

CHAPTER
GOVERNANCE
MANUAL

TABLE OF CONTENTS

INTRODUCTION.....	4
CHAPTER LEADERSHIP RESPONSIBILITY ONE: DETERMINING THE CHAPTER'S PURPOSE.....	5
Membership.....	5
<i>Types of Membership:</i>	5
<i>Membership Dues:</i>	5
CHAPTER LEADERSHIP RESPONSIBILITY TWO: ENSURING EFFECTIVE CHAPTER GOVERNANCE.....	6
Establishing Accountability of all Board Members.....	6
<i>Management & Oversight:</i>	6
<i>Communication:</i>	6
<i>Evaluation:</i>	7
Officer Accountabilities.....	7
<i>President:</i>	7
<i>President-Elect:</i>	8
<i>Secretary:</i>	8
<i>Treasurer & Treasurer-Elect:</i>	8
<i>Other Optional Positions:</i>	9
Board/Officer Transition.....	9
CHAPTER LEADERSHIP RESPONSIBILITY THREE: ENSURING ADEQUATE RESOURCES AND MANAGING THEM EFFECTIVELY.....	9
Chapter Charter Agreement.....	9
Good Standing.....	10
Non-Employee Compensation Form & W9 Forms.....	10
Chapter Officer List.....	11
Check Signer Form / ATM Cards / Credit Cards.....	11
<i>ATM Cards and Credit Cards:</i>	11
Chapter Audit Form.....	11
Contracts & Grants.....	12
Chapter Records.....	12
Tax-Exempt Status.....	13
Advertising Restrictions.....	13

Merit Points.....	13
Commercial (Vendor) Support of Education	13
Raffles	14
Public Policy Restrictions.....	14
CHAPTER LEADERSHIP RESPONSIBILITY FOUR: PLANNING, MONITORING, AND STRENGTHENING CHAPTER PROGRAMS	14
Chapter Meetings	14
<i>General Chapter Meetings:</i>	14
<i>Board Meetings:</i>	15
Strategic Planning.....	15
Financial Planning	15
Contingency Planning	15
Educational Planning.....	16
<i>Educational Needs Assessment:</i>	16
Program Approval from AACN	16
Resources for Chapters	16
<i>Consultation:</i>	16
<i>Chapter Web Site & Email Address:</i>	17
<i>Chapter Database:</i>	17
<i>Chapter Education Room:</i>	17
<i>Leadership Development Workshop (LDW):</i>	17
<i>List Rental:</i>	17
<i>Written Resources:</i>	17
<i>Free Event Promotion:</i>	17
<i>Free Product Resources:</i>	17
CHAPTER LEADERSHIP RESPONSIBILITY FIVE: RECRUITING AND ORIENTING NEW CHAPTER LEADERS.....	18
Nominations and Election.....	18
<i>Nominations:</i>	18
<i>Election:</i>	19
Vacancy & Replacement of a Director or Officer	19
INDEX	20

Introduction

AACN chapters are comprised of dedicated acute and critical care nurses who voluntarily decide to come together as an organized chapter to further the art and science of acute and critical care nursing within their community. Because chapter members work in the community they are serving, they are in the unique position to understand the needs of their fellow nurses. This understanding allows them to offer continuing education, networking, recognition, and community service activities that address those specific needs. AACN is eternally grateful to you, the chapter leaders, for this work. It is invaluable to advancing our mission and vision.

When you become a chapter, you enter into a partnership with National AACN. As with any relationship, in order for the chapter-National partnership to be successful certain core values must be respected by both parties. The core values that are essential to the chapter-National partnership are:

- Loyalty to the mission of AACN
- Integrity in all actions
- Transparency
- Accountability to the members and to the agreements of the partnership
- Ongoing, forthright communication
- Commitment to good governance and chapter management

Experience has shown that when these core values are embodied by the chapter and National, the chapter is highly successful. These chapters have a strong membership and a pool of future leaders. They are able to establish and achieve goals for each year, often with growth from year-to-year. Processes to maintain their reporting to and good standing with National are in place and being in compliance is not a burden for the chapter. They draw upon the resources from National to assist them in their work.

Resources, including programs and support structures to assist chapters in doing their work have been established by National as part of our commitment to chapters. These resources include the Chapter Advisory Team, Chapter Leadership Development Workshop, Chapter Database, Education Room, Web sites and more. One of the most significant benefits that National provides to chapters is chartering all chapters under National's 501(c)3 tax-exempt status. This tax status allows chapters to take advantage of all of the same tax benefits as National AACN, including not paying taxes on revenue generated from most, if not all, of your activities. With this benefit come important responsibilities that are aimed at protecting this status for National and all chapters. When entering into the chapter-National partnership, you agree to fulfill these responsibilities to ensure AACN complies with IRS regulations.

National understands that, as volunteers, your time is limited. Thus our goal is to make the management of your chapter as straightforward as possible, thereby enabling you to primarily focus on the programs and activities you plan for the nurses within your community. All chapters are governed by the AACN Bylaws, the Chapter Charter Agreement, and this Chapter Governance Manual. The content of this Governance Manual has been organized to align with the five primary responsibilities that you have as chapter leaders. The five primary responsibilities are:

- Determining the chapter's purpose
- Ensuring effective chapter governance
- Ensuring adequate resources and managing them effectively
- Planning, monitoring, and strengthening chapter programs
- Recruiting and orienting new chapter leaders

This manual provides simple, easy to implement practices for your chapter that, if followed, will provide a strong foundation for your chapter's success. It is anticipated that this will be a dynamic document that will be refined as we continue to learn together. Therefore, please feel welcome to forward to us your questions and suggestions.

