



AMERICAN ASSOCIATION OF  
LEGAL NURSE CONSULTANTS

## **AALNC Chapter Formation Guidelines**

**AMERICAN ASSOCIATION OF LEGAL NURSE  
CONSULTANTS**

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# **CHAPTER 1**

## **AMERICAN ASSOCIATION OF LEGAL NURSE CONSULTANTS**

Founded in 1989, the American Association of Legal Nurse Consultants (AALNC) is a not for profit membership organization dedicated to the professional enhancement and growth of registered nurses practicing in the specialty area of legal nurse consulting and to advancing this nursing specialty. AALNC is the preeminent resource for professionals with an interest in the legal nurse consulting arena including novice and veteran legal nurse consultants. AALNC provides networking opportunities, educational advancement, professional development and supports certification through the American Legal Nurse Consultant Certification Board (ALNCCB).

The goals of AALNC are as follows:

- to provide members with opportunities and experiences to further their professional development as legal nurse consultants
- to increase the legal and medical communities' awareness of the nursing specialty of legal nurse consulting
- to promote excellence within the profession by encouraging adherence to the AALNC Standards of Practice and AALNC Code of Ethics
- to facilitate an exchange of information and to establish a communication network for mutual support and fellowship among members

### **BASICS OF CHAPTER FORMATION**

Some benefits of becoming an AALNC chapter include:

- being part of a nationwide network that includes more than 1,200 legal nurse consultants and 6 AALNC chapters
- networking opportunities with other LNCs in your area from various practice settings
- the ability to organize additional medical-legal educational programs in your area

Perhaps there are fifteen, twenty, or thirty of you who have gravitated to each other seeking colleagues and individuals in a similar professional situation. You are in a new and exciting nursing specialty. You even have an official title: Legal Nurse Consultant. Your group has probably met informally for some time. You have shared ideas, enjoyed networking opportunities, and perhaps already identified benefits as a result of that relationship. The time has come to formalize this professional group. So, how do you become a chartered chapter of the American Association of Legal Nurse Consultants?

## **Where Do We Start?**

AALNC Headquarters has a staff person in charge of membership and chapter relations to answer questions and provide assistance in the formation and maintenance of your local chapter. AALNC members also have access to a national Director-At-Large who is a member of the AALNC board and is available to share knowledge and experience with you during your process. The Directors-At-Large are liaisons between AALNC members and the AALNC board. They are also available for consultation regarding chapter matters and can help facilitate the chartering process. AALNC strongly encourages each chartering chapter to communicate with their Director-At-Large on a regular basis throughout the entire chartering process.

## **Chapter Charter Checklist and Explanation of the Requirements**

All of the information needed to obtain a charter for a local chapter is included in Chapter 1 of the AALNC Chapter Handbook. Time frames have been provided to give an idea of how long each step may take; the entire process should not take more than one year to complete. Simply follow the checklist provided and feel free to ask the staff chapter coordinator or Director-At-Large any questions you may have along the way.

Each item in the following list is described in detail in the following pages and you will find any forms that are referred to at the end of the chapter.

- **Twenty interested AALNC members**
- **Chapter name**
- **Employee Identification Number (EIN)**
- **Mailing address and Telephone number**
- **Email Address**
- **Website (suggested but not required)**
- **Bank account**
- **AALNC Generic Chapter Bylaws**
- **Rules & Regulations for AALNC Chapters**
- **AALNC Chapter Charter Application**

**Important:** A new chapter cannot be formed within a 50-mile radius of an existing chapter without the approval of the AALNC.

## **Membership Requirement**

The first requirement for chapter membership is membership in the national organization (AALNC); the charter members of your local organization must be members of AALNC. You can solicit potential chapter members by contacting nurses in law firms, insurance companies, paralegal schools, law schools, and individuals who advertise in legal journals and newspapers in your state. Also, feel free to contact the national office for a current list of AALNC members in your state.

Chapters may be formed with a minimum of twenty registered nurses actively consulting in the legal field. We strongly encourage you to consider, however, that it takes a lot of energy not only to organize but to maintain a chapter. While twenty is a minimum number, it is preferable to have several more members who are willing to serve on the board and committees and to be involved in the work of the organization. Each chapter recognized by AALNC national must have a board of directors of no fewer than three members consisting of a minimum of a president, secretary/treasurer and president-elect OR Director-at-Large. Before applying for a chapter charter, you will want to be confident that there is a critical mass of potential members in your area to keep the chapter going.

## **Choosing a Name for your Chapter**

Choose a name for your chapter that reflects your location, e.g., Pittsburgh Chapter; Greater Orlando Chapter. It is recommended that the chapter name is simple and easily identifiable by anyone (monikers / local nicknames are discouraged).

The name of the chapter must be approved by the AALNC Board of Directors during the Chapter Charter approval process. It is important to have the chapter name approved before applying for the Employer Identification Number to avoid having to change the name at a later date.

## **Submit Chapter Intention Form**

The Chapter Intention Form (included at the end of this chapter) is used to indicate the names of the twenty or more active AALNC members of your pending chapter and to obtain approval for the name of your chapter. Once submitted, the AALNC Board of Directors will either approve your pending chapter's Intention Form or recommend changes for the chapter name. After a chapter name has been finalized, the AALNC office will forward the remaining chapters of this handbook.

## **Employee Identification Number**

You can apply for an EIN for your proposed chapter by telephone. The Employer Identification Number (EIN) identifies the chapter as a unique organization; each chapter must have its own EIN. Your chapter's EIN must be listed on your AALNC Chapter Charter Application and will also be needed when applying for a chapter bank account. A copy of instructions for obtaining your EIN is included at the end of Chapter 1.

