaws of IANS and NSNA; and~~

I. Negotiate and approve contract for secretarial and publishing services; and

J. Appoint members to standing committees.

Section 6. All Board members must renew their membership if it expires while in office. Failure to do so within one (1) month falls under Article V, Section 5, E.

Section 7. All the powers of the association are vested in and shall be exercised by the Board of Directors during the interim between meetings of the association, except that the Board shall not nullify or modify any action taken by the House of Delegates in convention, and subject to the provisions of these bylaws.

Section 8. The Board of Directors shall not be responsible for any contract, claim, or obligation of any kind incurred, or for any position taken by any officer, member, or constituents, unless the same was duly authorized in writing by the Board of Directors.

Section 9. The Board of Directors shall meet at least four (4) times between the annual sessions or at such other times as may be deemed advisable by the President or any three (3) members of the Board of Directors.

Section 10. In the interval between the meeting of the Board of Directors, the President of IANS may refer and submit questions by mail or telephone to the members of the Board of Directors, definite questions relating to the affairs of IANS which in the opinion of the President requires immediate action on the part of the Board of Directors. The results of such referendum, which requires a majority vote, provided such action is not inconsistent with the action taken by the voting body of the IANS in its annual session, shall be entered into the minutes of the next Board of Directors.

Section 11. A quorum of the Board of Directors shall consist of a majority of the voting members of the Board, one (1) of which shall be the President or Vice President.

Section 12. Those members holding state office whose state term extends for more than seven (7) months from the day of election to a national position, must resign from one (1) of these offices at least three (3) weeks prior to the next Board of Directors meeting or a vacancy will be declared in the state position.

Keller Phalen 7/16/16 10:55 PM

Comment [29]: necessary? president, vp, treasurer attending, plus \$500 to attend convention of board member's choice

Keller Phalen 7/13/16 8:29 PM

Comment [30]: _Marked as resolved_

Keller Phalen 7/16/16 10:55 PM

Comment [31]: _Re-opened_

Section 13. Members of the Board of Directors shall not receive any compensation for their services on the Board.

ARTICLE X

Executive Committee

There shall be an executive committee of the Board of Directors composed of the President, Vice President, Secretary, Treasurer, and a consultant. This committee shall have the power to transact business only of an emergency nature which cannot wait until the next scheduled meeting of the Board of Directors. All transactions of this committee shall be reported in full at the next regularly scheduled meeting of the Board of Directors. The executive committee may conduct such emergency business by telephone, mail or e-mail.

ARTICLE XI

Consultants

Section 1. In addition to the immediate past officers and the immediate past directors who serve as short-term consultants, there shall be two (2) consultants to IANS. One (1) shall be appointed by the Board of Directors and shall require a two-thirds vote. The second consultant shall be the immediate past president of the IANS. The IANS Board has the right to accept and/or reject suggested appointees on an annual basis and within three (3) months of appointment of a new Board of Directors/IANS Consultant, whichever is applicable. The IANS Board shall evaluate these two (2) consultants annually.

Section 2. The IANS advisor shall:

- A. Be appointed to serve on at least a 1 year term
- ~~B. Be at least two advisors at one time~~
- C. Be reappointed for consecutive terms with the board of director's approval upon outstanding performance review during every state convention
- D. Be a registered nurse
- E. Be a professor/instructor at a school of nursing in Indiana
- F. An advisor vacancy shall be filled by appointment by the Board of Directors for the remainder of the current term, or until their representative successors are appointed.

