

**CONSTITUTION AND BY LAWS**

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# *Carolinas Society for Healthcare Education and Training*

## CONSTITUTION AND BY LAWS

### Article I - Name of the Society

The name of this Society shall be *CAROLINAS SOCIETY FOR HEALTHCARE EDUCATION AND TRAINING*. The words "the Society" in this Constitution shall be construed to mean the *Carolinas Society for Healthcare Education and Training*.

### Article II - The Mission, Vision and Values of the Society

**Section A:** CSHET exists to promote a learning community among healthcare educators. Our vision is to be the premier learning organization for healthcare educators in the Carolinas.

The Core Values of the Society are:

1. Dedication to Education
2. Networking with Peers
3. Innovation in Practice
4. Mentoring with Leaders
5. Celebration of Accomplishment

The Society is organized as exclusively charitable and educational within the meaning of sections 501 (c) (3) of the Internal Revenue Code.

**Section B:** Notwithstanding any other provision of these articles, this association will not carry on any other activities not permitted to be carried on by:

- (a) An association 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) An association, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

### Article III - Membership in the Society

**Section A:** Membership in the Society for Healthcare Education and Training is open to individuals who primarily engage in healthcare education, consultation, and/or training and development of healthcare personnel, patients or the community.

**Section B:** Membership in the Society shall terminate automatically at the end of a membership year if an individual no longer qualifies or if annual dues are not paid. The membership year will be January 1 through December 31.

**Section C:** Members whose dues are paid shall enjoy the privilege of voting on questions of official business, which are before the Society and shall be eligible to hold elective office.

**Section D:** A member's listing in the Official Roster of Members of the Society, as kept by the **Treasurer** shall be evidence of that member's classification and standing.

1. Membership in the Society is transferable only when dues have been paid by an institution to provide membership for anyone who holds a specific position. When changes in such a position

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occur, the individual must notify the Society in writing of this transfer. A membership for an individual member, which is paid by the institution, can be transferred within the same institution.

2. If a member, because of a change of position or a change of assignment has changed his membership qualifications, he is required to notify the Society in writing of this fact.

**Section E:** Membership in the Society shall become official upon completion of the following:

1. Formal written application by the individual desiring membership.
2. Payment of dues by the applicant.
3. Validation by the **Treasurer** of the Society of the applicant's classification.
4. Award of membership by the Executive Board to Past Presidents in the field with a cap of five (5) years.

### **Article IV - Annual Meetings and Special Meetings**

**Section A:** The Society shall meet at least annually. All official business of the Society, except that delegated to the officers, to the Executive Board or to a committee, shall be conducted at one of these regular annual meetings of the Society.

**Section B:** The time and place for holding an annual meeting shall be determined by the Executive Board and shall be announced to the membership as far in advance as possible, but no later than 8 months before the date. In case a change of time or place becomes necessary, the Executive Board shall have the authority to make such a decision and notify the membership.

**Section C:** At any annual meeting, the membership, and ad interim the Executive Board, shall have the authority to create committees for the purpose of furthering the work of the Society and to receive and dispose of reports of these committees. The Executive Board must approve any expense in connection with the work of these committees.

**Section D:** Official business may also be conducted at a special meeting.

1. A special meeting of the Society may be called at the discretion of the President, with the approval of the Executive Board.
2. A special meeting of the Society shall be called by the President upon written petition of at least thirty (30) percent of the members or at the request of the Executive Board.

**Section E:** Each member of the Society shall be notified in writing of the time and place of an annual meeting or of a special meeting at least thirty - (30) days prior to the time such a meeting is scheduled to be convened.

**Section F:** Each annual meeting or special meeting of the Society shall be presided over by the President. Upon the absence or disability or at the request of the President, this assignment will be handled by the Immediate Past President or, if necessary, by another member of the Executive Board.

**Section G:** At any regular or special meeting, a quorum shall consist of twenty-five (25) percent of the regular members of the Society, based on the current paid membership, as established by the Official Roster of Members.

