HOUSTON NURSES ASSOCIATION STANDARD OPERATING PROCEDURES

I. PURPOSE

The Houston Council of the Emergency Nurses Association, Inc. (also called “Houston ENA”) is the local chapter’s organizational component of the Texas Emergency Nurses Association and National Emergency Nurses Association. The “Local Level” refers to a category of membership while the “Houston Council” refers to the decision-making body operating at the local level. The Houston Council is chartered by the State and National Association to implement its philosophy, objectives, and leadership at the state level. The Houston Council shall act in accord with Bylaws and Standard Operating Procedures.

II. OBJECTIVES

A. Promote standards of emergency nursing practice, nursing education and nursing services as defined by the Emergency Nurses Association.

B. Provide for the continuing professional development of emergency nurses.

C. Serve as a vehicle for dissemination of information relevant to emergency nurses.

D. Promote and protect the economic and general welfare of emergency nurses.

E. Promote research in emergency nursing and encourage the use of knowledge as a basis for emergency nursing.

F. Provide services to members.

G. Maintain communication with members.

H. Assume an active role as consumer/client advocate.

I. Represent emergency nurses and serve as their spokesperson with healthcare professionals, community, governmental groups, and the public.

J. Monitor state legislative issues affecting emergency care and emergency
nursing practice.

K. Develop, maintain, and monitor a statewide emergency nursing networking structure to address professional issues.

L. Promote the emergency nursing profession.

III. COMPOSITION

A. The Houston Council will operate under a three-tier structure. This structuring mandates that three levels shall exist within the organization. 1. National 2. State 3. Local

B. When joining the National Emergency Nurses Association an individual member will simultaneously obtain membership at the chapter level with representation at the state level.
   a. The individual may select a chapter when joining or if no chapter is selected one will be assigned by the state president.
   b. Members will be assigned a chapter based on geographical location and will be assigned the chapter closest to their mailing address.

C. The Houston Council will be composed of the Houston ENA Board of Directors and members from the chapter. Each member must have a current ENA membership.

D. Chapter Delegate Attendance at State Council Meetings
   a. Chapters must have representation at a minimum of two state council meetings within the calendar year, one of which may be via virtual attendance.
   b. Delegate Attendance
      i. Delegates will be assigned to each quarterly meeting by the President. The Houston ENA President will make every effort to attend each state quarterly meeting as a delegate.
   c. Delegate Travel Expenses
      i. Houston ENA will provide financial assistance to cover travel, meals, and hotel for 2 delegates to attend each Texas ENA
IV. RESPONSIBILITIES

A. State Resource for Emergency Nursing.

The Houston Chapter shall serve as a resource for emergency nursing within the chapter service area.

B. State Nursing Issues

The Houston Council has the responsibility to monitor and address professional issues related to emergency care on the local level.

C. State Legislative Issues

The Houston Chapter Council shall monitor state legislative issues affecting emergency care and emergency nursing practice and maintain a state legislative network.

D. Local Activities

The Houston Chapter Council has the responsibility to provide at least one (1) emergency nursing education program either sponsored solely by the Houston Chapter Council or in conjunction with another organization or a local chapter.

E. Incorporation

The Houston Chapter Council has the responsibility to maintain respective State Council incorporation, tax exempt status as a 501(C)(3) IRS entity, and a current Employer Identification Number (EIN). The Houston Council
has the responsibility to maintain respective State Council incorporation, tax exempt status as a 501(C)(3) IRS entity, and a current Employer Identification Number (EIN).

F. Elections

The Houston Chapter Council has the responsibility to hold regularly scheduled elections for Officers of the State Council.

G. Committees

The Houston Chapter Council shall have committees necessary to address its objectives, professional practice, special interests and programs. Funding shall be provided as determined by the Board of Directors and the Houston Chapter Council. Committee chairpersons shall be appointed by the current Houston Chapter Council president with the exception of the Elections Committee.