You can contact us at: Chapters@aacn.org or 800-394-5995 ext. 365 or ext. 313

CHAPTER LEADERSHIP RESPONSIBILITY ONE: DETERMINING THE CHAPTER'S PURPOSE

Each chapter, whether you are a brand new chapter or have been in existence for many years, came together because, as individuals, you shared a common vision of how you could advance acute and critical care nursing within your community. The purpose of your chapter may be to educate nurses, assist nurses to become certified, provide service to your community, recognize excellence in nursing or a combination of these and other reasons. Your chapter's purpose provides the foundation upon which the chapter operates.

As chapter leaders, you have been entrusted by your fellow chapter members to manage the chapter in a way that will enable the chapter to fulfill its purpose. You honor their trust by always acting with integrity and communicating with full transparency to them about your work. This will be essential to your success. When making decisions and acting on behalf of the chapter you should always ask yourself the following questions:

- Is this action/decision in the best interest of the chapter? Will this action/decision move the chapter forward in achieving its vision?
- As the chapter leadership, did we fully explore our options and divergent opinions that were raised before making a final decision?
- Is this decision/action in alignment with AACN's mission, vision and values?
- Is this decision/action free of any personal or group bias?
- Can we, as the chapter leadership, comfortably stand before the chapter to explain the rationale and decision making process regarding this action/decision?
- As chapter leaders, are we open to feedback and challenges from the chapter regarding this action/decision? In cases where we may face opposition from the membership, are we committed to exploring the divergent opinions they bring forward, even if it means we may need to modify our decision or delay implementation?

Membership

As stated above, the chapter is made up of individuals with a common vision for improving acute and critical care nursing in their community. Your chapter should aim to be inclusive of and easily accessible by all nurses in your area. This will ensure the broadest audience for your programs and will assist you in achieving your goals.

All nurses who are members of National AACN are eligible to become members of your chapter. It is the chapter's responsibility to ensure that your members hold a current National AACN membership. A web-based chapter database has been established to assist the chapter with this validation. It also provides tools for tracking and communicating with chapter members. (For more information, see page 17).

Types of Membership:

Each chapter can determine what types and lengths of membership they wish to offer. While some chapters choose to have multiple membership types (active, affiliate, emeritus, student, retired/disabled, honorary or international) and lengths (one-year, two-year, three-year, lifetime), it is strongly recommended that the chapter limit these options for ease of management. As a chapter, you will be better served by having a chapter member available to work on programs and projects rather than occupying all of his/her limited volunteer time with tracking and managing membership.

Membership Dues:

Each chapter may also establish its own membership dues, including the option of not charging membership dues. For most chapters, the dues typically range from \$10-\$25 per year, and may not exceed 75% of National AACN membership dues. The collection and accounting of chapter membership dues is the sole responsibility of the chapter. Thus, again, it is recommended that chapters establish a simple dues structure to allow for ease in collecting and accounting for dues payments. This will lessen the burden for both the Treasurer and individual(s) responsible for membership. All chapter membership

dues must be accounted for in the quarterly financial reports that are sent to National AACN. (For more information, see page 10.)

CHAPTER LEADERSHIP RESPONSIBILITY TWO: ENSURING EFFECTIVE CHAPTER GOVERNANCE

Governance refers to the obligation of a board of directors to strengthen its organization and further its mission through active leadership. It requires that board members put the success and sustainability of the organization above any individual self interests, and to be diligent in overseeing the achievement of the organization's goals and effective use of resources.

The chapter board ensures good governance in a number of ways that are described throughout this Governance Manual. Sound leadership structures and policies and procedures must be in place to ensure that the chapter's resources are effectively managed and that its current and future goals are achieved.

In whatever way the chapter chooses to structure its leadership team, that team is still considered the chapter governing body and thus is responsible for the chapter's success and ability to achieve its mission. The majority of chapters choose to implement the traditional roles of president, president-elect, secretary, treasurer, and treasurer-elect as their leadership team structure. This model is recommended because of its familiarity and because the majority of chapter resources and communications from National are developed and addressed according to this structure.

Establishing Accountability of all Board Members

Imperative to the success of the chapter and its board of directors is establishing a strong and reliable governance foundation. The board is responsible for the oversight of the chapter and therefore when the chapter begins, and each year when the board of directors transitions, the board must dedicate time to discussing how it will work together, and review the Chapter Charter Agreement. The following discussion questions should be included and all decisions should be documented.

Management & Oversight:

- What are our accountabilities as the leadership of the chapter?
 - What are the future goals and annual objectives of the chapter?
 - How will we measure our progress towards these goals and objectives?
 - How will we make decisions?
 - Are we attempting to do too much given our human and financial resources?
- What are the accountabilities of each officer?
- As the chapter leadership, we share accountability for the chapter's finances. What is our current financial situation? Is our chapter in Good Standing?
 - What is the chapter's budget? How will we establish and monitor the budget?
 - What financial controls are in place to ensure we are good stewards of the chapter's money?
 - What are the quarterly and annual reporting requirements to National? How will we review these reports?
 - How will we as the board support the Treasurer in monitoring and managing the chapter finances?
 - How will we keep the chapter apprised of our financial health?

Communication:

- As a board, how do we want to communicate with one another? What norms do we want to establish for our communication?
- How will we address instances when accountabilities aren't fulfilled or agreements are broken?

- What will we do if there is a conflict among board members? What if there is a conflict between the membership and the board or a board member?
- How often will we meet as a board? What will be essential for us to discuss at these meetings to ensure we are monitoring the health and progress of the chapter?
- How often will we meet as a full chapter? What will be essential for us to report to the chapter so they have a complete and clear picture of our work?
- How will we communicate with our Chapter Advisor and National about the ongoing progress of our chapter? Other than discussing our progress, in what other instances might we contact the Chapter Advisor or National?

Evaluation:

- How will we evaluate our performance during the year? At the end of the year?
- How will each board member be able to evaluate their individual contribution to the board's work?
- What mechanisms will be in place for seeking and providing feedback from one another and the chapter members regarding individual and board performance?