The Official Roster of Members, as kept by the **Treasurer**, shall be available as an official reference document for member identification in voting.

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**Section H:** In regard to any matter of official business, which comes before the members at an annual or a special meeting or by a mail ballot, each regular member shall be allowed one vote.

## **Article V - Officers of the Society**

**Section A:** The officers of the Society shall be a President, President-Elect, Treasurer, Secretary, and Immediate Past President.

### **Section B:** *Eligibility*

1. Only members shall be eligible for elective office in the Society.
2. There shall be an equal balance of officers from each state. The President and President-Elect should be from different states.
3. In the event of ineligible candidates, the Executive Board will determine whether to waive eligibility criteria.

### **Section C:** *President*

1. The **President's** term of office shall be one (1) year.
2. The **President** for any given year shall be that individual who has served as President-Elect the preceding year.
3. The **President** of the Society shall have the authority to dispense funds of the Society in the absence of the Treasurer.
4. The **President** of the Society shall assume the responsibilities as outlined in the Job Description for that office.

### **Section D:** *President-Elect*

1. The **President-Elect's** term of office shall be one (1) year. At the end of the one (1) year, in office, the President-Elect shall succeed to the position of President.
2. To be eligible for the office of **President-Elect**, an individual shall have been a member in good standing of the Society for the preceding two (2) years and shall have participated in the planning of at least one (1) Society annual meeting or special conference.
3. The **President-Elect** shall assume the responsibilities as outlined in the Job Description for that office.

### **Section E:** *Secretary*

1. The **Secretary** shall be elected for a two (2) year term of office. Election of the Secretary and the Treasurer shall occur on alternate years.
2. To be eligible for the position of **Secretary** an individual shall have been a member in good standing of the Society for at least the preceding year.
3. The **Secretary** shall assume the responsibilities as outlined in the Job Description for that office.

### **Section F:** *Treasurer*

1. The **Treasurer** shall be elected for a two (2) year term of office. Election of the Secretary and the Treasurer shall occur on alternate years.
2. To be eligible for the position of **Treasurer**, an individual shall have been a member in good standing of the Society for at least the preceding year.
3. The **Treasurer** shall be responsible for the organization being bonded.

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4. The **Treasurer** shall submit the records of the Society for audit annually and when so requested by the Executive Board.
5. The **Treasurer** shall assume the responsibilities as outlined in the Job Description for that office.

### **Section G:** *Immediate Past President*

1. The **Immediate Past President's** term of office shall be for one (1) year.
2. The **Immediate Past President** for any given year shall be that individual who has served as President the preceding year.
3. The **Immediate Past President** shall assume the responsibilities as outlined in the Job Description for that office.

### **Article VI - Executive Board**

#### **Section A:** The Executive Board shall be composed of the President, President-Elect, Treasurer, Secretary, and three Directors and the Immediate Past President.

1. The President of the Society shall serve as Chairman of the Executive Board and the Secretary of the Society shall serve as the Recording Secretary to the Executive Board.
2. Directors shall be elected annually for a two (2) year term.  
One Director at Large from either North or South Carolina shall be elected.  
One Director from each state shall be elected  
Directors shall attend all Executive Board Meetings.  
Directors shall assume the responsibilities as outlined in the Job Description for that office.

#### **Section B:** The Executive Board shall perform the following duties:

1. It is expected of all board members to attend the Executive Board meetings, which meet at least three times a year and/or at the President's request to fulfill the Board's duties.
2. Present to the membership at each annual meeting an annual budget for the present calendar year.
  - a. The budget shall be based on income as projected by the Treasurer.
  - b. The Executive Board may expend funds within limits delegated to it by the general membership, the Constitution or the Bylaws.
3. Recommend to the membership liaison relationships with other agencies, organizations or associations where it believes such relations will serve to strengthen the Society and promote its purposes.
4. Receive and review a strategic plan designed to fulfill the purposes of the Society.
5. Receive, review and decide what action shall be recommended to the membership in relation to reports presented by committees which have been authorized by the Executive Board.
6. Announce to the membership the meeting place and date of the upcoming annual business meeting as far in advance as possible, but no later than 8 months prior to the date.
7. Develop and implement specific activities designed to achieve the purposes and promote the overall welfare of the Society.