H. General Assembly

The Houston Chapter Council has the responsibility to provide delegate application to members to attend the National Association’s annual General Assembly. The delegates serve to represent the State Council and to present and/or debate resolutions/Bylaws changes submitted for action.

a. Financial Assistance for General Assembly
   i. Houston ENA will provide financial support for attendance as budget allows each year.

I. Houston Council Meetings

The Houston Council has the responsibility to conduct a minimum of four (4) formal Houston Council business meetings annually, in accord with the current edition of Robert’s Rules of Order.

J. Financial Records

The Houston Council has the responsibility to prepare and file an annual financial report with the State Council and National Office, to maintain financial records in accord with generally accepted accounting procedures and follow all Internal Revenue Service regulations.
M. Council Publications

The Houston Council has the responsibility to publish and distribute a newsletter to all members within the chapter service area. The publication shall contain information regarding meetings and professional activities of the State Council and local chapter.

N. Report Forms

The Houston Council has the responsibility to maintain a current Houston Council Officers Report Form with the National Office. The filing of the respective chapter Officers Report Form with the National Office shall be monitored by the State Council.

O. Records and Files

The Houston Council has the responsibility to maintain Houston Council financial and professional records and to provide for a mechanism to transfer the records upon installation of new officers.

P. Membership Drive

The Houston Council shall make an effort to conduct or participate in an annual membership drive each year in conjunction with the national level and/or the local level.

V. THE HOUSTON COUNCIL AND STATE BOARD LIAISON

A. The Board of Directors shall encourage and support the ongoing maturation and stabilization of the Houston Council. The Board of Directors should:

1. Maintain contact with assigned State Board Liaison

2. Maintain contact with the State and National Office for administrative purposes and to keep records up to date.

3. Share newsletter, meeting minutes, annual budget, financial reports, and other documents required by State and National ENA with Board Liaison and the National ENA Office.
VI. CHARTER

A. The Houston Council is chartered by the National Emergency Nurses Association to function as the official organizational component in Texas in accord with Bylaws and Standard Operating Procedures. The charter is maintained through the submission of the annual report and the reporting of the officers through the State and Chapter Online Management Area on the ENA web site.

VII. INCORPORATION AND RELATED MATTERS

A. The Houston Council shall be separately incorporated within the state as a not-for-profit organization 501 (C)(3) IRS entity.

1. The Articles of Incorporation for the Houston Council should incorporate the Purpose and Objectives of the Houston Council as specified in these Standard Operating Procedures and must not conflict with any aspects of the State or National Association Bylaws and Standard Operating Procedures.

2. The Articles of Incorporation for the Houston Council must receive final approval through the Standard Operating Procedures established at the national level.

B. Houston Council has the responsibility to apply for a Houston Council Employer Identification Number (EIN) and to file same with the National Office.

C. Houston Council shall maintain a tax exempt status classification as required by ENA with the Internal Revenue Service or face possible annual tax payments and inability to receive funds from National ENA.

D. It is the responsibility of each separately incorporated Council to maintain its corporate status.

VIII. OFFICERS

A. Houston Council
   1. President
   2. President Elect
   3. Secretary
   4. Treasurer
   5. Immediate Past President
   6. Directors (4)
B. Houston Council Board of Directors

The Board of Directors shall consist of the above officers and two (4) Directors elected each year.

C. Election and Installation

Officers must be elected by a majority vote in accordance with Houston Council Bylaws.

1. Houston Council will hold regularly scheduled elections for its officers. Houston Council and officers’ information is due to the ENA Component Relations Department no later than October 31 of each year. Elections must be held prior to this due date.

2. The Immediate Past President, appointed by the President of the Houston Council, will be charged with identifying and qualifying candidates for office. Any self-nominated candidate would have to meet the same criteria as those candidates solicited to run. The Immediate Past President would also be responsible for providing guidelines for those who aspire to office.