Officer Accountabilities

The following describes the accountabilities of the traditional officers of the board. Your chapter may choose to have a different leadership structure as long as all of these accountabilities are met. *It is required that two different people, traditionally the President and Treasurer, have oversight of the chapter finances and the signatures of both are required for all financial transactions.*

It is recommended that all officers serve a 1 or 2 year term. It is also recommended that the chapter set a limit on how many consecutive terms a person can serve in the same role. Chapters have reported that it has not served them well to have the same officers in the same roles for numerous consecutive years as this does not allow for the development of new chapter leaders.

President:

The chapter President's fundamental responsibility is to lead the board of directors in their governance of the chapter. Thus the President should be an active member of the chapter who has served the previous year as the President-elect. The President-elect year is a critical learning period which allows for the individual to learn about the role and governing the chapter before stepping into the Presidential position. Many chapters also find it beneficial to require that the President has previously served on the board of directors for a period of time. While this may be ideal, because all of the chapter members are volunteers, it is not always feasible. What is essential is that the President has strong leadership and communication skills and is knowledgeable about chapter governance.

The primary accountabilities of the President are:

- Oversee meetings of the board and chapter, including agenda development and meeting facilitation.
- In partnership with the board and committee chairs, develop the future goals and annual objectives for the chapter.
- Based on the annual objectives, formulate the annual budget for the chapter in partnership with the board and committee chairs.
- Provide for the ongoing monitoring and evaluation of annual objectives.
- Along with the Treasurer, provide oversight for the chapter finances and ensure financial controls are in place to protect the chapter's finances from misuse or fraud.
- After approval from National, and in partnership with the Treasurer or appropriate chairperson, execute all contracts on behalf of the chapter.
- Ensure regular communication to the chapter regarding progress toward the annual objectives and the financial status of the chapter.
- Along with the board, ensure the chapter meets all of the obligations to National that are set forth in the Chapter Charter Agreement.
- Working with the President-elect, annually provide for continuity of the chapter leadership and a board transition meeting. (For more information, see page 9.)

President-Elect:

The President-elect serves along side the President in order to become familiar with the duties of the position. This learning period is critical to his/her success when he/she steps into the presidential role. The President-elect should be an active member of the chapter. Many chapters find it beneficial to require that the President-elect has previously served on the board of directors for a period of time. While this may be ideal, because all of the chapter members are volunteers, it is not always feasible. What is essential is that the President-elect has strong leadership and communication skills and is knowledgeable about chapter governance.

The primary accountabilities of the President-elect are:

- Work collaboratively with the chapter President throughout his/her term to provide for continuity of leadership and a smooth transition for chapter leadership.
- In the absence of the President, fill in to ensure the accountabilities of the President are met, for example to facilitate a chapter meeting.

Secretary:

The Secretary is responsible for keeping the minutes and other records of the chapter.

The primary accountabilities of the Secretary are:

- Notify all board members and chapter members of meetings. Notice can be given via mail, telephone, or e-mail. It is strongly recommended that at least two week's notice be given to allow for as many chapter members to attend as possible.
- Maintain all chapter records, including the chapter charter, financial reports, minutes from board meetings, chapter meetings and committee meeting, and correspondence.
- Distribute board, chapter, or committee meeting minutes to members prior to the next meeting.
- Maintain chapter membership roster. It is strongly recommended that the Secretary use the chapter database available through the AACN Web site to track this information. (For more information, see page 17.)

Treasurer & Treasurer-Elect:

The Treasurer is responsible for the ongoing management, accounting, and reporting of the chapter's finances. Overall accountability for the financial management of the chapter is the responsibility of the full board, thus the Treasurer must work in partnership with the board to ensure the appropriate management of the chapter finances. This includes developing the budget, ensuring reporting requirements to National are met and that the chapter finances are reported to the full membership on a regular basis. In order to protect both the chapter and the Treasurer, it is important that the board establishes financial controls that limit the authority that the Treasurer or any one person has to make financial decisions or spend chapter funds without the agreement of the board. As part of these controls all contracts and expenditures must have two signatures to execute. For contracts, the two signatures must be the chapter President and Treasurer, or the appropriate Chairperson.

The accountabilities of the Treasurer are fairly extensive and require a good working knowledge of basic financial management. For this reason, many chapters have chosen to have a Treasurer-elect position on their board, which is strongly recommended. This individual works with the Treasurer during the year to learn about the chapter's finances and reporting requirements. Chapters that have this position have been more successful with their transition and in maintaining good standing with National.

The primary accountabilities of the Treasurer are:

- Perform all accounting for the chapter, including managing cash receivables and expenses.
- Assist in preparing the chapter's annual budget.
- Prepare the quarterly financial reports for the chapter and present these reports to the chapter board, chapter membership, and AACN National.
- Prepare and submit all financial reports required as part of the chapter's charter agreement with National.
- In partnership with the chapter President, negotiate and execute all chapter contracts after approval is obtained from National. Please note that sometimes it will be appropriate for the

chapter President and the designated Chairperson, rather than the Treasurer, to execute certain contracts.

- Work collaboratively with the Treasurer-elect, to provide a smooth transition of the chapter financial management.

Other Optional Positions:

Chapters also frequently create additional committees or positions that align with their future goals. The purpose of these committees is to assist the chapter in completing the initiatives that have been outlined for the year. Often these positions or committee chairpersons sit on the board of directors. Common committees fall into two categories – operational and mission driven. Examples of operation committees include membership, audit, and industry relations. Mission driven committees include certification, education, community service, and Beacon committees.

Board/Officer Transition

In order for the chapter to be successful from year to year, it is essential that the outgoing board meet with the new board to complete the officer transition. A Chapter Transition Checklist tool has been developed for this purpose, and is located online at www.aacn.org/chapters > Chapters > Document Repository under the sub-category Chapters Governance Resources. This tool should be used each year that board members change.

