

BY-LAWS

INTERNATIONAL ASSOCIATION FOR HUMAN CARING, INCORPORATED

NAME

The name of this non-profit organization shall be the International Association for Human Caring, Incorporated, (hereinafter sometimes referred to as the “IAHC”).

MISSION

The International Association for Human Caring provides the forum for discovery and dissemination of caring science.

VISION

Members of the IAHC believe:

- Caring is the human mode of being;
- Caring is the essence of nursing and the moral imperative which guides nursing praxis (education, practice and research);
- Caring is both spiritual and human consciousness that connects and transforms everything in the universe;
- Caring in nursing is action and competencies which aim toward the good and welfare of the others;
- Caring in nursing is a special way of being, knowing and doing with the goal of protection, enhancement and preservation of human dignity;
- Care is culturally diverse and universal and provides the broadest and most important means to study and explain nursing knowledge and nursing care practices.

GOALS

The goals of the IAHC are to:

1. Identify major philosophical, epistemological and professional dimensions of care and caring to advance the body of knowledge that constitutes nursing.
2. Assist nursing and other disciplines to use care and caring knowledge in human relationships and to facilitate the application of this knowledge to transform organizational systems in which nurses function to become care-focused.
3. Explicate the nature, scope, and functions of care and caring and its relationship to nursing.
4. Identify the major components, processes and patterns of care and caring in relationship to nursing from a transcultural nursing perspective.

5. Stimulate nurse scholars and other professionals world wide to systematically investigate care and caring and to share findings with colleagues at an annual research conference.
6. Disseminate knowledge through refereed publications and public forums.
7. Maintain an organization with elected officers and paid members for the purpose of maintaining a network of scholars.

BYLAWS

ARTICLE I

MEMBERSHIP

Section 1. Classifications

There shall be nine classifications of membership: Active, Senior, Student, Sustaining, Honorary, Contributory, Lifetime, Institutional, and President's Circle.

- A. Individual includes: active, senior, student, sustaining and honorary. Categories of active membership with associated privileges shall include: senior and student who may also be contributory members, members of the President's Circle, and/or Lifetime members.
- B. Institutional: open to groups and organizations; allows five (5) voting memberships.

Section 2. Qualifications and Privileges

- A. Active members shall be registered nurses and other professionals, with paid membership in the Association, engaged in or interested in human caring research or practice, and shall be eligible to vote, and serve on committees. Three-quarters (3/4) of the Officers and Board Members must be registered nurses.
- B. Senior members shall be individuals who qualify for Active membership and have reached the age of 65, and shall have all the privileges of Active membership.
- C. Student members shall be individuals enrolled full or part-time in a nursing educational program leading to eligibility for registered nurse licensure or registered nurses enrolled in advanced degree programs. Non-nursing student members shall be individuals enrolled in other education programs at the graduate level. Student members shall be excluded from holding elected office, but will be permitted to vote and serve as committee members.
- D. Sustaining members shall be organizations, corporations, or individuals interested in financially supporting IAHC. Sustaining members shall be excluded from voting, holding elected office and serving as committee members.
- E. Honorary members shall be individuals who have received unanimous approval by the Board in recognition for their outstanding contributions to human care nursing. Honorary members shall be excluded from voting, holding elected office and

serving as committee members. The honorary members may be invited to serve on the Board's Advisory Council.

- F. Contributory members shall be those members who wish to financially support IAHC at a specified level above the regular dues as determined by the Board. Such membership may be designated for two years.
- G. Lifetime membership shall be those members who wish to ensure their membership in IAHC with a one time payment at a level determined by the Board. Such membership provides the member with additional privileges as specified by the Board.
- H. Institutional membership shall be those organizations which are engaged in or interested in human care or human care nursing and who pay dues as specified by the Board. This membership entitles the institution to designate a specified number of representatives as active members. Employees of member institutions shall be able to register for the Caring Conferences at the member rate.
- I. The President's Circle shall be those members who wish to financially support IAHC at a specified level above the contributory level as determined by the Board. Such membership may be designated for one or two years and provides the member with additional privileges as specified by the Board.

Section 3. Dues and Special Assessments

- A. The Board shall determine membership dues. An increase in dues of more than 10% of current dues must have membership approval by email, fax or mail ballot. Increases in dues shall be limited to one per year.
- B. The Board may recommend special assessments. Membership approval shall be by email, fax, or mail ballot.
- C. Honorary members shall be exempt from paying dues and special assessment. They may make contributions if so desired.

