

International Family Nursing Association Bylaws

Article I

Name

The name of this organization shall be the International Family Nursing Association hereinafter referred to as the IFNA, or the Association.

Article II

Mission

The mission of the Association is to foster the individual and collective development of nurses involved in the promotion of health care to families by providing a unique international forum of shared responsibility for the advancement of family nursing. The Association offers opportunities for leadership, socialization, and collegial exchange related to all aspects of family nursing. Specifically the Association aims to:

- Promote the care of families in health and illness.
- Facilitate networking among family nurse researchers, educators and practitioners.
- Provide mechanisms for dissemination of information regarding family nursing research, education and practice.
- Advance family nursing research and foster the utilization of nursing research findings.
- Encourage socialization and preparation of students for the roles of family nurse researcher, advanced practice family nurse, and family nurse educator.
- Promote the allocation of resources available for family nursing development.
- Comprise a professional source of evidence, information and advocacy in health policy, and health legislation to improve the care of families.

Article III

Membership

Section 1: Classifications

There shall be two levels of membership: Individual and Corporate.

Section 2: Qualifications and Privileges

A. Individual: The qualifications and privileges for Individual members have three classifications:

1. Active members shall be Nurses (Licensed Registered Professional Nurses or Licensed Practical/Vocational Nurses or the international equivalent) or others engaged or interested in the promotion of health care for families and research with families, and shall be eligible to vote, hold office, serve on, and chair committees.

2. Associate members shall be any student enrolled in an accredited educational program or new graduate up to 12 months after graduation. Associate members shall be excluded from holding office, but may vote and/or serve on committees.
 3. Affiliate members are persons affiliated with the health care field who support the goals of IFNA but do not meet the requirements for another category of membership. Affiliate members shall be eligible to vote, hold elected office and serve on any committee at the Chapter level. Affiliate members are not eligible to vote or run for any elected office at the International level, but may serve on International level committees.
- B. Corporate members shall be organizations, corporations, or individuals interested in supporting the mission of the Association. Corporate members shall be excluded from voting, holding office and serving on committees.

Section 3: Dues

- A. Membership dues shall be determined by the Board of Directors by majority vote. A dues increase of more than ten percent (10%) of current dues for Individual, Associate, Affiliate or Corporate members must be approved by a simple majority of the membership voting by a mail or email ballot. Individual members are eligible for reduced dues if they are Associate Members or retired.
- B. INFA is committed to the development of scholarship and professional excellence for members globally. To ensure this development, the association believes in active involvement of members in an economically equitable manner. Accordingly, dues categories are based on the GNI per capita of the country in which the member resides as defined by World Bank Basic Indicators table (at end of document). This sliding scale is anchored in the World Bank classifications based on per capita income.
- C. All dues paid, either by individual or corporate members, will be calculated in U.S. currency.
- D. This policy will be evaluated biennially by the INFA Board of Directors as to financial implications for the organization and effectiveness of the policy for achieving an economically equitable dues structure.

Section 4: Termination

- A. If the dues of any member are not received sixty (60) days after the membership expiration date, that membership shall automatically terminate on the sixtieth (60th) day.
- B. If a member does not abide by the Association bylaws, or engages in activities that may place the Association in legal or professional jeopardy, or knowingly misuses Association property or assets, the Board of Directors may terminate that membership by a 2/3 (two-thirds) vote of the entire Board. No such action shall be taken until the member is advised of the specific charges, given a reasonable time to prepare a response, and afforded a full hearing before the Board of Directors.

Article IV

Officers and Directors

Section 1: Composition

Officers shall be President, President-elect, Secretary and Treasurer. There shall be six (6) Directors. Officers and Directors constitute the Board of Directors and shall be the governing body of the organization. As the governing body of IFNA, members of the Board of Directors shall serve in good

faith, uphold the highest professional, ethical, and legal standards, and fulfill the obligations of their positions.

Section 2: Eligibility

In order to allow for early growth of the Association, and establishment of committees and interest groups, eligibility requirements for Officers and Directors may be waived by a majority vote of the Board of Directors for a period of 5 years after approval of these Bylaws. Officers and Directors eligible to serve at the International level shall have been voting members for two years immediately prior to assuming office.