Section 3. Roles and Responsibilities of an advisor shall include:

- A. Serving as chair of the NEC
- B. Having no vote in the Board or House of Delegate meetings
- C. Providing interchange of information and communication between IANS Board of Directors, IANS members and IANS faculty advisors and the Indiana State Nursing Association (ISNA)
- D. Attending meetings of the IANS Board of Directors, IANS State Convention and to the extent possible, the NSNA Mid-Year and Annual Conventions, attending the appropriate advisor meetings that are held through NSNA
- E. Providing proof of completion of the Advisor training program at the first convention in attendance during their term in office
- F. Receiving board minutes, agendas, and other communications
- G. Suggesting agenda items and enter into discussion of Board/House of delegates business
- H. Serving as a member of the Convention Planning Committee
- I. Performing other duties as enumerated in the IANS Policies

- J. Being a sustaining member of NSNA
- K. Having their own rooming assignments during the State Convention and/or NSNA Conventions
- L. Not attending any events outside of the State or NSNA conventions with the students unless in the known name of IANS
- M. Communicating with Board members and Indiana Constituents and other advisors in a professional manner
- N. Undergoing an annual review before the State Convention every year to determine renewal of term of office or resignation.

Section 4. The outgoing Board of Directors, except for the Editor, Treasurer, and President, shall serve as consultants for one (1) month after the end of term of office and as needed. The Editor and Treasurer shall serve as consultant for six (6) months and the President shall serve as a consultant for twelve (12) months.

Section 5. The board also has the option to appoint a former IANS board member as a third advisor to the board. This is not mandatory for the board nor is it mandatory for this nominated advisor.

Section 6. The Third advisor shall

- A. Be appointed to serve on at least a 1 year term
- B. Be a registered nurse
- C. Having no vote in the board of house delegate meetings
- D. Be a former member of IANS

Section 7. Roles and responsibilities of a former board member advisor are

- B. Having no vote in the Board or House of Delegate meetings
- C. Providing interchange of information and communication between IANS Board of Directors, IANS members and IANS faculty advisors and the Indiana State Nursing Association (ISNA)
- D. Attending meetings of the IANS Board of Directors, IANS State Convention and to the extent possible, the NSNA Mid-Year and Annual Conventions, attending the appropriate advisor meetings that are held through NSNA
- F. Receiving board minutes, agendas, and other communications
- G. Suggesting agenda items and enter into discussion of Board/House of delegates business
- H. Serving as a member of the Convention Planning Committee
- I. Performing other duties as enumerated in the IANS Policies
- J. Being a sustaining member of NSNA
- K. Having their own rooming assignments during the State Convention and/or NSNA Conventions
- L. Not attending any events outside of the State or NSNA conventions with the students unless in the known name of IANS
- M. Communicating with Board members and Indiana Constituents and other advisors in a professional manner

N. Undergoing an annual review before the State Convention every year to determine renewal of term of office or resignation.

ARTICLE XII

Committees

Section 1. The Board of Directors, at its discretion, shall establish committees deemed necessary to carry on the work of the association and determine the functions, terms, and membership of the committees. A quorum for committees meetings shall be a majority of the members.

Section 2. The standing committees shall be composed of members of the IANS and shall assume such duties as are assigned by the President. Standing committees shall report to the Board of Directors and the membership when requested to do so. Each standing committee chairman shall submit a written report of the activities of the committees to the Secretary one (1) month prior to the annual session. The elected committee members are not required to attend IANS Board of Directors meetings but must attend the Fall Conference and the State Convention.

Section 3. There shall be the following standing committees (if deemed necessary by the Board of Directors):

- A. Membership Committee, chaired by a Director;
- B. Legislative Committee, chaired by a Director;
- C. Finance Committee, chaired by the Treasurer;
- D. ~~Fall Conference Planning Committee and the IANS State Convention Planning Committee, chaired by a Director;~~ the Vice President
- E. Project/Breakthrough to Nursing Committee, chaired by a Director;
- F. Nominations/Elections Committee, chaired by the representative elected.

