

**AMERICAN PSYCHIATRIC NURSES ASSOCIATION
SOUTH CAROLINA CHAPTER GOVERNANCE POLICIES**

ARTICLE I

The name of the chapter will be South Carolina Chapter of the American Psychiatric Nurses Association.

ARTICLE II

RULES

Section 1 - Not For Profit

The Chapter is organized under and shall operate as a (state where chapter is located) Not for Profit Corporation and shall have such powers as are now or as may hereafter be granted by the General Not for Profit Corporation Act of the State of South Carolina.

Section 2 - Purposes

The purposes of the chapter are:

To provide a forum for South Carolina psychiatric-mental health nurses to exchange information, experiences and research leading to excellence in nursing care.

Shall fulfill the mission and goals of the APNA at the local level.

Support the recognition of APNA's position as a leader in psychiatric-mental health nursing practice and policy formation.

Section 3 - 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 ensure to the benefit of, or be distributable to its members, directors, 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. No substantial part of the activities of the Chapter shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these bylaws, the Chapter shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

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ARTICLE II - RULES, SECTION 2, Purpose

- b. Upon the dissolution of the Chapter, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Chapter, dispose of all the assets of the Chapter to the American Psychiatric Nurses Association.
- c. The Chapter shall not adopt any practice, policy or age, procedure which would result in discrimination on the basis of race, sex, religion, national origin or handicapped condition.

ARTICLE III

MEMBERSHIP

Section 1 - Members

- a. Members shall be those individuals who are registered nurses, pay chapter and national dues, and are engaged in pursuits which further the purposes of the Chapter. Members may vote, serve on committees and seek election to the Board.

Section 2 - Voting Rights

Each member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 3 - Resignation

Any member may resign by failure to pay chapter and national dues.

ARTICLE IV

MEETINGS OF MEMBERS

General membership shall meet at least semi-annually. Board of Directors shall meet annually or for any special meeting called by the Board of Directors and/or the constituency.

Section 1- Notice of Meetings

Written or printed notice stating the place, day, and hour of any meeting of members shall be delivered, either personally or by mail, to each member entitled to vote at such meeting, not less than 14 nor more than 120 days before the date of such meeting, by or at the discretion of the Board.

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ARTICLE IV-Meetings of Members

Section 2 - Quorum

The members present shall constitute a quorum.

ARTICLE V

OFFICERS

Section 1 - Officers

The affairs of the association shall be managed by the Board of Directors. The Board of Directors shall be composed of the President, President-Elect, Immediate Past-President, Secretary and Treasurer who are elected as the officers.

Section 2 - Election and Term of Office

All officers, except the President and the Immediate Past-President, shall be elected by mail ballot prior to the fall meeting. President-Elect shall automatically succeed the Presidency and the President shall automatically succeed the Immediate Past President. The President, President-Elect, and Immediate Past President shall hold the term for one year. The Treasurer and Secretary shall hold office for two years. Only one office shall be held by the same person at any one time.

Section 3 - Vacancies

Vacancies occurring on the Board and committees will be filled by the Board of Directors for the unexpired portion of the term.

ARTICLE VI

BOARD OF DIRECTORS

Section 1 - General Powers

The affairs of the Chapter shall be managed by its Board of Directors.

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ARTICLE VI-Board of Directors

Section 2 - Composition, Tenure, and Qualifications

The President shall be the principal executive office of the association and shall supervise the affairs of the association. The President-elect in the absence of the President shall assume responsibilities and perform the duties of the President.

The Immediate Past-President shall assume Chair of the Nominating Committee and perform other duties prescribed by the Board of Directors. The Nominating Committee will be elected on the fall ballot and members will serve alternating two year terms.

The treasurer shall have charge and custody of and be responsible for all funds and securities of the Chapter; receive and give receipts for monies due and payable to the Chapter from any sources whatsoever; deposit all such moneys in the name of the Chapter in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the bylaws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to her or him by the Board of Directors.

The secretary shall keep minutes of the meetings: see that all notices are duly given in accordance with the provision of the bylaws, be custodian of records, and in general perform all duties incident to the office of secretary and other duties assigned by the President of the Board of Directors.

Section 3 - Nomination and Election

Nomination for officers may be made by any member. Election for President and President-elect will be made annually. Elections for Secretary and Treasurer will be held every two years on alternate years.

Section 4 - Reelection to Office

Any individual who has served five consecutive years on the Board of Directors shall not be eligible for re-election until one year has elapsed.

Section 5 - Annual Board Meetings

The annual meeting of the Board of Directors shall be held in the fall following the election of the Board of Directors. Board meetings are open to the membership.

Section 6 - Quorum of the Board Meeting

The Board members present shall constitute a quorum.

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ARTICLE VI-Board of Directors

Section 7 - Compensation

Directors as such shall not receive any salaries for their services.

ARTICLE VII

COMMITTEES

The nominating committee will consist of 2 elected at-large members and will be chaired by the Past-president. The committee will prepare the ballot for distribution.

Committees, in addition to the Nominating Committee, will be convened by the Board of Directors on an ad hoc basis. Vacant committee positions can be filled by the Board of Directors.

ARTICLE VIII

CONTRACTS, CHECKS, DEPOSITS, & FUNDS

Section 1 - Contracts

The Board of Directors may authorize any chapter board member 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 expenditures require formal motion by the Board of Directors and/or the President. All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Chapter, shall be signed by the Treasurer or the President of the chapter and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of the Treasurer, the Board of Directors shall appoint an agent to this duty.

Section 3 - Deposits

All funds of the Chapter shall be deposited in a timely fashion to the credit of the Chapter in such banks, trust companies, or other depositories as the Board of Directors may select.

Section 4 - Gifts

The Board of Directors may accept on behalf of the Chapter any contribution, gift, bequest or device for the general purposes of or any special purpose of the Chapter.

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ARTICLE IX

BOOKS AND RECORDS

The Chapter shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors, and state wide and regional meetings.

ARTICLE X

FISCAL YEAR

The fiscal year of the Chapter shall begin July 1 ending June 30.

ARTICLE XI

AMENDMENT TO BYLAWS

These Bylaws may be amended at a Chapter meeting, or at any special meeting duly called for the purpose of amending the Bylaws, by a majority vote of those present and voting, or by mail ballot supervised and counted at the meeting, providing notice of the proposed amendment has been sent to the members at least thirty (30) days prior to the meeting.