- A. Directors shall have served at least two years on IFNA committees, task forces, editorial boards, interest groups, and/or as a voting member of a local chapter Board of Directors.
- B. The President-elect shall have served at least one term on the IFNA Board of Directors or as a committee member, task force leader, editor, and/or as a local Chapter President.
- C. Each election cycle, nominated Officers and Directors must represent at least three countries.

Section 3: Term of Office (These terms of office may be adjusted by majority vote of the Directors and Officers for the first 3 years after passage of the bylaws to allow the election cycles to adjust after establishment of the Association.)

- A. The term of office shall begin at the close of the Business Meeting in the year of election or June 30 of any year in which no business meeting is held.
- B. An individual may not hold more than one elected or appointed office at the same time.
- C. The Secretary, Treasurer and Directors shall serve a two (2) year term or until their successors are elected. One-half of the total number of Directors shall be elected in even years and one-half in odd years. The positions of Secretary and Treasurer will likewise be elected in alternating years.
- D. The President shall serve a term of two (2) years or until election of officers.
- E. The President-elect shall serve in that office for a two (2) year term and then shall become President for a two (2)-year term. The President-elect shall be elected in odd numbered years.
- F. The President and President-elect shall not be a candidate for any Association office while serving in their respective offices. Other Officers and Directors shall not be candidates for another elected position until the expiration of their present term, unless the term expires at the next annual meeting.
- G. No person can serve more than eight (8) consecutive years on the Board.

Section 4: Duties

- A. Officers and Directors shall perform those duties prescribed by the law, the Articles of Incorporation, and these bylaws.
- B. Officers and Directors must attend at least 50% of all BOD meetings per year or will be considered to have vacated their position and a replacement will be named in the next scheduled election
- C. Officers and Directors will serve as liaisons to standing committees or other committees as appointed by the Board.

Section 5: Vacancies

- A. In the event a vacancy occurs in the office of the President, the President-elect shall automatically succeed to the presidency, shall complete the unexpired term, and then shall serve the two-year term as President for which he or she was elected. The Board of Directors shall elect a President-elect Pro Tem to serve until the next scheduled odd year election.

- B. Should a vacancy occur simultaneously in the offices of President and President-elect, the Board of Directors shall elect a President Pro Tem, until the next scheduled balloting, at which time a President and a President-elect shall be elected for terms of an appropriate length to adhere to the schedule of the President-elect being elected for a two (2)-year term in the odd numbered years.
- C. A vacancy in another Office or Director position shall be filled by temporary appointment of the BOD until the next regularly scheduled election cycle. The BOD may fill vacancies created by election to another office by choosing from among candidates placed on the slate by the Nominating Committee during the prior election cycle.
- D. The Board of Directors may call a special election to fill vacancies not covered in these bylaws.

Section 6: Conflicts of Interest

- A. In order to prevent actual or potential conflicts of interest, no IFNA member may serve concurrent terms as Board Member or Officer, Conference Program Chair, Journal Editor, or member of the Nominating Committee.
- B. All candidates for Officer or Director will be required to disclose actual or potential conflicts of interest to the Nominating Committee prior to final selection for the ballot.

Article V

Membership Meetings

Section 1: Business Meeting

A business meeting of the membership shall be held every other year at a time and place determined by the Board of Directors.

Section 2: Special Meetings

Special meetings of the membership may be called at any time by a majority of the Board of Directors, or upon written request of 25% (twenty-five per cent) of voting members.

Section 3: Notice

Written notice of the Business Meeting shall be mailed or emailed to all members at least ninety (90) days prior to the meeting. Written notice of special meetings shall be emailed to all voting members at least twenty (20) days prior to the meeting.

Section 4: Quorum

Members present and voting shall constitute a quorum.

Article VI

Board of Directors

Section 1: Composition

The Board of Directors shall be composed of the elected or duly appointed Officers and Directors.

Section 2: Duties

The Board of Directors shall manage the business and affairs of IFNA.