**Time Frame:** It should not take more than one business day to receive your chapter's EIN.

## **AALNC Group Federal Tax Exemption**

The American Association of Legal Nurse Consultants is classified as a 501(c)6 non-profit professional association. Because of the public value of its activities, all income from normal business activities is exempt from state and federal income tax. This exemption is extended to AALNC's chapters through group exemption. (AALNC's Group Exemption Number is 7177.) In order to maintain this tax-exempt status, all officially chartered chapters must operate within the framework of the AALNC Chapter Bylaws and all chapter activities must be consistent with the mission and goals of the national association as set forth in the AALNC Bylaws. Both the AALNC Bylaws and the generic AALNC Chapter Bylaws are included at the end of Chapter 1.

## **Mailing Address and Telephone Number**

You must provide a mailing address for your chapter. If your chapter chooses to use the president's address as the primary address for the chapter, the AALNC office must be notified when a new president is elected. It is highly recommended that the chapter obtain a PO Box address to maintain continuity in the chapter's primary mailing address. In this case, a chapter member should be specifically assigned the task of picking up and distributing the mail on a regular basis.

Similarly, chapters often choose to use the chapter president's work or home phone number as the primary phone number for the chapter. Again, it is very important to notify the AALNC office of any changes. Another option is to obtain a phone number with voice mail for the chapter, which allows the chapter phone number to remain consistent even when the primary contact person changes. As with a PO Box, one person should be assigned to check the voice mail on a regular basis and to distribute the messages to the appropriate people in the chapter.

**Time Frame:** Determine the chapter's mailing address and telephone number during the same month in which you apply for an EIN.

## **Email Address & Website**

You must provide an email address for your chapter. If your chapter chooses to use the president's email as the primary email for the chapter, the AALNC office must be notified when a new president is elected. Another option is to develop a generic chapter email address such as [info@chaptername.org](mailto:info@chaptername.org). Again, a chapter member should be specifically assigned the task of checking and responding to email on a regular basis.

It is also recommended that the chapter develop a chapter website. This website can be as simple or elaborate as you choose. The website is the perfect place to post contact information, upcoming meetings and events, chapter members, a downloadable membership application, information about the profession, and more. Contact AALNC Headquarters to receive the appropriate logos for your chapter website.

## **Chapter Bank Account**

**Responsible Parties:** Each chapter is required to have a bank account prior to receiving a charter. In order to open a bank account in most states, the chapter must have an EIN and the signature of two people. These two people may change annually, as they must be the treasurer and president and/or president-elect as noted in the Chapter Rules & Regulations. The designees can be changed by filing a signature card with the bank. The charter fee must be drawn on the chapter's bank account.

**Type of Account:** While forming, most chapters will have small bank balances and write few checks. The types of personal and business accounts available vary according to the minimum balances required, the amount of interest paid, and the service fees charged. Be sure to investigate the options available and choose the one that is most cost-effective for your chapter.

**Time Frame:** A bank account can be obtained as soon as you have an EIN.

## **Adoption of Bylaws**

All AALNC's chapters must adopt bylaws that are consistent with the generic AALNC Chapter Bylaws, to ensure conformity to national standards and the association's Articles of Incorporation. You will find a copy of the generic chapter bylaws at the end of Chapter 1. When you are ready, we suggest that you call the AALNC office to obtain a copy of the bylaws as a word document, so you are able to make your changes.

You will need to insert your chapter's unique name and location into the appropriate places in the generic bylaws. You must also make decisions about the size and structure of the board of directors and nominating committee to suit your chapter's needs and resources, and revise your chapter's bylaws accordingly. However, each chapter must still have a board of directors of no fewer than three members consisting of a minimum of a president, secretary/treasurer and president-elect OR Director-at-Large.

Any changes to the generic chapter bylaws must be approved by the AALNC Board of Directors, so you should submit your bylaws to the national office before distributing them to your members for their approval. Once your chapter's bylaws have been approved by your members, you are ready to forward them to AALNC with your chapter charter application.

## **Rules & Regulations**

In addition to operating according to their bylaws, AALNC chapters must abide by the AALNC Chapter Rules and Regulations. All chapter leaders should be familiar with these rules and regulations, which outline specific responsibilities and operating guidelines such as the process and deadlines for filing annual elections and reports. A copy of the AALNC Chapter Rules & Regulations is included at the end of Chapter 1.

## **Chapter Organization**

### **Board of Directors**

As you customize your bylaws for adoption by your chapter's membership, you will want to consider carefully the size and composition of your board of directors. A minimum of three members of the chapter must be willing and eligible to serve each year as the board of directors.

In the process of customizing your bylaws, you will determine the titles that board members will have. Each chapter recognized by AALNC national must have a board of directors of no fewer than three members consisting of a minimum of a president, secretary/treasurer and president-elect OR Director-at-Large. It is recommended that someone serve as the Membership Director in order to manage local membership and monitor national compliance.

If the founding members of the chapter agree to serve as board members the first year, you may not need to hold elections until the second year, at which time your bylaws will dictate the number of people to be elected, and the positions in which they will serve.

### **Committees**

The nominating committee is named in the bylaws and, in the process of customizing your bylaws, you will determine the number of members and their terms of office. The nominating committee may be composed of both elected and appointed members, but should include a representative number elected by the chapters' membership. For example, the nominating committee might be composed of five members: the immediate past-president as chair, two members of the board of directors appointed by the president, and two members elected by the general membership, each serving a one-year term.