CHAPTER LEADERSHIP RESPONSIBILITY THREE: ENSURING ADEQUATE RESOURCES AND MANAGING THEM EFFECTIVELY

The following information details the obligations that the chapter agreed to when you signed your Chapter Charter Agreement. They are repeated for your reference.

AACN operates on a Fiscal Year (FY) of July through June. For compliance with reporting requirements, it is highly recommended that your chapter follow the same fiscal year. Doing so will make the accounting process simpler.

It is required that chapter financial reporting is submitted on time, and contractual agreements in which the chapter intends to enter into are submitted in advance to National for review. This review ensures that both the Chapter and AACN are legally protected, and that AACN complies with government reporting requirements. It is the responsibility of all chapter officers and board members to regularly check their chapter's Good Standing grid on the Chapter Officers Home Page of the Web site to ensure the chapter is in full compliance at all times.

Chapter Charter Agreement

Each chapter is required to sign and submit to National a Chapter Charter Agreement and charter dues. The Charter Agreement covers a three-year period and the corresponding dues are \$120. All chapters are on the same charter cycle, with the current cycle running from July 1, 2008 – June 30, 2011. Any chapters that charter during this 3-year period will have a prorated dues amount based on the cycle year at the time of charter.

To view the Chapter Charter Agreement visit www.aacn.org/chapters > AACN Chapter Governance. If you are considering starting a chapter you will also want to visit the Start a Chapter section of the Web site.

Good Standing

Each chapter shall maintain "Good Standing" status as identified by the following requirements. Chapters not in compliance with the Good Standing requirements may have their charter revoked and be disbanded.

- Chapters agree to abide by the Charter Agreement as evidenced by the Chapter President's and Treasurer's signatures on the signature page of the Charter Agreement.
- The outgoing chapter officers will review the Charter Agreement with the incoming officers during their annual officer transition.
- Chapters will submit all financial reports by the specified deadlines:

Financials	Due Date
1 st Quarter (July-September)	November 15
2 nd Quarter (October-December)	February 15
3 rd Quarter (January-March)	May 15
4 th Quarter (April-June)	August 15

Chapters must include all of the following items in each quarterly report:

- Bank statements for the 3 month reporting period;
- Cash receipts records for the 3 month reporting period;
- Cash disbursement records for the 3 month reporting period;
- Bank reconciliation records for the 3 month reporting period

Chapters will complete the following annual items by the specified deadlines:

Annual Items	Due Date
Submit Non-Employee Compensation Form & W9 Forms (for the previous calendar year)	January 15
Enter Chapter Officer List into the Chapter Database	May 15
Submit Check Signer Form (for the fiscal year that began July 1)	August 15
Chapter Audit Form (for the previous fiscal year which ended June 30)	August 15

The chapter financial reporting forms and more information can be found at

- www.aacn.org/chapters > [Chapter Forms](#). Chapter Financial Forms are grouped together at the bottom of the page.
- www.aacn.org/chapters > [Document Repository - under the sub-heading of Chapters Finances](#).

Non-Employee Compensation Form & W9 Forms

AACN issues IRS 1099 forms to any non-employee who has worked on behalf of the chapter during the calendar year. A 1099 reports wages to the Internal Revenue Service for contracted services of non-employees (similar to a W-2).

Additionally, an IRS W9 form must be completed by every non-employee who has worked on behalf of the chapter during the calendar year. Chapters should request the completed W9 from each non-employee before any monies are paid to that person. Chapters are required to submit the completed W9 forms along with their Non-Employee Compensation Forms at the end of each calendar year. Blank W9 forms are available on the Web site at www.aacn.org/chapters > [Chapter Forms](#).

National is responsible for ensuring this information is reported to the IRS. The chapter is responsible for providing the needed information on the Non-Employee Compensation form and the W9 forms by January 15. Failure to do so jeopardizes National's non-profit tax status.

Examples of payments that a chapter may make to a non-employee include:

- Honoraria paid to speakers
- Fees paid to bookkeepers or webmasters

Chapter Officer List

Each year, by May 15th, the chapter is required to enter the names of their chapter officers into the chapter database (www.aacn.org/chapters). Additionally, if at any other time during the year, the officers change, the chapter is required to update the database with this information. It is vital that National AACN have the most up-to-date listing of chapter officers so that National can communicate effectively with the chapter. Chapter correspondence is generally sent to the five primary officers of the chapter (president, president-elect, secretary, treasurer, and treasurer-elect) to ensure that it be read and responded to in a timely manner. Maintaining updated officers in the database is a requirement of Good Standing. If a chapter fails to provide updated officers, they will not receive communication and may be at risk for disbandment.

Check Signer Form / ATM Cards / Credit Cards

One of the critical financial controls that your chapter is required to establish is dual signatures on all checks, drafts, orders for payment, contracts, and other evidence of indebtedness, issued in the name of the chapter. The signatures should be that of the Treasurer and must be signed by one other authorized signer – this is usually the President.

To protect the chapter, the number of individuals authorized as signers should be limited to the chapter president, presidents-elect, treasurer, and treasurers-elect. A Check Signer Form listing the names of chapter check signers must be sent annually to National, by August 15.

ATM Cards and Credit Cards:

It has been our experience that the use of ATM cards or credit cards is not in the best interest of the chapter because these cards give an individual access to make financial transactions on behalf of the chapter without a second authorization. While it may seem like the benefits of convenience outweigh the risks, we can tell you that there have been numerous instances of misuse of funds and embezzlement of chapter funds through the use of these cards. ***Based on these experiences and in an effort to protect your chapter, National now prohibits the use of ATM cards or credit cards by its chapters.***

We understand that this policy may seem burdensome to you. Your Chapter Advisor and the National Chapter Specialist are available to discuss this with you in more detail and assist your chapter in establishing convenient ways of managing your deposits and payments without the use of ATM or credit cards, such as pre-paying or arranging for the chapter to be billed for services.