#### **Section C:** A quorum shall consist of four (4) members of the Executive Board.

#### **Section D:** No action of the Executive Board may be contrary to the provisions of the Constitution or Bylaws.

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## **Article VII - Conflict of Interest of Directors and Officers**

**Section A:** The Directors and officers of the Society shall administer its affairs honestly and economically and exercise their best care, skill and judgment for the benefit of the Society.

**Section B:** All acts of the Directors and officers shall be for the benefit of the Society in any dealing that may affect the Society adversely. The Directors and officers shall not accept any favor that might adversely or improperly influence their actions affecting the Society or its members.

**Section C:** During their terms of office, Directors and officers shall promptly make full disclosure to the Executive Board of any existing or new employment, activity, investment or other interest that might involve obligations that may adversely compete with or be in conflict with the interest of the Society.

## **Article VIII - Nomination and Election of Officers**

**Section A:** A Nominating Committee, including the Immediate Past President as Chairman, with nearly even representation from each state shall be appointed by the President. The names of the committee members shall be reported to the membership at the business session of the annual meeting. The President-Elect shall be an ex-officio member of the Nominating Committee. At the annual meeting, the chairman will call a meeting of the Nominating Committee to meet the deadlines listed below and have a slate of officers to present to the membership. The Nominating Committee shall hold one or more meetings and prepare a slate of officers who would serve the welfare of the Society well if elected to office. At least ten (10) weeks prior to the next annual Meeting, the committee shall report to the President its nominations for those offices, which will become vacant at the next annual Meeting.

**Section B:** Ballots will be mailed or emailed to members not more than sixty - (60) and not less than thirty (30) days prior to the annual Meeting. Completed ballots shall be returned by mail or email to the chairman of the Nominating Committee. Votes shall be tabulated by the chairman of the Nominating Committee and at least one (1) other member of the committee and the outcome of the election announced at the annual Meeting. A plurality of votes cast shall determine the elections.

**Section C:** The incoming President and those officers elected at the annual Meeting shall take office at the post conference Board Meeting.

**Section D:** If an elected office becomes vacant between elections, it shall be filled as follows:

1. ***President:*** The immediate Past President shall automatically become President pro-tempore for the unexpired term, or this position will be filled by Executive Board appointment.
2. ***President-Elect:*** The Executive Board shall nominate one or more members of the Society to be voted upon by the membership. The Board shall determine whether balloting shall take place by mail, email, at a called special meeting, or at the next regular annual meeting.
3. ***Secretary, Treasurer, Past President or a Director*** (for advisory purposes): The Executive Board shall appoint a member to complete the term of the vacated office.
4. Any vacancy in elected offices shall be filled by a member who is a resident of the appropriate state.
5. Any elected officer may be eligible for re-election to the same or other offices when the state residency requirements are met.

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**Section E:** The officers of the Society shall be elected only by members. It shall be necessary for a nominee to receive a plurality of the votes cast in order to be elected to office.

### **Article IX - Standing Committees**

**Section A:** Nominating Committee

1. The Nominating Committee shall be selected and shall perform its duties in accordance with the provisions of Article VIII - Sections A and B of this Constitution.
2. The membership of the Nominating Committee shall reflect as nearly as possible, equal representation from North and South Carolina.
3. The Chair shall be the Immediate Past President.

**Section B:** Constitution and Bylaws Committee

1. The Constitution and Bylaws Committee shall be *convened as needed and a chairperson shall be appointed by the President.*
2. The Constitution and Bylaws Committee shall have the duty of considering all proposals to amend the Constitution or Bylaws.
3. Any proposal to amend the Constitution or the Bylaws first shall be referred to and considered by this committee, after which the committee's recommendation with reference to such proposal(s) shall be referred to the Executive Board for appropriate action.