Chapters are encouraged to minimize the number of committees named in the bylaws and instead to form committees and task forces to support chapter activities as needed. The chapter's committee structure should be flexible, and it is easier to appoint different ad-hoc committees and task forces than to change the bylaws. As the chapter's strategic plan, budget, and resources evolve, different committees or task forces will be needed to do the chapter's work. Chapters may at various times find it useful to have committees for membership, public relations/marketing, education, finance, and publications, but these committees do not need to be named in the bylaws.

### **Budgets**

Every chapter should have an operating budget. The amount of yearly dues should be determined for three levels of membership: active, associate and sustaining. The dues to be charged for chapter membership should not be included in the bylaws, but should instead be determined by a vote of the board of directors. Monies should be budgeted based on chapter goals and activities. All transactions should be in writing.

The forms used by the AALNC board can easily be adapted for use by local chapters. A Check Request Form and Revenue Form are enclosed for your review. Use of these forms allows the treasurer to keep clean records and allows for ease in compiling the required annual financial report. In the beginning, the budget will be very simple, and monies will be sparse. You do not need a large amount of operating capital to have a successful chapter.

## **Meetings**

Each chapter determines when and how often to schedule its meetings. If some of your members can meet only during lunch, and others can meet only in the evening, it is beneficial to plan some luncheon meetings as well as dinner or evening meetings. If your group is concerned about costs, a brown bag luncheon meeting can be equally as productive as a formal dinner meeting. Surveys can be helpful in determining your members' preferences. Every once in a while, it is nice to hold a board meeting at a restaurant for dinner or lunch. Other cost-effective sites include library meeting rooms, hospital meeting rooms, law firms, schools, and private homes.

Once the chapter is established, a master calendar will give members a sense of security in knowing that, for instance, the chapter meets the second Wednesday of January, March, May, September and November, and holds a Christmas meeting every December. This is something that can be easily posted on the chapter website.

## **Delegation**

The president and other board members are encouraged to delegate responsibilities to other chapter members. Often, the founders of a chapter have such a personal interest in its success that they fail to encourage leadership in others. Members who say that they prefer to "just do it myself" will soon run out of energy and creativity and leave a chapter that is weak in spite of all of their efforts. Delegating and sharing responsibility inspires a sense of commitment within the membership and helps to develop the leaders of the future.

## **Membership Recruitment**

During the chapter formation process, a mailing list of potential members should be compiled. Potential members should receive all communications during the formation process. Guests should be welcomed at formation meetings. It may be helpful to assign someone to the specific task of following up with anyone who expresses interest in legal nurse consulting to encourage them to become members of AALNC and the new chapter. How can you let people know that a new chapter exists?

- Contact nurses in law firms, insurance companies, paralegal schools, law schools, and individuals who advertise in legal journals and newspapers in your state.
- Check with hospital nurses in high risk areas (e.g., ICU, CCU, NICU, ER/Trauma, and Obstetrics).
- Call attorneys in your area that practice in the areas of medical malpractice, personal injury, product liability, and workers' compensation. Ask if they employ a legal nurse consultant to review the medical aspects of their cases. If not, ask who performs medical/nursing reviews for them and contact that person or agency.
- The AALNC office can provide a list of current AALNC national members in your area.

Prepare a letter to send to potential members. At a minimum, the letter should contain the following vital information:

- Your chapter name (be clear about whether you are hoping to form a chapter or using the official name of a formally chartered chapter)
- Specific information regarding the date, time and place of your next meeting(s)
- Information about the benefits of membership (national and local)
- A contact person for questions and additional information

## **Communication**

Effective communication vehicles need to be established in your chapter. Any change in meeting dates, times, or locations should be meticulously communicated to members. In a very small chapter, a telephone committee can transmit messages. Keep in mind that the announcements made at meetings communicate information only to those who are physically present. As your chapter grows, you will want to consider starting a newsletter and a membership directory with names and contact information as a communication and networking tool. Email is an excellent way to reach large numbers of people and costs nothing.

## **Conclusion**

As your pending chapter gets closer to applying for a charter, you will want to begin thinking about how to keep the chapter active and effective for the members involved. Once you have at least twenty national members who are interested in forming a local chapter, the AALNC office will send you Chapters 2-9 of the Handbook. It covers topics such as business meetings, membership recruitment, the annual election of officers, committee formation, educational programs, marketing and public relations, chapter newsletters, and the annual chapter charter renewal process.

The charter application process should take approximately one year to complete if there are sufficient resources at the local level and the chapter is communicating consistently with a national Director-At-Large and the AALNC staff contact. When your pending chapter is ready, five items must be mailed to AALNC to complete the chapter charter application process. They are:

- ☐ Completed Charter Application Form including the chapter's current mailing address, EIN, and bank account location.
- ☐ Completed chapter membership list and a list of chapter officers (including national membership numbers for each). A minimum of twenty (20) AALNC members is required to organize and maintain a viable chapter.
- ☐ Copy of AALNC Chapter Bylaws, modified to reflect the chapter name, location, and configuration of chapter board of directors as approved by the chapter membership.
- ☐ Signed and completed Affiliate Agreement.
- ☐ The chapter charter fee of \$250 must be paid by a check made payable to American Association of Legal Nurse Consultants and drawn on the chapter's bank account.