Section 4. Committee duties shall include, but not to be limited to:

- A. The Membership Committee shall:
 - 1. Communicate with NSNA about membership recruitment drives;
 - 2. Organize state-wide recruitment drives;
 - 3. Provide state secretary with complete list of members one (1) month prior to annual convention of the IANS to establish number of delegates;
 - 4. Distribute at least four (4) times a year membership lists to constituent school's presidents; and
 - 5. Perform all other duties as assigned by the President.
- B. The Legislative Committee shall:
 - 1. Review the Bylaws and standing rules as deemed necessary by the Board of Directors;
 - 2. Keep the members of IANS informed of the progress of the state and national legislation pertaining to students of nursing;
 - 3. Communicate the position of IANS regarding specific legislation to the appropriate members of Congress or to the Indiana General Assembly;
 - 4. Prepare resolutions submitted by Locals for vote at the State Convention and be responsible to send approved resolutions to NSNA; and
 - 5. Perform all other duties assigned by the President.
- C. The Finance Committee shall:

1. Meet for yearly recruitment proposal including the use of special account funds; and
2. Perform all other duties as assigned by the President.

D. ~~Fall Conference Planning Committee shall:~~

- ~~1. Organize the time, place, and agenda of the Conference;~~
- ~~2. Develop workshops and arrange for appropriate speakers for the Conference;~~
- ~~3. Facilitate other factors regarding the Conference and planning; and~~
- ~~4. Perform all other duties as assigned by the President.~~

E. The State Convention Planning Committee shall:

1. Organize the time, place, and agenda for the State Convention;
2. Develop workshops and contact speakers for the State Convention;
3. Facilitate all other matters pertaining to the State Convention planning; and
4. Perform all other duties as assigned by the President.

F. The Project/Breakthrough to Nursing Committee shall:

1. Organize programs for the recruitment/retention of minorities in nursing education;
2. Organize statewide projects to distribute to Local Chapters of IANS;
3. Display pamphlets and other project information at the annual IANS sessions; and
4. Perform all other duties as assigned by the President.

G. Nominations and Elections Committee shall:

1. Choose a slate of candidates for Officers, ~~five (5)~~ four (4) Directors, the Editor, the Co-Editor and N/E members prior to the opening of the IANS annual session.
2. Obtain written consent of all proposed candidates before placing their names on the slate;
3. Present the N/E report and the official slate of candidates at the first business meeting of the annual convention;
4. Run the Candidates Presentation and Presidential Debate;
5. Monitor and investigate complaints of campaign violations;
6. Oversee the functions of the campaign committee; and
7. Present the new officers to the House of Delegates.

ARTICLE XIII
Official Publications

 shall be the official publication of the association, and shall be distributed to members as one of the benefits of membership.

ARTICLE XIII
Parliamentary Authority

Keller Phalen 7/16/16 10:58 PM
Comment [32]: don't coordinate

Keller Phalen 7/16/16 10:59 PM
Comment [33]: need to create name for newsletter

All meetings of this association shall be conducted according to parliamentary law set forth in the current edition of Robert's Rules of Order, Newly Revised, where these rules apply and are not in conflict with these Bylaws.

Article XIV

IRC 501(c)(3) Tax Exemption Provisions

Section 1. Limitation on Activities. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these bylaws, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 2. Prohibition Against Private Inurement. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

Section 3. Distribution of Assets. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

Section 4. Private Foundation Requirements and Restrictions. In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation shall (1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; (2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; (3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and (5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE XV

Nonprofit Status

Section 1. Responsibility. The President of IANS shall be responsible for maintaining IANS' nonprofit status. The President may delegate these roles as appropriate, but must ultimately ensure each task is completed. As stated in Section 2 of Article VI, the past President shall serve as a Consultant for the next term. As part of the previous President's duty to consult, he/she will review the requirements of this Article with the incoming President to ensure IANS continues as a nonprofit business. Each responsibility is listed in the following sections.

Section 2. Update Registered Agent and Registered Office. The registered agent is the person whom IANS designates to receive legal process and annual paperwork pertaining to the business. The registered office is where those documents are to be sent.

A. The Registered Agent should be the current faculty adviser and the registered office should be an address affiliated with that adviser, such as an office on campus.

B. A student should not be designated as the Registered Agent for fear that important documents could be lost as students graduate and new members join IANS.

C. The current Registered Agent is Marilyn Osterdorf and the current Registered Office is 8600 University Blvd., HP 2134, Evansville, IN 47712.