Chapter Audit Form

One of the financial controls that must be implemented by each chapter is that of conducting an annual financial audit. This audit allows for the review of financial transactions and policies on a regular basis. These audits are so important to the financial management of the chapter. It is through these audits that the chapter can be transparent to the membership about the finances and it allows for an outside review of the financial transactions. These audits have at time uncovered misuse or embezzlement of chapter funds which, had the audit not been completed would have continued.

To conduct the audit, the chapter should convene an Audit Committee comprised of 3 chapter members who are not current officers of the chapter and do not have accountability for handling chapter financial matters such as program registration fees, chapter meeting revenue, etc.

To assist the chapter in completing their audit, a checklist has been developed. Each AACN chapter is required to complete and submit this checklist annually to National AACN by August 15. Go to www.aacn.org/chapters > Chapter Forms.

Contracts & Grants

Because each Chapter is part of the National AACN corporation, National shares with the chapter all of its financial obligations. This means that if a chapter enters into a contract and for any reason cannot meet the financial obligations of the contract that National is liable and responsible for ensuring the financial obligations are paid.

Given this joint financial responsibility, it is important that National know of and understand the contracts that chapters are entering. Additionally, National has staff that are trained and regularly negotiate contracts. These individuals provide an invaluable resource to chapters by ensuring that the contracts you enter are in your best interest and provide you the protection they should.

Therefore, chapters must obtain written approval from AACN's Chapter Specialist before entering into contracts which involve a financial commitment. This includes but is not limited to speaker agreements, vendor or sponsorship agreements, property or equipment leases, and hotel or venue contracts according to the following:

- Exhibits/Vendor – submit all contracts
- Grants – submit all contracts
- Sponsorship – submit all contracts
- Hotel / Facility – submit all contracts with a financial obligation greater than \$5,000
- Speakers – submit all contracts with a financial obligation greater than \$1,000
- Co-sponsored programs – submit all agreements to National. National AACN recommends a “letter of agreement” among chapters collaborating on programs and special projects that outline each chapter’s responsibilities and commitments along with a performance timeline.
- Any other contract or lease, including property or equipment leases – submit all other types of contracts or leases.
- Any financial commitments, regardless of the amount, which obligate the chapter for longer than 1 year.

Contracts legally and financially obligate the chapter, and just as two signers are required for signing checks, **two signers are also required on all contracts** to which the chapter commits. **Those two contract signers are the chapter President, and Treasurer or the appropriate Chairperson.**

The Chapter Contracts & Grants Guidelines are located online at www.aacn.org/chapters > [Chapter Contracts](#). Chapters contemplating obtaining office space must discuss with and acquire National AACN approval. Please contact AACN's Chapter Specialist at chapters@aacn.org or 800-394-5995, ext. 313.

Chapter Records

Your chapter should retain the following records for a period of three (3) years. Chapters may retain their records on a flash drive, provided that flash drive is handed off to the new officers during the transition process. Additionally, upon request the chapter should provide copies to National.

- Business Records:
 - Meeting minutes from all Committee Meetings
 - Meeting minutes from all Chapter Board Meetings
 - Membership Records
- Financial Records:
 - Bank Statements
 - Cash Receipts Records
 - Cash Disbursement Records
 - Bank Reconciliation Statements
 - Quarterly Financial Reports

Tax-Exempt Status

AACN and its chapters are incorporated in California under Section 501(c)3 of the Internal Revenue Code. Chapters use AACN's federal tax identification number, 95-2706905. Chapters must not make any separate applications for state or federal income tax exemptions and must not file tax returns with state or federal agencies. All necessary state and federal filings will be made by National AACN. Requests for chapters to make separate filings with any state or federal agency should be referred to National AACN.

AACN files annual consolidated tax returns with the Internal Revenue Service and a state unitary return on behalf of all chapters. It is imperative that AACN receives chapter financial reports on time for inclusion in the annual filings. Incomplete or inaccurate tax returns can lead to significant penalties, including revocation of tax-exempt status.

Chapters may be eligible for state sales tax exemptions from their state agencies. Interested Chapters should contact their state tax department for further information. Chapters may also qualify for nonprofit bulk mail rates. Interested chapters should contact National for further information.

Advertising Restrictions

The IRS considers advertising to be a business that is unrelated to AACN's tax-exempt purpose and is therefore a taxable activity.

Therefore, chapters may not:

- solicit corporate advertising,
- sell advertising space in their publications, program materials, or on their Web site,
- advertise jobs in their publications, program materials or on their Web site,
- solicit state or federal funding.

Chapters may, **with the prior approval of National AACN:**

- solicit sponsorships,
- solicit financial support, funding or contributions from private individuals, private foundations, companies, and corporations.

Please contact the National office for specific questions on sponsorship solicitation at 800-394-5995, ext. 313 or Chapters@aacn.org.

Merit Points

Many chapters develop merit point systems to recognize and award the contributions of their chapter members during the year. If the chapter establishes a merit point system, the points may only be used for registrations to conferences, reimbursement of expenses to educational conferences, educational materials, chapter dues, etc. ***Merit points may not be redeemed for cash as this is a violation of IRS regulations for non-profit organizations.***

Commercial (Vendor) Support of Education

Chapters often seek commercial support to assist them in offsetting the costs of providing educational programs to nurses within their community. The commercial support is most commonly obtained from medical device and pharmaceutical companies whose products are used by acute and critical care nurses. In recent years, the regulations regarding what these companies can and cannot provide funding for have become increasingly stringent. These regulations have come from the groups that regulate these industries as well as the groups that accredit continuing medical and nursing education. This has increased the burden on both the chapters and the companies.