## NEED AN EMPLOYER IDENTIFICATION NUMBER (EIN)?

- First you must fill out the SS-4 Form (download from <http://www.irs.gov/pub/irs-pdf/fss4.pdf>).
- Instructions for completing the SS-4 Form (<https://www.irs.gov/forms-pubs/about-form-ss-4>)
  1. Enter Chapter Name
  2. Mark "N/A"
  3. Enter "Marisa Streelman"
  - 4a. Enter "1163 S. Main St., Suite 318"
  - 4b. Enter "Chelsea, MI 48118"
  - 5a. Mark "N/A"
  - 5b. Enter "Washtenaw County, Michigan"
  6. Mark "N/A"
  7. Enter first name, middle initial, and last name of chapter president.
  - 8a. Check "No"
  - 9a. Check "Other nonprofit organization" (specify) Professional Organization"
  - 9b. "Arizona"
  10. Check "Banking Purpose" and insert "Checking account."
  11. Insert the date the chapter was organized
  12. Enter "December"
  13. The boxes should be marked "0," unless your chapter has a paid staff person in its employ, in which case, the number of persons employed should be filled in the "other" box.
  14. Skip
  15. Insert "N/A"
  16. Insert "Chapter of professional organization."
  17. Check "None."
  18. Check "No."Fill in Applicant's telephone and fax number  
Sign and date

**You can obtain your chapter's EIN by phone or by internet.**

### Apply By Phone

- Call the toll free number at (800) 829-4933.
- A customer service representative will ask for the information from Form SS-4 and issue the EIN over the phone
- Write this EIN in the upper right corner of the Form SS-4 (below the perforation)
- Sign, date, mail, or fax Form SS-4 to EIN Operations within five (5) days of your phone call.

### Apply via Internet

- Go to <https://sa.www4.irs.gov/modiein/individual/index.jsp> and follow the instructions.

**Mail Completed Form SS-4 to:**

**Internal Revenue Service  
Attn: EIN Operation  
Cincinnati, OH 45999**

**Fax: (859) 669-5760**

<p style="text-align: center;"><b>BYLAWS OF THE (CITY, STATE) CHAPTER OF THE AMERICAN ASSOCIATION OF LEGAL NURSE CONSULTANTS (AALNC)</b></p>
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**ARTICLE I  
NAME**

The name of the chapter will be the "(City, State) Chapter of the American Association of Legal Nurse Consultants" (the "Chapter").

**ARTICLE II  
PURPOSES**

- Section 1.**     Purpose. The purpose of the Chapter is to promote the professional advancement of registered nurses practicing in a consulting capacity within the legal arena and to provide a resource for information on matters relating to legal aspects of nursing and health care law, and to perform any and all such other acts that are necessary, convenient and proper to the attainment of these purposes.
- Section 2.**     Rules. The following rules shall conclusively bind the Chapter and all persons acting for or on behalf of it:
- a.       No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to, its trustees, officers, or other private persons, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. Notwithstanding any other provision of these bylaws, the Chapter shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
  - b.       Upon the dissolution of the Chapter, the Executive Committee shall, after paying or making provision for the payment of all of the liabilities of the Chapter, send all remaining funds to the national office of the American Association of Legal Nurse Consultants along with all meeting minutes and financial records.

**ARTICLE III  
MEMBERSHIP**

- Section 1.**     Classes. Membership of the Chapter shall be composed of Active, Associate, and Sustaining members, all of whom agree to support the Chapter's purposes and abide by these Bylaws and such other rules and regulations as the Board of Directors may adopt.
- a.       RN Membership. RN membership in the Association may be granted to any registered nurse who maintains active licensure in the United States, or is recognized by the International Council of Nurses as a professional nurse, who practices in, or is interested in the practice of legal nurse consulting. RN members may vote, hold office, serve on committees, and partake of all other benefits of membership as may be determined from time to time by the Board of Directors.  
          RN members must hold current membership in the national organization, the American Association of Legal Nurse Consultants.
  - b.       Associate Membership. Associate membership may be granted to individuals with an interest in the goals and activities of the Association.
- Section 2.**     Application. Any person submitting an application for membership shall be approved for membership under procedures that may be established by the Board of Directors.
- Section 3.**     Voting Rights. Each RN Member shall be entitled to vote on all matters coming before the membership. Non-RN Members shall have no voting rights.

- Section 4.** Dues and Assessments. The initial and annual dues for each class of member of the Chapter and the time for paying such dues and other assessments, if any, shall be determined from time to time by the Board of Directors.
- Section 5.** Resignation. Members may resign from the Chapter at any time by giving written notice to the Secretary. The Chapter shall not refund any portion of dues or assessments paid by an individual during the period of his/her membership in the Chapter.
- Section 6.** Discipline. Any member who becomes ineligible for membership or who shall be in default in the payment of any dues or assessments, their membership shall be terminated automatically. Discipline may be imposed by the Board of Directors, including but not limited to membership termination, for any behavior which may diminish the good name or good will of the association or is inconsistent with the values of the Association.

#### **ARTICLE IV** **MEMBERSHIP MEETINGS**

- Section 1.** Annual Meeting. An Annual Meeting of the members for receiving reports, and for such other business as may properly come before the members, shall be held at such day, time, and place as may be determined by the Board of Directors.
- Section 2.** Special Meeting. A Special Meeting of the members may be called by the President or by the Board of Directors. In addition, a Special Meeting of the members shall be called upon written application of twenty-five percent (25%) of the RN Members. No business shall be transacted at a Special Meeting except that stated in the notice of such meeting.
- Section 3.** Notice. Notice of the Annual Meeting and any Special Meetings shall state the time, date, and place of the meeting and shall be mailed no fewer than 30 days prior to the meeting.
- Section 4.** Quorum. The presence in person or by proxy of ten percent (10%) of the RN Members of the Chapter shall constitute a quorum for the conduct of business at Annual or Special Meetings.
- Section 5.** Manner of Acting. The act of a majority of the members present and eligible to vote at a membership meeting at which a quorum is present shall be the act of the membership, except where otherwise provided by law or by these Bylaws.

