

# **SOUTHERN NURSING RESEARCH SOCIETY BYLAWS**

## **ARTICLE I**

### **Name and Region**

#### **Section 1.**

The organization shall be named the Southern Nursing Research Society (SNRS), hereafter referred to as the Society. The Society encourages participation of all eligible individuals regardless of race, color, age, gender, sexual orientation, political or religious belief, ableness, marital status, or national origin for purposes of membership, recognition, and leadership.

#### **Section 2.**

The Society regional is comprised of the following states: Alabama, Arkansas. Florida, Georgia, Kentucky, Louisiana, Maryland, Mississippi, North Carolina, South Caroline, Tennessee, Texas, Virginia, and West Virginia.

#### **Section 3.**

The Society is a not-for-profit organization and operated under the 501(c)(3) federal tax code.

## **ARTICLE II**

### **Purpose**

The purpose of the Southern Nursing Research Society is to advance nursing research and scholarship in the Society regions.

## **ARTICLE III**

### **Functions**

The functions of the Society are to:

- A. Promote the conduct and dissemination of research and translation of findings to practice;
- B. Facilitate the recognition and growth of members as nurse scientists;
- C. Foster communication, connection, and collaboration among members;
- D. Promote the image of nursing as a scientific discipline; and
- E. Advance SNRS as a model of organizational excellence.

## **ARTICLE IV**

### **Membership**

**Section 1.** Definitions of membership categories.

- A. **Regular members** are registered professional nurses interested and/or engaged in nursing research.
- B. **Associate members** are non-nurses interested and/or engaged in nursing research.
- C. **Graduate student members** are those residing or studying in the Society regional who are in a program leading to any level nursing degree higher than a bachelor's nursing degree.
- D. **Undergraduate student members** are those residing or studying in the Society region who are in a program leading to any nursing degree at bachelor's level or below.
- E. **Retired members** are individuals who have been members of the Society and have retired from professional employment.
- F. **Institutional members** are colleges or universities or health care entities within the region that are interested in promoting nursing research. Five identified nurse members of the institution will be granted regular member status.

**Section 2.** Individual members benefits.

- A. Voting privileges. Each regular member, graduate student member, retired member, or member named as an institutional or corporate representative shall be eligible to one vote.
- B. Holding office. Each regular or retired member with 2+ years of consecutive membership shall be eligible to hold elected office.
- C. Committee membership. All Society members are eligible to participate as a member of Society committees.
- D. Awards. All Society members, except current board members, are eligible to be nominated for research recognition awards or to apply for Society sponsored research grants.
- E. Other benefits. The Board shall determine other benefits of membership and regularly communicate these to the membership.

**Section 3.** Institutional and corporate member benefits.

- A. Special advertising opportunities and rates on the website and in conference materials.
- B. Advance opportunities related to conference meeting sponsorships and other conference-related events.

ARTICLE V

**Dues**

**Section 1.**

The dues structure and timing of dues increases for the Society shall be established by the Governing Board.

**Section 2.**

Annual dues shall be payable to the Society in accordance with policies and procedures established by the Governing Board and communicated to the membership.

### **Section 3.**

Delinquency of more than 45 days in the payment of dues shall constitute forfeiture of membership and privileges thereof.

## **ARTICLE VI Governance**

### **Section 1. Governing Board**

The Governing Board of the Society shall consist of the following elected officials: President, President-Elect, Vice-President, Vice-President Elect, Secretary/Treasurer, Director of Communications, Director of Grants, Director of Membership, Director of Career Development/Awards, Director of Development, and Director of Research Interest & Implementation Groups.

### **Section 2. Executive Council**

Members of the Executive Council shall consist of the President, President-Elect, Vice-President, Vice-President Elect, and Secretary/Treasurer.

### **Section 3. Terms of Office**

- A. The terms for all members of the Governing Board shall be for two years or until a successor is elected.
- B. The President-Elect and Vice-President-Elect shall serve a two-year term immediately preceding the assumption of the post. The same person then assumes a two-year term as President and Vice-President, respectively.
  - a. The President-Elect, Secretary/Treasurer, Director of Communications, Director of Grants, and Director of Development shall take office in the even years.
  - b. The Vice-President-Elect, Director of Membership, Director of Career Development/Awards, and Director of Research Interest & Implementation Groups shall take office in the odd years.
- C. Terms of the Governing Board members shall begin at the close of the Annual Business Meeting that follows the election.
- D. President, President-Elect, Vice-President, Vice-President-Elect, Secretary/Treasurer, and Directors shall serve no more than two consecutive terms in any one office.
- E. Service in an office for a portion of a term greater than one-half shall constitute a term.