To assist your chapter in navigating these regulations, a fact sheet on commercial support for education has been created and placed on the AACN Web site (www.aacn.org/chapters > [Document Repository](#)>

[Chapter Events > Vendor – Commercial Support for Education](#)). This document is updated regularly as requirements change. As you plan your events, if you have questions about commercial support, please contact your Chapter Advisor or the National Chapter Specialist. They will be able to answer your questions and advise you in negotiating the best commercial support for your chapter.

Raffles

Each state has its own laws governing raffles, lotteries, and games of chance. Generally, AACN recommends that if a chapter is going to have a raffle or giveaway that the chance to win be available to every individual who is participating in (or paying) to attend the event where the prize will be given. It is also recommended that entry into the raffle be included in the price of the event and not be established as a separate fee.

If your chapter wishes to pursue other options for raffles, including using a raffle as a fundraiser, you must contact the AACN Chapter Specialist at chapters@aacn.org or 800-394-5995 ext. 313 for further consultation. Also, be advised, that you will need to research and abide by all laws in your state governing raffles

Public Policy Restrictions

AACN's tax-exempt status regulates our public policy activities. Therefore, National and chapters are prohibited from participating in, or contributing to political campaigns, on behalf of or in opposition to any candidate for public office. Chapters are also prohibited from lobbying on behalf of chapters or National AACN.

As a private citizen, chapter members have the right to make their voices heard in government. However, AACN, as a 501(c)3 not-for-profit association, must comply with restrictions placed on lobbying and on political activities. These IRS restrictions limit the association to an insubstantial amount of lobbying.

For more information on Public Policy Guidelines, refer to the Public Policy Handbook, available online at www.aacn.org > [Clinical Practice](#) > [Public Policy](#) > [About Public Policy](#).

CHAPTER LEADERSHIP RESPONSIBILITY FOUR: PLANNING, MONITORING, AND STRENGTHENING CHAPTER PROGRAMS

Chapter Meetings

Your chapter was founded by a group of individuals who wanted to come together to advance nursing in your community. To further this work and support one another, it is essential that the group come together on a regular basis.

General Chapter Meetings:

It is recommended that you hold regularly scheduled chapter meetings not less than two times per year. These meetings should be separate from the educational programs and other events held by the chapter. Instead, these meetings should provide a forum for the chapter to work together in planning for future activities, review the progress towards current goals, discussing the chapter's financial health, and networking with one another.

Frequently, chapters will get busy with the work at hand and these meetings will not occur. When this happens the chapter becomes vulnerable in many ways. Without these meetings, there is not a forum for the chapter leaders and members to talk about progress and plan for the future. This leaves the members feeling disconnected and unmotivated to be actively involved which in turn results in the board perceiving that all the work is theirs to do. This becomes a vicious cycle that can lead to decreased membership, mistrust in the chapter leadership, poor succession planning, and burnout.

Board Meetings:

In addition to general chapter meetings, you will need to have regularly scheduled chapter Board Meetings. These meetings provide an opportunity for the chapter leadership to fulfill its accountabilities for governing the chapter.

Strategic Planning

In order for the chapter to be successful, it is essential that they spend time each year planning for the work they are going to do. The best tool for this is a chapter strategic plan. A strategic plan should outline the chapter goals and objectives for the next 3-5 years. The goals and objectives should align with and support AACN's mission and vision. This enduring document should then serve as framework that is used for the more detailed activity planning for each year.

The detailed one year plan is often called an operating plan or annual work plan. This plan contains the specific actions that the chapter is going to undertake during the year to move them closer to their 3-5 year goals and objectives. Each objective should be measurable so the chapter can see the impact that it has in relation to the goals. This operating/annual work plan then serves as the basis for the chapter budget for the year as the budget represents how the chapter is going to fund its operations.

Critical to establishing the chapter's strategic plan is understanding the needs of the chapter members. By understanding the needs of the members, the chapter can design a strategic plan that furthers AACN's mission and vision while fulfilling the specific needs of the nurses in their community. When considering the best way to further AACN's mission and vision, we strongly recommend that chapters focus on three key initiatives that AACN National has identified as those that chapters can most greatly impact. These initiatives are Certification, Beacon Award, and Healthy Work Environments. To assist chapters in advancing these initiatives numerous resources are available on the AACN Web site at www.aacn.org/chapters.

The Chapter Advisor is an excellent resource and consultant for the chapter as they establish and annually update their strategic plan. Additionally, there are numerous resources for chapters on strategic planning located on the AACN Web site at www.aacn.org/chapters > [Document Repository](#) > [Best Practices - Leadership Development Workshop or Presentations](#).

Financial Planning

Chapters should develop an annual operating budget, to be approved by the board of directors each year. The operating budget is based on the operating/annual work plan that is established by the Board.

The funds of the chapter should be used solely for activities that support the annual objectives and long term goals of the chapter. Income of the chapter should be reinvested into the chapter. Examples of how chapter funds are utilized include:

- Providing education events
- Hosting recognition events for certified nurses, Beacon units and award recipients
- Offering scholarships to nurses for continuing education or to attend NTI
- Conducting community service and education programs
- Purchasing educational resources for the chapter

Contingency Planning

Even with the best planning, there are times when a program or activity won't be successful. This can be caused by any number of factors including the economy or other environmental factors that are beyond the control of the chapter.

Therefore as part of the financial planning process, chapters should factor in contingency planning by establishing benchmark goals to be achieved by certain dates in order to know when it is in the chapter's

best financial interest to cancel an event or activity. For example, if the economy is bad, the probability may be higher that folks will have less money available to travel and attend events. This could substantially affect the chapter's profit margin, and may require that events be cancelled or postponed until it is determined the chapter would not incur a substantial monetary loss. Guidance is also always available from your Chapter Advisor or National. There are also resources for chapters on financial planning located on the AACN Web site, www.aacn.org/chapters > [Document Repository](#) > [Chapter Finances](#).

Educational Planning

One of the primary activities undertaken by AACN chapters is that of providing clinical education for the nurses within the community. Providing education furthers the mission of AACN, meets a need within the community, and can provide revenue to the chapter.