Section 3: Meetings

- A. Meetings shall be held at such time and place as the Board of Directors determine, at least 6 times per year.
- B. Business requiring action by the Board of Directors may be conducted by mail or other media. Such action shall be subject to ratification at the next regular meeting of the Board of Directors.
- C. Special meetings may be called by the President or upon written request of five (5) Board members.

Section 4: Notice

Notice of any such meeting shall be given to each officer and director.

Section 5: Quorum

Six (6) members of the Board of Directors, one of whom must be an officer, shall constitute a quorum for the transaction of business.

Section 6: Removal from Office.

Any Director or Officer, regardless of the manner of election or appointment, may be removed by the Board of Directors upon two-thirds affirmative vote of the entire Board then in office whenever, in its judgment, the best interests of IFNA would be served thereby. The Director or officer removed shall be given notice of said meeting and given an opportunity to be heard.

Section 7: Executive Committee

- A. As a subset of the Board, an Executive Committee shall have the authority to make decisions on behalf of the Board of Directors on time-critical administrative and policy matters that arise between Board meetings. A majority of the voting members of the Executive Committee shall constitute a quorum for the transaction of business. Meetings may be called by the President or by any two Executive Committee members. The Executive Committee shall keep minutes of its meetings and shall report all actions taken by it to the IFNA Board at the first meeting of the Board following the taking of such action.
- B. Executive Committee Composition: President (Chair), President-Elect (2nd Chair), Past President (3rd Chair), Treasurer, Secretary, Executive Director (ex-officio).
- C. Limitations of the Executive Committee: The Executive Committee serves, and is responsible to, the full Board in managing time-critical matters occurring between regular board meetings within certain limited authority. The Executive Committee shall not have the authority to: take final action on any item or issue that changes, or is in opposition of, a previous vote of the full Board, take final action of any item or issue that changes, or is in opposition of a previous vote of the membership, amend the bylaws, remove a board member from office, vote a board member into office, hire or remove the Executive Director and/or Association's management company, obligate the organization to new debt over \$1000, sell or acquire an asset valued at more than \$1,000.

Article VII

Committees

Section 1: Standing & Special Committees

Unless specified otherwise in these bylaws, all standing and special committees shall be appointed by the Board of Directors. There will be standing committees devoted to Research, Education, and Practice of Family Nursing, and Organizational Communication.

Section 2: Nominating Committee

The Nominating Committee shall be composed of five (5) elected members.

- A. The person receiving the highest number of votes shall chair the committee in the second year of that member's term.
- B. To be eligible to serve on the Nominating Committee, individuals shall have been voting members of IFNA at the International level for two (2) years immediately prior to committee membership. A Nominating Committee member shall not be a candidate for any elected position during his/her term of office. Current members of the Board of Directors shall not serve on the nominating committee.
- C. The term of office shall be two years, with sixty percent (60%) of the total number of committee members elected in even years and forty percent (40%) in odd years.
- D. Duties and Responsibilities
 1. The Nominating Committee shall prepare and submit to each voting member a ballot with at least one nominee for each elected office in IFNA.
 2. Validation of current membership and confidentiality of voting shall be components of the ballot protocol.
 3. Unless stated otherwise in these bylaws, all rules and procedures for the conduct of the nominations and elections shall be recommended by the Nominating Committee and approved by the Board of Directors.
 4. The candidate receiving the highest number of votes for each elected office shall be declared elected.
 5. Tie votes shall be broken by lot.
 6. The Nominating Committee shall oversee the election procedures.
 7. Vacancies on this committee shall be filled by appointment by the Chairperson of the Nominating Committee until the next scheduled election.

Section 3: Conference Committee

- A. The Conference Committee shall be appointed by the Board of Directors for a two year term or until their successors are appointed.
- B. Duties and Responsibilities:
 1. In consultation with the Board of Directors, the Conference Committee will plan all aspects of the Conference program including call for proposals, review of submissions, organizing the program and speakers.
 2. In consultation with the host community (local program representatives) the Conference Committee will plan all social activities associated with the conference including banquets, special events, trips and tours.
 3. The Conference Committee will advise the Board of Directors about the availability and appropriateness of various pre- and post-conference programs and activities.