D. In the first month, the President shall review the current Registered Agent and Registered Office. If a change needs to be made, the President will submit a Notice of Change of Registered Office or Registered Agent to the Secretary of State.

1. This form is identified as State Form 26276.

2. There is no fee associated with this form.

3. Mail the form to Secretary of State, Corporations Division, 302 W. Washington St., Room E018, Indianapolis, IN 46204.

Section 3. File Annual Business Entity Report. After a business entity has formed or been granted authority to do business in the state of Indiana, it has an ongoing responsibility to file regular business entity reports. These reports must be filed every year by nonprofit organizations.

A. The annual report for IANS is due in August of each year.

B. The annual report may be filed online at the following website: <http://www.in.gov/ai/appfiles/sos-berf/>. The fee for electronic submissions is \$7.14 for nonprofit organizations.

C. The annual report may be submitted by mailing the Business Entity Report to the Indiana Secretary of State, 302 W. Washington Street, Room E-018, Indianapolis, IN 46204. Directions for mail submissions can be found at <http://www.in.gov/sos/business/2427.htm>. The fee for mail submissions is \$10.00 for nonprofit organizations.

D. The form is called the Indiana Business Entity Report and is identified as State Form 48725.

Section 4. File Tax Return with Indiana Department of Revenue. IANS shall employ the services of a Certified Public Accountant to help file the appropriate nonprofit organization unrelated business income tax forms and schedules and the nonprofit organization's annual report with the State. The representative from IANS meeting with the Accountant should inquire about maintaining IANS sales tax exemption at the time of filing as well.

Section 5. File Tax Return with Internal Revenue Service. IANS shall employ the services of a Certified Public Accountant to help file the appropriate 990-Series Returns with the Internal Revenue Services for the Organization's federal tax return. If an organization does not file as required for three (3) consecutive years, it automatically loses its tax-exempt status.

ARTICLE XVI

Conflict of Interest and Compensation Policy

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this tax-exempt organization, Indiana Association of Nursing Students', interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations. This organization notes that none of the members of its Board or Officers are compensated, and this conflict of interest policy is in place to protect the organization's nonprofit status should a conflict regarding compensation arise in the future not contemplated by the organization.

Section 2. Definitions.

A. Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

B. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

1. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
2. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures.

A. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

B. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

C. Procedures for Addressing the Conflict of Interest.

1. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
3. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
4. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

D. Violations of the Conflicts of Interest Policy.

1. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain:

A. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

B. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5. Compensation. Indiana Association of Nursing Students, Inc. does not provide compensation to any members of the Board or officers. Should a situation arise not contemplated by these bylaws, the following compensation guidelines are in place:

A. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

B. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

C. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements. Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

A. Has received a copy of the conflicts of interest policy,

B. Has read and understands the policy,

C. Has agreed to comply with the policy, and

D. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews. To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

A. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.

B. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Article XVI, Section 7, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE XVII

Amendments

Section 1. These Bylaws may be amended at the annual meeting of IANS by two-thirds vote, provided notice of proposed amendments have been submitted to the Locals fifteen (15) days prior to the annual meeting.

Section 2. These Bylaws may be amended without previous notice at any meeting by IANS by an unanimous vote.

Section 3. Any Local may submit proposed amendments to the Legislative Committee.

Section 4. The Legislative Committee shall submit all proposed amendments with recommendations to the Board of Directors for review prior to the annual meeting.

Section 5. Amendments to the Bylaws of NSNA, adopted at the annual meeting, which directly relate to the business of IANS in the areas of conformity, shall automatically and immediately affect the necessary amendments to the Bylaws of constituent associations and shall promptly be incorporated into the IANS Bylaws.

Section 6. Amendments to the Bylaws of IANS adopted at the annual meeting will be effective immediately, unless an effective date is specified.

Statement in Accordance with NSNA

IANS supports NSNA's stands on Alcohol, tobacco products, and illegal drugs.