Educational Needs Assessment:

It is essential when planning education that the chapters adhere to the standards for continuing education including conducting an educational needs assessment. The needs assessment allows the chapter to identify the learning needs of its members so that an education plan can be developed. Experience has shown that educational programs which are not based on a needs assessment often have lower attendance, lower evaluation scores, and do not fulfill a need within the community of nursing, thus do not further the AACN vision of a healthcare system that is driven by the needs of patients and families.

There are two primary approaches that a chapter can take in establishing its education plan for the year. The first approach is based on the needs assessment to select a single topic area, for example sepsis, and develop a full curriculum on that topic that will be offered during the year until the chapter can be assured that all of the nurses in their community have received the full scope of education required on the topic. The chapter will be able to measure its success in meeting this goal through evaluating the learners and the programs offered as part of the curriculum.

The second approach is to review the results of the needs assessment and develop a series of educational offerings during the year that address the highest priority topics. With this approach, the chapter will not be able to give the in-depth education that a full curriculum allows, but rather will be able to touch on the various topics and perhaps refer the learners as to where they can obtain more education, if desired.

An array of resources on planning and evaluating educational programs are available on the AACN Web site at www.aacn.org/chapters > [Best Practices](#). The Chapter Advisor for your region is also an excellent resource to assist you in conducting your chapter education needs assessment and developing a plan based on the results.

Program Approval from AACN

The chapter may also submit its programs to AACN for continuing education approval. For more information, go to www.aacn.org > [Education](#) > [CNE Program Approval](#), email ProgramApproval@aacn.org, or call 800-394-5995 ext. 364.

Resources for Chapters

The Chapter will receive the following support and benefits from National AACN. With proper notification AACN may change support if it deems it is in the best interest of the Chapter.

Consultation:

AACN makes available consultation and advisory support to the chapter to foster its success through, but not limited to, the Chapter Advisory Team (CAT) and National office staff. Go to www.aacn.org/chapters > [Chapter Forms](#).

Chapter Web Site & Email Address:

AACN provides each chapter with a complimentary email address and Web site hosted by AACN. The chapter can either upload its own Web site, or utilize the template provided by AACN. AACN may, at its discretion, add pertinent information to the chapter's Web site at any time.

Chapter Database:

AACN will provide chapter officers with access to their chapter database for tracking of membership, chapter officers, and to the chapter officer area of the AACN Web site for financial reporting. Chapter officers may access their chapter database from the Chapter Officers Home Page on the Web site. Chapter Database Instructions are located at www.aacn.org/chapters > Document Repository - under the sub-category Chapters Web Site.

Chapter Education Room:

The Chapter Education Room, located at www.aacn.org/chapters > Chapter Education Room, available only to AACN chapters, contains pre-vetted and approved programs that eliminate the need for chapters to go through the Program Approval process for those programs. It includes:

- A selection of prerecorded multimedia presentations, gleaned from the highest rated NTI sessions (available via a self-paced link that will allow the user to explore and/or view a variety of topics at their convenience and each presentation is approved for continuing nursing education credits)
- A list of upcoming live Webinars that chapters can attend as a group.
- A Speaker Directory that provides chapters with contact information on many outstanding presenters in the nursing community.

Leadership Development Workshop (LDW):

AACN provides complimentary LDW registration for one current chapter officer. AACN may also, at its discretion, provide a stipend/grant to the chapter to help offset the costs associated with the officer attending the LDW. Stipend/grant may be used for airfare, hotel, or other expenses. Other officers and chapter leaders are invited to attend the workshop for a nominal registration fee.

List Rental:

AACN provides up to four (4) complimentary label orders per year (July 1 – June 30), as requested by the chapter to use for membership or event promotion. Additional lists beyond the four are available for purchase. The ordering procedure is posted on the AACN Web site at www.aacn.org/chapters > Forms > Label Order Form.

Written Resources:

AACN makes available to chapter written resources that will guide the chapter in its governance and management, including but not limited to, chapter management resources, position descriptions for elected chapter board members, sample strategic plans, etc.

Free Event Promotion:

AACN will provide chapter with free event promotion of the chapter's choosing on the AACN Web site, the AACN Certification Web site, in AACN News, the *American Journal of Critical Care*, and *Critical Care News* on a space-available basis. Complete the appropriate forms at:

- www.aacn.org/chapters > Forms > Chapter Program Announcement Form;
- www.aacn.org/chapters > Events Calendar;
- to include events in AACN News, send an email to aacnnews@aacn.org.

Free Product Resources:

AACN will make available to chapter free product resources for the chapter to promote AACN membership, certification, NTI, and other key initiatives.

CHAPTER LEADERSHIP RESPONSIBILITY FIVE: RECRUITING AND ORIENTING NEW CHAPTER LEADERS

One of the most critical factors in ensuring the success of your chapter is investing in thoughtful, deliberate succession planning and board transition. Each member of the board leadership, and in fact, every chapter member must be actively engaged in identifying and mentoring future leaders for the chapter. Succession planning is not something that can be discussed once or twice a year; rather it needs to be an ongoing activity to ensure there is a strong pipeline of future leaders.

Chapters report that they can't find new people willing to serve and so the same people continue to rotate through the offices. This often results in burnout and is not in the best interest of the chapter. Succession planning is fundamental to changing this trend.

Some best practices regarding succession planning include:

- Having an "elect" position for each officer or chairperson role. This gives the individual who will be assuming the leadership position a year to learn about the position and accountabilities before stepping into the position. This also allows for the workload to be shared so it is less burdensome for each individual.
- Inviting new chapter members to serve on committees or as "co-chair" for a committee or event. This also allows for the workload to be shared so it is less burdensome for each individual.
- Inviting chapter members to attend board meetings so they can see how the board works. Some chapters have positions entitled "Board Learning Partners" that serve this purpose.
- Having each board member identify one person they are going to mentor during the year.
- Engaging past board members in identifying and mentoring future leaders.