### **Section 4. Vacancies**

- A. In the event of a vacancy in the Office of the President, the President-Elect shall serve as President.
- B. Vacancies in all other positions on the Board shall be filled through appointment by the Governing Board.

## **Section 5. Duties of the Governing Board**

Members of the Governing Board shall perform the duties prescribed by these Bylaws and the Policies and Procedures manual of the Society.

- A. All members of the **Governing Board** are responsible for:
  - a. Maintaining his or her membership in the Society.
  - b. Attending Board meetings.
  - c. Submitting annual and monthly reports in a timely manner.
  - d. Implementing all SNRS policies and procedures.
  - e. Orienting successors to the role.
  - f. Delivering all records that are the responsibility of each office to the Management Company.
- B. The duties of the **President** shall be to:
  - a. Serve as Chair of the Governing Board, Executive Council, and Annual Meeting;
  - b. Ensure that the strategic plan is current and guides actions of the Governing Board;
  - c. Open and adjourn meetings of the Society;
  - d. Prepare annual meeting agenda with consultation from the Governing Board and announce the order of business;
  - e. Ascertain the presence of a quorum at meetings;
  - f. Facilitate the progress of meetings;
  - g. Prepare and make reports to the members of action taken between meetings of the general membership;
  - h. Represent the Society;
  - i. Establish contracts for required management services, as approved by the Board;
  - j. Serve ex-officio as a member of all committees with the exception of the Succession Planning and Nominations Committee;
  - k. Inform candidates of election results; and
  - l. Serve on the Succession and Nominations Committee immediately following tenure as President.
- C. The duties of the **President-Elect** shall be to:
  - a. Prepare to assume responsibilities of President;
  - b. Conduct meetings in the absence of the President;
  - c. Monitor and oversee process of revising Strategic Plan;
  - d. Monitor and oversee special projects as assigned by the President and Board; and
  - e. Serve as liaison to the Succession Planning and Nominations Committee.
- D. The duties of the **Vice-President** shall be to:
  - a. Provide oversight for the Annual Business Meeting according to established policies and procedures;
  - b. Serve as Vice-President of the Governing Board and Executive Council; and
  - c. Perform other duties as assigned.
- E. The duties of the **Vice-President-Elect** shall be to:
  - a. Prepare to assume responsibilities of Vice-President;
  - b. Respond to requests for input by President, Vice-President, and staff;

- c. Serve as a member of the Program Planning Committee;
  - d. Identify and liaise with Local Planning Committee at desired conference venue;
  - e. Learn policies and procedures associated with all aspects of the Annual Conference and educational offerings;
  - f. Assume responsibility for special projects as assigned by the President and/or Board;
  - g. Review the procedures and criteria for evaluation and selection of abstracts for symposia, papers and/or posters to be presented at the Annual Conference and educational offerings; and
  - h. Perform other duties as directed by the Vice-President.
- F. The duties of the **Secretary/Treasurer** shall be to:
- a. Serve as Secretary/Treasurer of the Governing Board and Executive Council;
  - b. Ensure that proceedings of meetings of the Society, Governing Board, and Executive Council are accurately recorded;
  - c. Ensure that designated files of Society reports, membership lists, Bylaws, minutes and other documents and their amendments are maintained according to policy and procedure;
  - d. Review the Bylaws on a periodic basis and monitor revision as needed;
  - e. Review and monitor revision of the Policies and Procedures manual;
  - f. Archive documents of historical importance for the Society according to policy and procedure;
  - g. Ensure the timely preparation and submission of an annual budget to the Governing Board in consultation with the Management Company;
  - h. In consultation with the Management Company, monitor the collection and dispersion of all funds of the Society in accordance with established policies and procedures;
  - i. Provide updates on the Society's financial status to the Governing Board and membership of the Society;
  - j. Ensure that financial records of the Society are prepared and maintained for review, audit, or other needs as required; and
  - k. Administer discretionary and reserve funds as directed by the Board and in accordance with policies and procedures.

## ARTICLE VII **Nominations**

### **Section 1. Nomination Process**

The Succession Planning and Nominations Committee shall solicit eligible and qualified candidates to run for the following open positions of the Society:

- A. Governing Boards; and
- B. Succession Planning and Nominations Committee

**Section 2. Eligibility of Nominees for All Elected Positions**

All regular or retired members of the Society with 2+ years of consecutive membership are eligible to be nominated for all elected positions, including Governing Board and Succession Planning and Nominations Committee positions. All student members of the society who have been a member in good standing for a minimum of one year are eligible to be elected or appointed to the Succession Planning and Nominations Committee.