#### **ARTICLE V** **BOARD OF DIRECTORS**

- Section 1.** Composition and General Powers. The Board of Directors shall comprise the President; President-elect; Secretary and Treasurer or Secretary/Treasurer; Past President; and ( ) directors-at-large. The Board of Directors shall have supervision, control, and direction of the affairs of the Chapter; shall determine its policies or changes therein within the limits of these Bylaws; and shall actively prosecute its purposes and have discretion in the disbursement of its funds. The Board of Directors may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may, in the execution of the powers granted, create such committees and appoint such agents as it may consider necessary.
- Section 2.** Qualifications and Term of Office of Directors-at-Large. The at-large members of the Board of Directors shall be RN Members of the Chapter and shall serve a one-year term of office.
- Section 3.** Election. The President-elect shall be selected by a majority of the Board of Directors from a slate of candidates presented by the Nominating Committee before the Annual Meeting. The Secretary and Treasurer or Secretary/Treasurer, and the Directors-at-Large, shall be elected by a majority of a quorum of the RN Members, after nomination by the Nominating Committee. Elections will be held every year by ballot of the RN Members. Ballots shall be sent to RN Members at least sixty (60) days before the Annual Meeting.
- Section 4.** Regular Meetings. The Board of Directors may provide, by resolution, the time, date, and place for holding the regular annual meeting and additional regular meetings of the Board of Directors without other notice than such resolution.
- Section 5.** Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or three (3) directors, and shall be held only upon 5 days' notice to all Board members.

- Section 6.** Quorum. A majority of the Board of Directors, two (2) of whom are officers, shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that if less than a majority of the Directors are present, a majority of the Directors present may adjourn the meeting from time to time without further notice.
- Section 7.** Manner of Acting. The act of a majority of the members of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except where otherwise provided by law or by these Bylaws.
- Section 8.** Vacancies. Any vacancy of a director-at-large position for any reason shall be filled by the Board of Directors. A director selected according to this provision shall serve the unexpired portion of the term until his or her successor has been duly elected and qualified pursuant to the election procedures set forth in Section 3 above.
- Section 9.** Resignation or Removal. Any member of the Board of Directors may resign at any time by giving written notice to the President. Any member of the Board of Directors may be removed by a majority vote of the Board of Directors whenever, in their judgment, the best interests of the Chapter would be served thereby.
- Section 10.** Telephone Conferences. Members of the Board of Directors, or of any committee designated by the Board of Directors, may take any action permitted or authorized by these Bylaws by means of any conference telephone or similar telecommunications equipment through which all participants in the meeting can communicate with each other. Participation in a meeting pursuant to this subsection shall constitute presence in person at such meeting.
- Section 11.** Electronic Vote. Any action requiring a vote of the Board of Directors may be taken by electronic mail ballot. The action taken shall be effective upon the unanimous written approval of the Board of Directors and upon filing of the written approvals with the records of the Board of Directors meetings.

## **ARTICLE VI** **OFFICERS**

- Section 1.** Officers. The officers of the Chapter shall be a President, a President-elect, a Past President, a Secretary and a Treasurer or a Secretary/Treasurer.
- Section 2.** Qualifications and Terms of Office. Any RN Member in good standing for more than one year will be eligible for elective office. In addition, the President-elect shall have served on the Board of Directors within the last three (3) years. The President-elect, President, and Past President serve one (1) term of one (1) year in each of these offices. The term of office for the Secretary and Treasurer or the Secretary/Treasurer is one (1) year, and no one may serve more than two (2) consecutive terms. Each officer shall serve until a successor has been duly elected and qualified.
- Section 3.** Removal. Any officer may be removed by a majority vote of the persons authorized to elect such officers whenever, in their judgment, the best interests of the Chapter would be served thereby.
- Section 4.** Vacancies. A vacancy of the President's office shall be filled by the President-elect, as set forth in Section 6 below. Any vacancy occurring among the other officers for any reason shall be filled by the Board of Directors. Any officer selected according to this provision shall serve the unexpired portion of the term until his or her successor has been duly elected and qualified pursuant to the election procedures set forth in Section 2 above.
- Section 5.** President. The President shall be the principal executive officer of the Chapter and shall, in general, supervise and control all of the affairs of the Chapter. The President shall preside over all meetings of the Chapter and the Executive Committee. The President shall be a member *ex-officio* of every committee of the Chapter, except the Nominating Committee, and shall serve as Chair of the Executive Committee. The President shall appoint all committee chairs and members except as otherwise provided in these bylaws.
- Section 6.** President-elect. The President-elect shall become familiar with the duties of President and perform such duties as may be delegated to him/her by the President or the Board of Directors and shall succeed the President at the expiration of the President's term of office. In the event of the absence, inability or refusal to act of the President, the

President-elect shall perform the duties of the President, and when so acting, shall have all of the powers of and be subject to all of the restrictions on the President.

- Section 7.** Secretary. The Secretary or Secretary/Treasurer shall be custodian of records; shall keep or cause to be kept at the principal office of the Chapter a record of all proceedings of the Chapter and of the mailing address of each member; shall see that all notices are duly given in accordance with applicable law, the Articles of Incorporation, and these Bylaws; and, in general, shall perform all duties customarily incident to the office of secretary and such other duties as may be assigned from time to time by the President or Board of Directors.
- Section 8.** Treasurer. The Treasurer or Secretary/Treasurer shall be the principal financial officer of the Chapter and shall have charge of and be responsible for the maintenance of adequate books of account for the Chapter; shall have charge and custody of all funds and securities of the Chapter, and be responsible therefore, and for the receipt and disbursement thereof; shall deposit all such monies in the name of the Chapter in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these Bylaws; and shall in general perform all the duties incident to the office of treasurer and such other duties as may be assigned from time to time by the President or Board of Directors.
- Section 9.** Past President. The primary responsibility of the immediate Past President is to serve in an advisory capacity as a voting member of the Board of Directors.