Section 4. Termination

- A. If the dues or special assessments of any member are not received ninety days (90) days after the membership expiration date or the assessment due date, that membership shall automatically terminate on the ninetieth (90th) day. Members can be reinstated with payment of dues.

ARTICLE II

OFFICERS AND DIRECTORS

Section 1. Composition

- A. Officers shall be President, President-elect, Recording Secretary, Treasurer/Corresponding Secretary. There shall be seven (7) Board Members selected from the active membership. Also on the Board shall be ad hoc non-voting ex-officio appointed members including the immediate Past President, who shall serve one year, the Business Office consultant, chairpersons of standing

committees, and individuals who are coordinating the forthcoming annual conference.

Section 2. Eligibility

- A. Officers and the seven (7) Board Members shall have been voting members immediately prior to assuming office.
- B. Three-quarters (3/4) of the Officers must be registered nurses.
- C. There must be international representation on the Board.
- D. The President-elect shall have served at least one term on the IAHC Board, or as an IAHC committee chair prior to election to this office.

Section 3. Term of Office

- A. The term of office shall begin at the close of the annual business meeting in the year of election.
- B. An individual may not hold more than one office at the same time.
- C. The President shall be elected and serve in the office of President for a term of two (2) years. At the completion of the term of office, the President shall serve for one year as an ex-officio member of the Board.
- D. Board members, Secretary, and Treasurer shall serve a three (3) year term.
- E. The Recording Secretary shall be elected every second year in a three-year period.
- F. The Corresponding Secretary/Treasurer shall be elected every third year in a three-year period.
- G. The Board Members shall be elected as follows. For positions 1,2,3, every first year in a three year period, positions 4 and 5 every second year in a three year period and positions 6 and 7 every third year in a three year period.
- H. The President-elect shall be elected every second year and shall serve as President-elect for two years. At the end of that term, the President-elect shall automatically assume the office of President for a term of two years.
- I. The President and President-elect shall not be a candidate for any other IAHC office while serving in their respective offices. Other Officers and Board Members shall not be candidates for another elected position until the expiration of the present term, unless that term expires at the next annual meeting. Officers and Board members other than the President-elect shall not be eligible for reelection to the same office until one year has elapsed, and shall not serve more than three consecutive terms on the Board.
- J. Person/s from location/s sponsoring forthcoming annual conferences will be appointed as ad hoc non-voting, ex-officio members of the Board to coordinate and plan activities of annual conference/s with the Board.

Section 4. Nominations and Elections

- A. The Nominating Committee shall oversee membership election procedures.
- B. The slate of nominees will initially be forwarded to the President, who will subsequently forward them to the Officers and Board Members by Mid-January to certify the ballot.
- C. Upon certification from the Officers and Board Members, the Nominating Committee shall prepare and submit to each voting member an electronic email

ballot with at least one nominee for each elected office in IAHC sixty (60) days prior to the annual meeting. Those who do not have email access will be mailed a ballot.

- D. The Nominating Committee will count all ballots. The candidate receiving the highest number of votes for each elected office shall be declared to be elected. The drawing of lots shall break tie votes.
- E. An announcement to the Board regarding the outcome of elections is to be made prior to the annual business meeting. The newly elected Officers, Board Members, and committee members will be notified prior to the business meeting and will be invited to attend the IAHC Conference, to be installed at a designated time. The candidates not elected shall also be notified of the outcomes of the election, acknowledging their interest in the Association, and with an invitation to participate in other IAHC activities.
- F. The Chair of the Nominating committee will report the election results to the assembly at the Annual Business Meeting. The results of the election will be reported to the membership in the Fall Newsletter.
- G. Unless stated otherwise in these Bylaws, all rules and procedures for the conduct of nominations and elections shall be recommended by the Nomination Committee and approved by the Officers and Board Members.

Section 5. Duties

Officers shall perform those duties prescribed by law, the Articles of Incorporations, these Bylaws, the Officers, and the Board Members.