**Section 3. Preparation of a Slate**

- A. The Succession Planning and Nominations Committee shall solicit eligible members willing to serve on the Governing Board and Succession Planning and Nominations Committee and notify them of their selection to appear on the ballot. All nominees must provide consent to appear on the ballot.
- B. The Succession Planning and Nominations Committee will prepare a slate of eligible and qualified nominees for each office to be filled.

**Section 4. Presentation of the Slate**

The slate of nominees prepared by the Succession Planning and Nominations Committee and accompanying nominee qualifications shall be presented for ratification to the Governing Board in sufficient time that the slate can be distributed to members for voting prior to the Annual Meeting of the Society.

**ARTICLE VIII  
Elections**

**Section 1.**

Elections shall be by electronic ballot. Before the ballot is posted and access made available, voting eligibility shall be confirmed from records on file of eligible voting members of the Society [See Article IV, Section 2 for voting eligibility]. Elections shall be held so that the results can be tabulated no less than 30 days before the Annual Business Meeting.

**Section 2. Vote Tabulation**

- A. The Governing Board In coordination with the Succession Planning and Nominations Committee shall determine the procedure to be followed for tabulating and reporting the votes.
- B. A report of the election results will be made to the President with a copy to the Governing Board and the Management Company. This report shall be submitted within 10 business days of the close of the election and no later than 30 days before the Annual Meeting.

**Section 3.**

A majority vote for any office shall constitute an election. In case of a tie, the office holder shall be decided by lot.

#### **Section 4.**

All ballots and other recordings pertaining to the election shall be preserved until the next Annual Business Meeting of the Society, at which time they shall be destroyed

### **ARTICLE IX**

#### **Meetings**

#### **Section 1.**

The Annual Business Meeting of the Society shall be held in conjunction with the Annual Conference.

#### **Section 2. Special Meetings**

- A. Special meetings of the Society may be called by a majority of the Governing Board (5 members) or by 10% of the eligible voting members of the Society.
- B. Notice of special meetings shall be sent to members 30 days prior to the meeting.

#### **Section 3. Quorum**

- A. For meetings of the society, 10% of the membership shall constitute A quorum.
- B. Five members of the Governing Board, one of whom shall be the President or President-Elect, shall constitute a quorum for transaction of business at any meeting of the Society or the Governing Board.

### **ARTICLE X**

#### **Governing Board**

#### **Section 1. Composition**

The Governing Board shall consist of the Executive Council and all duly elected Directors of the Society.

#### **Section 2. Governing Board**

The Governing Board provides administrative leadership for all activities of the Society and shall assume such duties as specified in these Bylaws.

#### **Section 3. Duties of the Governing Board**

The duties of the Governing Board shall be to:

- A. Establish and coordinate the goals, priorities, activities, and future direction of the Society;
- B. Established the major administrative policies governing affairs of the Society;
- C. Review and approve policies and procedures proposed by members of the Governing Board and other appointed, elected or existing units of the Society;
- D. Transact the business of the Society;
- E. Oversee the activities of the Management Company;
- F. Oversee the finances of the Society;
- G. Authorized payment of legitimate expenses for and the auditing of funds of the Society;
- H. Appoint members to Society committees;

- I. Establish and dissolve special committees and task forces based on goals and objectives set in the strategic plan;
- J. Act on recommendations from committees, task force, and Research Interest and Implementation Groups regarding Society business for which they have responsibility;
- K. Maintain records of the Governing Board's actions and report to the membership at regular intervals and yearly, at the Annual Business Meeting;
- L. Fill vacancies and offices of the Governing Board, with the exception of the President, and on the committees of the working groups of the Society;
- M. Make policy decisions regarding the Annual Meeting; and
- N. Determine the date and place for any special meeting of the Society or Governing Board.

**Section 4. Meetings**

The Governing Board shall meet at least once a year in addition to the time of the Annual Conference.

**Section 5. Inability to fulfill duties**

Absence without good cause from two consecutive meetings of the Governing Board or consistent inability to meet responsibilities as described in the Bylaws and Policies and Procedures shall constitute a resignation.

ARTICLE XI  
**SNRS Official Journal**

**Section 1. Official Journal**

The Board will designate an official journal devoted to advancing the mission of the Society. The publisher will carry a statement that the Journal is the official publication of the SNRS on each issue and the Society will promote the Journal as such.

ARTICLE XII  
**Standing Committees**

**Section 1. Names**

The Standing Committees of the Society shall be the:

- A. Bylaws and Policies/Procedure Committee;
- B. Finance Committee;
- C. Succession Planning and Nominations Committee;
- D. Program Committee'
- E. Communications Committee;
- F. Career Development and Awards Committee;
- G. Membership Committee
- H. Grants Committee;
- I. Development Committee
- J. Student Network

**Section 2. Appointments**

Committees shall be appointed at the discretion of the Governing Board.