## **ARTICLE VII** **COMMITTEES**

- Section 1.** Executive Committee. The Executive Committee shall consist of the officers of the Chapter, and shall exercise all powers and authority of the Board of Directors during the periods between meetings of the Board.
- Section 2.** Nominating Committee. The Nominating Committee shall consist of ( ) members appointed by the Board of Directors and ( ) other members elected by the Membership, all of whom shall serve for one year. Members of the Nominating Committee shall not be nominated for office.
- Section 3.** Other Standing Committees. The Chapter shall also maintain any other standing committees as may be determined from time to time by the Board of Directors.
- Section 4.** Special Committees. Special committees may be established as needed from time to time by the Board of Directors. Such special committees shall limit their activities to the purposes for which they were created and shall be dissolved upon the completion of their appointed tasks.
- Section 5.** Committee Membership. Members of committees shall be appointed by the President.
- Section 6.** Term of Office. Each member of a committee shall continue as such until his/her successor has been duly appointed by a new President or elected by the Membership, as the case may be, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.
- Section 7.** Chair. One member of each committee shall be appointed Chair by the President of the Chapter.
- Section 8.** Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointment.
- Section 9.** Quorum. Unless otherwise provided by resolution of the Executive Committee or of the Board designating the committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the Committee.
- Section 10.** Minutes. Minutes or action notes of all committee meetings shall be provided to the Secretary of the Chapter.

- Section 11.** Rules. Each committee may adopt rules for its own government consistent with these Bylaws and with rules adopted by the Board of Directors.

## **ARTICLE VIII** **CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

- Section 1.** Contracts. The Executive Committee may authorize in writing any officer or officers, agent or agents of the Chapter, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Chapter and such authority may be general or confined to specific instances.
- Section 2.** Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Chapter shall be signed by such officers, agent, or agents of the Chapter and in such manner as shall from time to time be determined by resolution of the Executive Committee. In the absence of such determination by the Executive Committee, such instruments shall be signed by the Treasurer and countersigned by the President or the Secretary of the Chapter.
- Section 3.** Deposits. All funds of the Chapter shall be deposited from time to time to the credit of the Chapter in such banks, trust companies, or other depositories as the Executive Committee may select.
- Section 4.** Bonding. The Board of Directors may provide for the bonding of such officers of the Chapter as it may from time to time determine.
- Section 5.** Gifts. The Executive Committee may accept on behalf of the Chapter any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Chapter.

## **ARTICLE IX** **BOOKS AND RECORDS**

- Section 1.** Maintenance. The Chapter shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board of Directors, Executive Committee, and Committees having any of the authority of the Board of Directors.
- Section 2.** Inspection. All books and records of the Chapter may be inspected by any member at the principal office at any reasonable time.
- Section 3.** Annual Report. Within thirty (30) days of the end of the fiscal year, the Chapter shall provide to the national office and make available to any member upon request a report of
- a. the assets and liabilities of the Chapter as of the end of the fiscal year and the principal changes in assets and liabilities during the year;
  - b. the revenue and expenses of the Chapter during the fiscal year;
  - c. any other information required by the national office.

## **ARTICLE X** **FISCAL YEAR**

The fiscal year of the Chapter shall end on December 31st.

## **ARTICLE XI** **WAIVER OF NOTICE**

Whenever any notice whatsoever is required to be given under the provisions of AALNC's Articles of Organization or the Bylaws of the Chapter, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

## **ARTICLE XII** **AMENDMENTS TO BYLAWS**

These Bylaws may be amended with the approval of a majority of members who have voted in the Chapter, provided the substance of any such amendment has been approved by a two-thirds (2/3) vote of the Board of Directors, has been approved by AALNC, and has been circulated to all Active Members of the Chapter.

## **AALNC Chapter Policy**

Policy Statement: Chapters of the American Association of Legal Nurse Consultants (AALNC) are authorized by and accountable to the AALNC Board of Directors. Chapters must be organized and operated in accordance with the purposes of AALNC, and must comply with the AALNC Chapter Bylaws, the AALNC Chapter Policy, the AALNC Affiliate Agreement and federal guidelines for tax exempt organizations. Failure to comply will result in revocation of the chapter's charter.

### **I. Application for charter as an AALNC Chapter**

A. The following items must be submitted to the AALNC office:

1. Completed Charter Application Form including the chapter's current mailing address, EIN, and bank account location.
2. Completed chapter membership list and a list of chapter officers (including national membership numbers for each). A minimum of twenty (20) AALNC members is required to organize and maintain a viable chapter.
3. Copy of AALNC Chapter Bylaws, modified to reflect the chapter name, location, and configuration of chapter board of directors as approved by the chapter membership.
4. Signed and completed Affiliate Agreement.
5. The chapter charter fee of \$250 must be paid by a check made payable to American Association of Legal Nurse Consultants and drawn on the chapter's bank account.

### **II. Organization of Chapters**

A. Bylaws

1. AALNC chapters must adopt a version of the AALNC Chapter Bylaws. At any time, amendments and additions to the chapter bylaws must be approved by the National AALNC Board of Directors before they are sent to the chapter membership for approval.
2. All active and associate chapter members must be members of the national association (AALNC). National membership for those in the sustaining category is optional.
3. Each chapter recognized by AALNC national must have a board of directors of no fewer than three (3) members consisting of a minimum of a president, secretary/treasurer and president-elect OR Director-at-Large. Each chapter chooses the number and titles of its board members, based on its needs and resources, and amends the generic chapter bylaws accordingly.
4. Each chapter must hold an annual election for officers to be concluded no later than December 1. Results of the election, including board members names, positions, addresses, email addresses, and AALNC ID number, must be forwarded to the national office no later than December 15.