- A. The President shall conduct all business and affairs prescribed by law, the Articles of Incorporation and the Board meetings. The President shall prepare an annual report to be submitted to the Board.
- B. The President-elect shall have two (2) years to assist the President in conducting business affairs of the IAHC, which will provide an opportunity to learn the business of the IAHC. Duties may include assistance with Special Interest Groups (SIG) development and liaison with local programs.
- C. The Recording Secretary shall keep an accurate, continuous record (including historical documents) of Board meetings and other proceedings of the Officers and Board Members. The Recording Secretary shall make arrangements to email or mail notices to Officers and Board Members of Annual and Special Meetings, workshops and conferences, and perform other duties as deemed appropriate, including recording minutes of the annual business meeting and the Board meetings.
- D. The Treasurer/Corresponding Secretary shall record and hold all funds of the IAHC and shall disburse them. The Treasurer shall keep accurate and complete books, showing all deposits, receipts, and disbursements. Books shall be open at all times to Officers and Board Members, Inspectors or Auditors. The Treasurer shall deposit all monies received by the IAHC in the corporate name with such deposits as shall be designated by the Board. The Treasurer, with the assistance of the Business Office Consultant, prepares an annual report regarding revenues and expenditures of the Association, which is available to all members. The Treasurer

prepares a budget for the next year, with suggestions from the membership. The Treasurer is responsible for submitting an annual report to the Internal Revenue Service, and for paying all fees relative to Incorporation Status as a Nonprofit Organization in the District of Columbia. The Treasurer/Corresponding Secretary, with the assistance of the Business Office Consultant shall maintain an accurate membership list, handle all correspondence related to membership including emailing or mailing notices of Membership renewal and update the membership brochure as needed. The Treasurer/Corresponding Secretary shall perform other duties as assigned.

Section 6. Vacancies

- A. In the event of a vacancy occurring in the office of the President, the President-elect shall automatically succeed to the Presidency and office of President-elect shall remain vacant until the next scheduled balloting. The president-elect shall subsequently serve the one-year term of office as President to which elected.
- B. Should a vacancy occur simultaneously in the office of President and President-elect, the Officers and Board Members shall appoint a President pro tem, until the next scheduled balloting, at which time a President and President-elect shall be elected.
- C. The Officers and Board Members may fill vacancies for all other offices until the next scheduled election for the position being filled.

ARTICLE III

BOARD MEMBERS

Section 1. Composition

The Board of IAHC shall be composed of four (4) elected Officers and seven (7) Board Members. Additionally, non-voting ex-officio appointed members, including the immediate Past-President (who shall serve one year), the Editor, International Journal for Human Caring, the Business Office Consultant, chairpersons of standing committees, and individuals who are coordinating forthcoming annual conferences shall participate in Board meetings and conference calls as needed.

Section 2. Duties

The Officers and Board Members shall manage the business and affairs of IAHC. Elected members of the Board shall be limited to eleven (11) persons, which will include four (4) officers.

Section 3. Meetings

Meetings shall be held at such time and place as the Officers and Board Members may determine.

Section 4. Notice

Notice of any meeting shall be given to each Officer and Board Member by email, mail, telegram, fax machine or telephone at least five (5) days prior to the meeting.

Section 5. Quorum

Seven (7) members of the board shall constitute a quorum for the transaction of business.

Section 6. Action Without a Meeting

The Officers and Board Members may take any action by email, fax, or mail ballot provided that the action is signed by all members of the Board. Such action shall be filed with the Recording Secretary.

ARTICLE IV

COMMITTEES/COUNCILS

Section 1. Standing and Special Committees

Unless specified otherwise in these bylaws, all standing and special committees shall be appointed by the President, other Officers, and/or Board Members. The composition, terms, powers and duties of all committees shall be determined by the Board. The President or designee shall be an ex-officio member of all committees except the Nominating Committee. Standing Committees shall be: Nominating, Program, Membership, Public Relations and Fund Raising, Publications, and Strategic Planning.

Section 2. Advisory Council

The Advisory Council shall be composed of the founder of the IAHC and members appointed by the Board, who will function in an advisory capacity to the Board.

Section 3. Nominating Committee

- A. The Nominating Committee shall be composed of three (3) elected members. The immediate Past President of the IAHC will be an ex-officio member of the Nominating Committee for three years.
- B. Each elected member shall serve as Chair of the Nominating Committee during his or her third year.
- C. To be eligible to serve on the Nominating Committee, individuals shall be voting members of the IAHC.
- D. A Nominating Committee member could be a candidate for any elected position during their last year of office, but would become an ex-officio member during the counting of the email, mail, or fax ballots.
- E. The term of office shall be three (3) years and election shall be on a rotating basis.
- F. The duties and responsibilities of this committee are as stated in Article II, Section 4.
- G. Vacancies of members shall be filled by appointment by the chairperson of the Nominating Committee, with approval of the Officers, until the next scheduled election.