Additional best practices regarding succession planning can be found on the chapter Web site. Visit www.aacn.org/chapters > [Best Practices](#).

Nominations and Election

As mentioned previously when discussing the chapter leadership roles, each chapter leader serves for a specific term length. Usually the terms are either one or two years in length. Therefore, each year, the chapter members have the responsibility of selecting new individuals to lead and manage the chapter. By holding annual elections, the chapter members have the opportunity to use their voice in determining the future direction of the chapter.

As chapter leaders, you serve the chapter and are accountable to the membership. You have an obligation to the members to allow them to select their leaders. However, chapters have reported that the nomination and election process can often be extremely time consuming and complicated with few members participating in the voting. Below are some simple guidelines for conducting your nominations and election which are aimed at achieving the desired outcome while minimizing the work involved.

Nominations:

The first step in ensuring the membership has a voice in selecting its leaders is having an open call for nominations. This can easily be done by sending out a call for nominations via mail or e-mail approximately 30 days before the election will take place. This allows the members ample opportunity to review the responsibilities of each role and submit nominations. If the election will take place at a meeting, the chapter can also accept additional nominations onsite prior to voting. The call for nominations should include the following information:

- Title and description of each position for which nominations are being accepted, including any specific requirements for serving.
- Deadline for submitting nominations.
- Details regarding the election.

Election:

To ensure that all members have an opportunity to fulfill their responsibility to vote, notification of the election must be sent to all members 14 days in advance of the meeting at which the election will take place. Or in the case of a mail or electronic election, members must be given 14 days to cast their ballot.

Voting can occur at a face-to-face meeting, by mail, e-mail, or through an online voting service. What is essential is that each chapter documents their processes regarding how the votes will be secure, what controls will be in place to validate the voter is eligible and only votes once, who will be responsible for counting the votes and how the results will be recorded and reported to the membership. Due to these issues, most chapters have found it easiest to conduct voting either by mail or face-to-face. Online voting services also provide a great option to chapters, however the cost of these services are often prohibitive to chapters.

Since the leadership is selected by the membership, it is important that enough members participate in the election to ensure the results are representative of their desires. Therefore a "quorum" of chapter members must cast ballots in order for the election to be valid. Prior to the election, and as part of the chapter's voting policy, the chapter board or leadership committee establishes a quorum. It is recommended that the quorum not be less than 5% and not more than 25% of the chapter membership. The candidate receiving the highest number of votes for the office shall be elected.

Vacancy & Replacement of a Director or Officer

At times, due to work and life situations, a chapter officer needs to vacate their position before their term is complete. When this occurs, the chapter has the flexibility to decide whether to appoint an interim officer to complete the term (this is recommended when the term is more than half over) or to hold an election to fill the vacancy. When holding an election, it will be necessary to determine if the person elected will only complete the remainder of the term vacated or if they will complete the remainder of that term and then serve a full term in the position. If an election is to be conducted, the guidelines provided regarding Nominations and Elections should be followed.

The board is responsible for notifying the full membership when a position is vacated and the plan for filling this vacancy. Ideally this notification would take place within 14-30 days following the vacancy.

In rare instances, a board member may be unable to fulfill the obligations of their role and the chapter may determine it is necessary to ask the individual to step down from their position. These situations are very difficult for the chapter and individuals involved. Therefore, to ensure the best possible outcome for everyone, you should contact either your Chapter Advisor or the Chapter Specialist at National for consultation. National has experience with these situations and can provide assistance based on your unique situation.

INDEX

A

Advertising Restrictions.....	13
ATM Cards and Credit Cards.....	11

B

Board Meetings.....	15
Board/Officer Transition.....	9

C

Chapter Audit Form.....	11
Chapter Charter Agreement.....	9
Chapter Database.....	17
Chapter Education Room.....	17
Chapter Leadership Responsibility Five: Recruiting And Orienting New Chapter Leaders.....	18
Chapter Leadership Responsibility Four: Planning, Monitoring, And Strengthening Chapter Programs ..	14
Chapter Leadership Responsibility One: Determining The Chapter's Purpose.....	5
Chapter Leadership Responsibility Three: Ensuring Adequate Resources And Managing Them Effectively.....	9
Chapter Leadership Responsibility Two: Ensuring Effective Chapter Governance.....	6
Chapter Meetings.....	14
Chapter Officer List.....	11
Chapter Records.....	12
Chapter Web Site & Email Address.....	17
Check Signer Form / ATM Cards / Credit Cards.....	11
Commercial (Vendor) Support of Education.....	13
Communication.....	6
Consultation.....	16
Contingency Planning.....	15
Contracts & Grants.....	12

E

Educational Needs Assessment.....	16
Educational Planning.....	16
Election.....	19
Establishing Accountability of all Board Members.....	6
Evaluation.....	7

F

Financial Planning.....	15
Free Event Promotion.....	17
Free Product Resources.....	17

G

General Chapter Meetings.....	14
Good Standing.....	10

I

Introduction.....	4
-------------------	---

L	
Leadership Development Workshop (LDW)	17
List Rental	17
M	
Management & Oversight	6
Membership	5
Membership Dues	5
Merit Points	13
N	
Nominations	18
Nominations and Election	18
Non-Employee Compensation Form & W9 Forms	10
O	
Officer Accountabilities.....	7
Other Optional Positions	9
P	
President	7
President-Elect.....	8
Program Approval from AACN.....	16
Public Policy Restrictions	14
R	
Raffles	14
Resources for Chapters	16
S	
Secretary	8
Strategic Planning	15
T	
Tax-Exempt Status.....	13
Treasurer & Treasurer-Elect	8
Types of Membership.....	5
V	
Vacancy & Replacement of a Director or Officer	19
W	
Written Resources.....	17