B. Chapter Name

AALNC chapters must choose chapter names that reflect the geographic location of the chapter (i.e., Phoenix Chapter, Atlanta Chapter) and is in compliance with the Affiliate Agreement Section 1. The name of the chapter will be approved by AALNC during the Chapter Charter approval process.

## C. Chapter Operations

1. Day-to-day chapter operations should be managed at the chapter level, with limited support from the AALNC office or national board of directors. Chapters should make every effort to resolve chapter-level issues, conflicts, etc. prior to seeking counsel from the AALNC office or national board of directors.
2. Chapters must submit annual financial and activity reports to the national office, postmarked no later than February 15. Annual activity reports must conform to the format established by AALNC and include changes in officers, program dates and sites, and other such data required in the annual report form. Reports must be submitted electronically in the style of the template forms provided.
3. Chapters must inform headquarters immediately of any changes in the chapter's address, officers' names or addresses (including email address changes), or other contact information.
4. The national and chapter mailing lists are the property of AALNC. Third parties wishing to purchase the mailing list should contact the AALNC office for information on list availability.
5. The chapter must indicate on all correspondence, brochures, and other printed materials that it is a chapter of AALNC and not the national organization itself.
6. Chapters may use the AALNC logo in association with the chapter name. Individual members may not use the AALNC logo for their personal use.
7. Chapters must receive the approval of the national association before affiliating with, or establishing liaisons with, any other organization, is in co-sponsorship of educational programs.
8. If a chapter chooses not to offer sustaining memberships, it can otherwise seek support from organizations such as law firms through the solicitation of sponsorship, advertisements, and exhibits.
9. Chapters shall hold a minimum of two meetings per year. An audit at random will be conducted to confirm meetings are occurring.
10. Chapters shall not participate in, or contribute to, any political campaign on behalf of or in opposition to any candidate for public office. Chapters may inform their membership about developments in healthcare policy and legislation.

## III. Financial Regulations

### A. Records and Reporting

1. Annual financial reports must be submitted (postmarked) to AALNC by February 15 for the preceding fiscal year using the correct forms.
2. The chapter president or president-elect **and** the chapter treasurer are the only chapter members who may be authorized to sign checks.
3. An audit committee shall be established for the purpose of auditing financial records every three years. The audit committee shall be comprised of at least three chapter

members or non-members, excluding chapter officers and those involved with chapter finances. A copy of the completed audit committee report must be sent to AALNC upon request.

4. Chapter financial records must be kept for a minimum of seven years.

5. Chapters must obtain written approval from AALNC before entering into any contract or financial obligation beyond one-year.

6. Chapters that acquire office space must carry liability and personal injury insurance of \$500,000, naming AALNC as beneficiary.

#### B. Tax ID Number/Tax Filing

1. AALNC (including its chapters) is incorporated in the state of Arizona as a non-profit organization under Section 501(c) 6 of the Internal Revenue Code. The AALNC federal identification number is ~~86-0618788~~ Each chapter will apply for its own federal identification number.

2. AALNC recommends that each chapter contact the Secretary of State or an attorney with experience in the incorporation of non-profit organizations in their state for advice on specific state regulatory and tax requirements.

3. Chapters shall make separate applications for state income tax exemptions and shall file tax returns or information with state taxing agencies as determined by their respective state statutes.

4. AALNC will make all necessary federal income tax filings on behalf of the chapters. Chapters should forward any requests for filings from any federal agency to the national office.

5. Chapters may apply to their local post offices for a bulk mail permit.

#### C. Chapter Revenue

1. Chapters may charge member and non-member fees, or ask for contributions, for attending educational meetings.

2. Chapters may sell space for educational exhibits at their events. The exhibitors' giveaways should be reviewed to ensure that they do not represent a conflict of interest.

3. All income generated by chapters should be related to the chapter's mission and goals. Business income unrelated to the chapter's non-profit mission is subject to federal income tax.

4. Chapters may accept donations to offset the costs of publishing chapter related materials such as newsletters and brochures.

#### D. Utilization of Funds

All chapter funds must be used to further the mission and purposes of AALNC and the chapter, as detailed in the bylaws.

## E. Funding Guidelines

1. Chapters may solicit financial support for activities related to legal nursing education. Financial support includes money solicited from private individuals, private foundations, companies, and corporations, and excludes state and federal funding.
2. Financial support may be solicited for speaker honoraria, coffee breaks, meals, door prizes, publications, program supplies, scholarships, program and chapter publicity, and educational materials (A/V and printed).

## IV. Educational Guidelines

The intended audience for all educational programs offered by chapters should be nurses, attorneys, insurance companies and others in the medical/legal community.

## V. Annual Renewal of Chapter Charters

A. Chapter charters must be renewed annually, with all required materials received (postmarked) by AALNC Headquarters by February 15. AALNC will send chapter charter renewal notices to each active chapter on or before November 15 annually. Notices will be sent to the chapter president as on file with Headquarters. It is the chapter's responsibility to notify Headquarters of any changes to pertinent contact information. A chapter's charter will be renewed only if the chapter completes the renewal process and is in compliance with this Chapter policy and the AALNC Chapter Bylaws. Following is a list of items required for renewal:

1. Maintained minimum of twenty (20) chapter members who are AALNC members. Only exception applies to those chapters grandfathered in by the AALNC Board of Directors in June 2011.
2. Completed charter renewal form, Affiliate Agreement and annual renewal fee.
3. Copy of chapter bylaws if they have been revised within the past year
4. List of officers (including names, addresses, e-mail addresses, telephone numbers, and AALNC membership numbers)
5. List of members with their AALNC membership numbers
6. Annual chapter financial report
7. Annual report of the chapter's educational activities in support of AALNC's purpose and goals.