**Section 3. Quorum**

Greater than 50% of the members of a committee shall constitute a quorum for a meeting.

**Section 4. Absence**

Absence without good cause from two consecutive committee meetings without communication may constitute a resignation.

ARTICLE XIII  
**Research Sections**

**Section 1. Organizational Units with the Society**

The organizational structure of the Society shall include units called Research Interest and Implementation Groups (RIIGs) consisting of at least 10 members. A RIIG is an affinity group that provides SNRS members with a community of scientists and scholars with similar interests and provides opportunities for connection, collaboration, mentorship, and leadership development, thereby fostering engagement and belongingness in the organization.

**Section 2. Organization of RIIGs**

Each Research Interest and Implementation Group shall designate a chairperson and co-chairperson to convene the group at least quarterly and at annual meetings. In the event of the chairperson's resignation, the co-chairperson will be chair. The Director of Research Interest and Implementation Groups will serve as a liaison to the Research Interest and Implementation Groups Chairs and co-Chairs.

**Section 3. Functions of Research Interest and Implementation Groups**

Activities of the Research Interest and Implementation Groups will be determined by the RIIGs and in accordance with established policies and procedures.

ARTICLE XIV  
**Fiscal Year**

The fiscal year of the Society shall be from January 1 through December 31.

ARTICLE XV  
**Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern meetings of the Society in all cases to which they are applicable except where they conflict with these Bylaws and any special rules of order the Society may adopt.

ARTICLE XVI  
**Amendment of Bylaws**

**Section 1.**

The Bylaws may be amended by ballot distributed to the members present at the annual meeting, with approval requiring a two-thirds affirmative vote.

**Section 2.**

Proposed amendments shall be in possession of the Governing Board at least two months in advance of the vote. All proposed amendments shall be distributed to the members at least 30 days in advance of the vote.

ARTICLE XVII  
**Compliance with Internal Revenue Code**

Notwithstanding any other provision of these Bylaws, the operations, activities, and powers of the Society shall be limited to those permitted by (i) an organization described in 26 U.S.C. Section 501(c)(3) and 509(a)(1), (2) or (3); and (ii) an organization's contributions which are deductible under the provisions of 26 U.S.C. Section 170, 2055, 2106, and 2522.

Notwithstanding any other provision of these Bylaws, no expenditures shall be made in any matter or for any purpose whatsoever (i) which may jeopardize the status of the Society as an organization under Sections 501(c)(3) and 509(a)(3) of the Internal Revenue Code, and Section 12-7-330(3) of the South Carolina Code of laws (1976) and the regulations hereunder; or (ii) which may jeopardize the status of contributions or payments by any person insofar as concerns deductions which are allowed under provisions of Sections 170, 20255, 2106, and 2522 of the Internal Revenue Code and the regulations thereunder.

Should the Society be or become a private foundation under provisions of 26 U.S.C. 509, it shall distribute income for each taxable year at such time and in such manner as not to incur a tax on undistributed income imposed by Section 4942 and related sections of the Internal Revenue Code and the regulation thereunder.

Should the foundation be or become a private foundation un the provisions of 26 U.S.C. 509, it shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code and the regulations thereunder; not retain any excess business holdings as defined in Section 4843(c) of the Internal Revenue Code and the regulations thereunder; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code and the regulations thereunder; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code and the regulations thereunder.

## ARTICLE XVIII

### **Dissolution**

The Society may be dissolved and its business affairs terminated at any given meeting of the membership at which a quorum is present and of which proper notice is given, if two-thirds (2/3) of the members present vote in favor of dissolution. Such notice shall state the purpose of the meeting. A certificate stating such facts shall be filed with the Secretary of State. Upon dissolution of the Society and after all its debts and expenses have been paid, all its assets which may be legally distributed in conformity with these Bylaws and for the purposes and functions set forth in Article II and III supra. Any remaining funds shall be distributed to the American Nurses' Foundation, provided the aforementioned entity as operating in a tax-exempt status at the time of distribution. In the event that the aforementioned entity is not operating in a tax-exempt status at the time of distribution, then all residual assets of the Society will be turned over for the purpose of grant funding only to one or more organizations which themselves are exempt organizations as described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or local government, or as exclusive public purpose.

## ARTICLE XIX

### **Indemnification and Liability**

The Corporation shall indemnify its officers, directors, agents, and employees to the extent required by the laws of the State of Florida. To the extent allowed by law, no member, officer, agent or employee of the Association shall be liable for the acts or failure to act on the part of any other member, officer, agent or employee of the Society, nor shall any of the members, officers, agents, or employees be liable for their acts or failure to act under these Bylaws, excepting acts, or omissions to act, arising out of willful misfeasance.