Section 4: Bylaws Committee

- A. The Bylaws Committee shall be appointed by the Board of Directors for a two year term or until their successors are appointed.
- B. Duties and Responsibilities:

1. Initiates a call for proposed bylaws amendments and resolutions for the Bi-Annual Meeting. Receives or initiates proposed IFNA bylaws amendments and resolutions.
2. Develops model chapter bylaws for conformity with IFNA bylaws and disseminates as needed.
3. Reviews chapters' bylaws for conformity with IFNA bylaws.
4. Reports its recommendations to the Board of Directors and the membership.
5. Prepares proposed bylaws revisions for review by the Board of Directors and the membership in accordance with required procedure as outlined in these bylaws.

Article VIII

Constituencies

Section 1: Chapters

Groups of ten (10) or more active IFNA members may petition for a Chapter Charter. Charters shall be approved and awarded by the Board of Directors. Chapters shall fulfill the purposes of IFNA at the local level. The structure and functions of chapters shall be consistent with the bylaws, policies and procedures of IFNA. Chapter bylaws shall be reviewed by IFNA's Bylaws Committee to validate congruency between chapter bylaws and IFNA's bylaws. New or existing National or Regional Organizations of Family Nursing may petition for Chapter Charter membership.

Article IX

Indemnification

Directors and officers of the Association shall be indemnified as of right to the fullest extent now or hereafter permitted by law in connection with any actual or threatened civil, criminal, administrative or investigative action, suit or proceeding (whether brought in the name of the Association or otherwise) arising out of their service to the Association or to another organization at the Association's request. Persons who are not Directors or officers of the Association may be similarly indemnified in respect of such service to the extent authorized at any time by the Board of Directors. IFNA may maintain insurance to protect itself and any such Director, officer or other person against any liability, cost or expense incurred in connection with any such action, suit or proceedings.

Article X

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised, shall govern IFNA except in cases specified by these bylaws, standing rules or special rules of order adopted by the members.

Article XI

Amendments

Section 1: Proposal

Proposed amendments can be presented to the Bylaws Committee by the Board of Directors, a committee, a chapter, or any member of IFNA.

Section 2: Voting

All members will be notified of proposed bylaws amendments prior to the Bi-Annual Meeting. During the Bi-Annual Meeting a Public Forum will be held to discuss the proposed amendments. After the Annual Meeting, a ballot containing the proposed bylaws amendments shall be provided by mail or email to all active members in good standing. The ballot will contain the exact wording of the proposed amendment and the deadline for returning the ballot. Validation of current membership and confidentiality of voting shall be components of the ballot protocol.

Section 3: Effective Date

Amendments which have been approved by a simple majority vote of the members voting shall become effective the first day of the month following the ballot deadline vote.

Proposed May, 2009

ADOPTED October, 2013

Appendix

A sliding scale is to be used for **individual membership** dues based on World Bank Classification, to be verified by the treasurer annually. Membership dues are calculated as follows: High income country residents – 100% of base Middle income country residents - 50% of base Low income country resident - 25% of base Examples: Residents of Norway would pay \$100 USD for an individual membership. Residents of Peru would pay \$50 USD for an individual membership. Residents of Malawi would pay \$25 USD for an individual membership.

World Bank Country Categories by Income LOW Afghanistan Bangladesh Benin Burkina Faso Burundi Cambodia Central African Rep. Chad Comoros Congo, Dem. Rep.	Côte d'Ivoire Eritrea Ethiopia Gambia, The Ghana Guinea Guinea-Bissau Haiti Kenya Korea, Dem. Rep.	Kyrgyz Republic Lao PDR Liberia Madagascar Malawi Mali Mauritania Mozambique Myanmar Nepal	Niger Nigeria Pakistan Papua New Guinea Rwanda São Tomé & Príncipe Senegal Sierra Leone Solomon Islands	Somalia Tajikistan Tanzania Togo Uganda Uzbekistan Vietnam Yemen, Rep. Zambia Zimbabwe
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