B. AALNC will declare invalid and decharter/dissolve any chapter that fails to complete the annual renew process by postmarking all materials requested by the deadline date of February 15. There will be no grace period for a chapter that does not meet the deadline.

**VI.** If a chapter is dechartered/dissolved, AALNC will notify the chapter first by email and then by certified letter and the chapter must send all meeting minutes, financial records, and remaining treasury funds to the national office. The chapter (or members from the chapter) may be allowed to re-apply for a new charter (i.e., go through the new charter process) one year from the point of dissolution if they so desire. All chapter charters are reviewed by, and subject to approval by, the AALNC Board of Directors.



## AALNC CHAPTER CHARTER APPLICATION

PLEASE COMPLETE THE FOLLOWING INFORMATION AND SUBMIT WITH YOUR APPROVED UNIFORM CHAPTER BYLAWS, LIST OF OFFICERS, LIST OF CHAPTER MEMBERS WITH AALNC NATIONAL MEMBERSHIP NUMBERS, AND CHAPTER APPLICATION FEE.

Chapter Name: \_\_\_\_\_

Mailing Address: \_\_\_\_\_

\_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_ E-mail: \_\_\_\_\_

Geographic area to be covered by this chapter (List first three digits of zip codes covered):

\_\_\_\_\_

\_\_\_\_\_

Month in which elections will be held: \_\_\_\_\_

Month of board transition: \_\_\_\_\_

Date/time/place of chapter meetings: \_\_\_\_\_

Date/time/place of board meetings: \_\_\_\_\_

Financial institution: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Chapter EIN #: \_\_\_\_\_

Membership dues: Active: \$ \_\_\_\_\_

Associate: \$ \_\_\_\_\_

Sustaining: \$ \_\_\_\_\_

Signature of person completing forms:

\_\_\_\_\_

**Please remember that to be a chapter member you must also be a member of AALNC nationally. The active AALNC members of our group are (must have at least 20):**

Name \_\_\_\_\_  
Address \_\_\_\_\_  
\_\_\_\_\_

Name \_\_\_\_\_  
Address \_\_\_\_\_  
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AMERICAN ASSOCIATION OF  
LEGAL NURSE CONSULTANTS

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**EXAMPLE ANNUAL CHAPTER FINANCIAL REPORT FORM**

**JANUARY 1 through DECEMBER 31**

CHAPTER NAME: \_\_\_\_\_

CHAPTER ADDRESS: \_\_\_\_\_

CITY: \_\_\_\_\_ STATE: \_\_\_\_\_ ZIP: \_\_\_\_\_

CHAPTER NUMBER: \_\_\_\_\_

EIN NUMBER: \_\_\_\_\_

CHAPTER TREASURER: \_\_\_\_\_

PHONE: \_\_\_\_\_

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TOTAL REVENUE: \_\_\_\_\_ (D) See following pages

TOTAL EXPENSES: \_\_\_\_\_ (E) See following pages

BALANCE: \_\_\_\_\_ (J) See following pages

Treasurer's Signature \_\_\_\_\_ Date \_\_\_\_\_

AMERICAN ASSOCIATION OF LEGAL NURSE CONSULTANTS

**EXAMPLE CHAPTER REVENUES**

Chapter: \_\_\_\_\_  
Year: \_\_\_\_\_

Income from Membership Dues:

	<u>Number</u>	<u>Dues Amount</u>	<u>Total Income</u>
Active - New	_____	_____	_____
Active - Renewal	_____	_____	_____
Associate - New	_____	_____	_____
Associate - Renewal	_____	_____	_____
Sustaining - New	_____	_____	_____
Sustaining - Renewal	_____	_____	_____
TOTALS	_____		_____ (A)

Other Income:

Educational Program Registrations	_____
Sponsors/Donations	_____
Miscellaneous	_____
OTHER INCOME TOTAL	_____ (B)

Interest Income: \_\_\_\_\_ (C)

**TOTAL REVENUE** \_\_\_\_\_ (D)  
(D)=(A)+(B)+(C)

(over)

# AMERICAN ASSOCIATION OF LEGAL NURSE CONSULTANTS

## **EXAMPLE EXPENSES**

Chapter: \_\_\_\_\_  
 Year: \_\_\_\_\_

### **SUMMARY TOTALS**

Accounting Services	_____
Administrative	_____
Advertising	_____
Bank Charges	_____
Chapter Charter Fee	_____
Conference Calls	_____
Duplicating	_____
Facilities (Meeting Space)	_____
Honoraria	_____
Miscellaneous	_____
Office Supplies	_____
Postage	_____
Printing	_____
Secretarial	_____
Special Events	_____
Subsistence (Meals)	_____
Telephone	_____
Travel	_____
Unclassified	_____
<b>TOTAL EXPENSES</b>	_____ (E)
Revenue over/under Expense	_____ (F)
	(F) = (D) - (E)
Cash at Beginning of Year	_____ (G)
Other:	
Assets Purchased	_____ (H)
Other Adjustments	_____ (I)
Cash at End of Year*	_____ (J)
	(J)=(F)+(G)-(H)+/-(I)

\*This balance should have a bank reconciliation or bank statement to support the ending cash position.