Section 4. Standing Committees other than Nominating

- A. The chairperson of each of the standing committees is appointed by the Board. The chairperson, in consultation with the Board, shall solicit members from active IAHC members with attention to international representation, carry out the business of the committee, and submit a written annual report to the Board at each annual meeting.
- B. Responsibilities of standing committee
 1. Program Committee: The Program Committee shall have the authority and responsibility to plan the annual conference and recommends to the Board the proposed conference site, theme, budget, and keynote speakers. Up to three members of the Board shall serve as members of the Program Committee; with one Board member serving as designated liaison.
 2. Membership Committee: This committee shall be responsible for building and sustaining international membership in the organization.
 3. Public Relations and Fund Raising Committee: This committee shall be responsible for planning and implementing activities to increase the visibility and financial viability of the organization.
 4. Publication committee: This committee shall identify and implement ways to disseminate knowledge of caring to the membership and potential members.
 5. Strategic Planning Committee: This committee through a process of analysis will propose to the Board, future options, alternatives, and visions for the future of the IAHC. The strategic direction will include specific levels of activities, responsibilities, timeframes, budget, and evaluation criteria.

ARTICLE V

CONSTITUENCIES

Section 1. Special Interest Groups (SIG)

- A. Special Interest Groups are encouraged to form to support IAHC members who wish to have local, periodic meetings for purposes of education and scholarship. The IAHC Board will support such groups in keeping with the bylaws of the IAHC.
- B. Groups of six (6) or more Active IAHC members may petition for a SIG Charter. The composition, powers, rules, regulations and financial affairs of these SIG Charters shall be submitted by the SIG and approved by the Board. SIGs shall fulfill the purposes of the IAHC on the local level of participating localities. The

structure and functions of the SIGs shall be consistent with the bylaws, policies and procedures of IAHC. All SIG members must be IAHC members.

C. The financial structure for the SIG includes the following:

1. The SIG is not a separate financial entity from IAHC.
2. Donations, fundraising and SIG dues need to be made payable to IAHC and deposited in the IAHC account.
3. All of the money raised by the SIG from donations, fundraising or dues can be used by the SIG; no part needs to be shared with IAHC.
4. If the SIG wishes to hold a one day workshop or conference, permission must be obtained from the current IAHC Board. The financial aspects of a workshop or conference including profit sharing will be mutually determined by the SIG and the current IAHC Board.

ARTICLE VI

PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised, govern IAHC except in cases specified by these Bylaws, Standing Rules or Special Rules of Order adopted by the members.

ARTICLE VII

AMENDMENTS

Section 1. Proposal

Proposed amendments to these Bylaws may be presented by the Officers and Board Members, committees or by written petition signed by ten (10) voting members in accord with procedures adopted by the Officers and Board Members.

Section 2. Voting

Voting shall be by email, fax, or mail ballot, which shall be submitted to the voting membership at least sixty (60) days prior to the annual meeting.

Section 3. Effective Date

Amendments which have been approved by a majority vote of the members voting shall become effective at the conclusion of the annual meeting at which the results are presented.

AMENDMENT I

TAX EXEMPT STATUS

Section 1. Declaration

- A. The Internal Revenue Service has declared the IAHC a public charity and exempt from Federal Income Tax under section 501(c) (3) of the Internal Revenue Code. Contributions are deductible under section 170 of the Code. The IAHC is also qualified to receive tax deductible bequests, devised, transfers or gifts under section 2055, 2106 or 2522 of the Code.
- B. If funds are distributed to other organizations, records must show whether they are exempt under section 501 (c) (3). In cases where the recipient organization is not exempt under section 501 (c) (3), there must be evidence the funds will be used for section 501 (c) (3) purposes.
- C. If funds are distributed to individuals, case histories must be kept showing the recipient's name and address; purpose of the award; manner of selection; and the relationship of the recipient to any of the officers, directors, trustees, members or major contributors.
- D. Contributions to IAHC are deductible only to the extent that they are gifts and no consideration is received in return. Depending on the circumstances, ticket purchases and similar payments in conjunction with fundraising events may not qualify as fully deductible contributions.

Amended, 1990: Adopted: April, 1990

Amended, 1993: Adopted: May, 1993

Amended, May, 1994: Adopted: September, 1994

Amended, February, 1996: Adopted: May, 1996

Amended, May, 2001: Adopted: May, 2002

Amended June, 2003: Adopted: June, 2004

Amended June 2006: Adopted November 2006