**Section C:** Strategic Planning Committee

1. A Strategic Planning Committee shall be *convened as needed* to include appropriate Past Presidents and others as necessary. *The chairperson shall be appointed by the President.*
2. The committee shall develop and implement a plan for membership, recruitment and marketing.
3. The committee's recommendations shall be presented to the Executive Board for consideration and appropriate action.

**Section D:** Awards Committee

1. An Awards Committee shall be appointed for each year to include representation from both states.
2. The chair will be the North Carolina Director and the committee shall consist of the NC Director and at least one (1) member from each North and South Carolina.
3. The committee is responsible for reviewing and updating awards applications and criteria; and for making recommendations to the Executive Board for award presentation at the annual meeting.

**Section E:** Program Planning Committee

1. The Chair will be the President Elect. The President, Immediate Past President, and the Treasurer will serve on the Program Planning Committee and at least one member from each North and South Carolina.
2. The Committee shall meet three times a year (April, August and November) with conference calls scheduled as needed.
3. The Committee shall plan, coordinate and implement the annual conference.
4. The committee's recommendations shall be presented to the Board for consideration and approval.

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## **Article X - Funds and Expenses**

**Section A:** Funds for meeting the expenses of the Society may be obtained through annual dues from each member of the Society, the amount to be levied determined by the Executive Board and approved by the membership at the annual Meeting.

1. The Treasurer shall send each member a dues notice within thirty - (30) days before the beginning of each membership year.
2. Annual dues shall be for the regular membership year, January 1 through December 31.
3. No portion of the dues payment is returnable upon termination of membership in the Society.

**Section B:** Additional funds for use in achieving the purposes of the Society may be obtained from registration, exhibitor fees, voluntary contributions, revenues from publications or other educational materials produced by the Society, or from other activities approved by the Executive Board.

**Section C:** Funds may be appropriated by the Executive Board to defray the expenses of the annual Meetings or of publications, and for other purposes such as will promote the welfare of the Society and healthcare educators.

**Section D:** All motions appropriating money not provided for in the budget shall specify a definite amount as may be considered necessary for the purpose indicated and must be approved by the membership at a regular annual or special Meeting. Adoption of the annual budget, as proposed by and approved by the Executive Board shall authorize the Executive Board to appropriate and expend funds as provided in the adopted budget.

## **Article XI - Amendments**

**Section A:** Any article of this Constitution may be amended or repealed upon a two-thirds vote of members registered and voting at a regular annual Meeting or by two-thirds of the ballots returned from a mail vote. Action may be taken only if such amendment or change had been sent officially to each regular member of this Society not more than sixty (60) and not less than thirty (30) days prior to the annual meeting or by scheduled mail ballot, at which final action is to be taken.

## **Article XII - Voting**

**Section A:** By a majority vote of those members present and voting at any regular or special meeting, the Society may order a general referendum upon any question pending before it. If the number of members voting at an annual meeting constitutes less than twenty-five (25) percent of the Society members, a mail referendum shall be conducted to determine the final vote and a plurality of ballots shall determine the action taken.

## **Article XIII - Rules of Order**

**Section A:** The current edition of Roberts Rules of Order, Revised shall govern the Society in all parliamentary situations which are not otherwise provided for in the law, the Constitution or Bylaws of the Society, or other adopted rules.

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## **Article XIV - Order of Business**

**Section A:** The order of business for an annual or special meeting shall be that as arranged in the Official Program, subject to change by the decision of the Executive Board.

## **Article XV - Rules of Conduct**

**Section A:** The conduct of a member of the Society shall be governed by the code of professional ethics which he or she has accepted as a member of a healthcare profession, institution and/or organization.

**Section B:** No member shall use the name of the Society for any type of promotional purpose connected with personal or commercial gain.