3. The Houston Council president elect (elected every year), secretary elect (elected in odd-numbered years), treasurer elect (elected in even-numbered years), and four Directors (elected every year) must be elected by a majority vote of the active Houston Council.

4. Installation of the newly elected officers and directors at large will take place at the fourth quarter business meeting.

D. Houston Council President

1. Qualifications
   
   a. Current Texas ENA membership.
   
   b. Current registered nurse licensure.
   
   c. Active participation at the Houston State Council.
      
      i. Attended in person at least one (1) Houston Council meeting within the past year.
2. Responsibilities

a. Serve as Chief Executive Officer (CEO) of Houston ENA.

b. Coordinate all Houston ENA State Council administrative activities.

c. Appointing committee Chairpersons as needed.

d. To exercise all responsibilities and privileges as an officer of the Houston Council as specified in the Bylaws and Standard Operating Procedures.

e. To perform all duties of president as outlined by the Houston Council.

3. Term of Office  The State Council president shall serve for a term of one (1) calendar year, commencing on January 1 and ending on December 31.

E. State Council President Elect

1. Qualifications

   a. Current Texas ENA membership.
   b. Current registered nurse licensure.
   c. Active participation at the Houston State Council.
      i. Attended in person at least one (1) Houston Council meeting within the past year.

2. Responsibilities

   a. To perform any duties assigned by the president for the Houston Council.

   b. To succeed to the office of president at the expiration of the president’s term. In the event the position of president becomes vacant, the president elect becomes the president, the position will be filled according to the state bylaws.

   c. To exercise all responsibilities and privileges as an officer of the Houston Council as specified in the Bylaws and Standard Operating Procedures.
d. To perform all duties of president elect as outlined by the Houston Council.

3. Term of Office

   The Houston Council president elect shall serve for a term of one (1) calendar year, January 1 through December 31.

F. State Council Secretary

1. Qualifications

   a. Current Texas ENA membership.

   b. Current registered nurse licensure.

   c. Active participation at the State Council level.

      i. Attended in person at least tone (1) Houston Council meetings within the past year.

2. Responsibilities

   a. To maintain the membership and attendance rosters of the Houston Council delegates, officers and committees.

   b. To produce Houston Council business minutes, to all officers and chapter presidents, one week prior to the next scheduled business meeting.

   c. To maintain Houston Council records and to provide for a mechanism to transfer records upon installation of the new Houston Council secretary.

   d. Perform duties as requested by the president.

   e. Maintain a copy of the state bylaws and standard operating procedures.

   f. Complete and send correspondence in a timely manner.

   g. Keep accurate record of chapter representative attendance at the Houston State Council meetings.
3. Term of Office

The Houston Council secretary shall serve for a term of two (2) calendar years, January 1 through December 31.

G. State Council Treasurer

1. Qualifications

   a. Current Texas ENA membership.

   b. Current registered nurse licensure.

      i. Attended in person at least one (1) Houston Council meetings within the past year.

2. Responsibilities

   a. To maintain Houston Council financial records in accord with generally accepted accounting procedures.

   b. To work with the president to present a Houston Council budget proposal annually.

   c. To maintain Houston Council banking accounts, disbursement thereof, and any other entities under the auspices of the Houston State Council.

   d. To complete and file the annual tax return with the Internal Revenue Service via a public accounting firm.

   e. To submit a Houston Council annual financial report for council officers and members review, as well as financial reports for scheduled business meetings. The annual Houston Council financial report is to be filed with the state and national ENA office on or before June 1 each year.

3. Term of Office

   The Houston Council treasurer shall serve for a term of two (2) calendar years, January 1 through December 31.

H. Immediate Past President
1. Qualifications
   a. Current Texas ENA membership.
   b. Current license to practice as a registered nurse.

2. Responsibilities
   a. Assist with management of the Houston Council.
   b. Perform duties as requested by the President.
   c. Serve as the chair of the elections process committee

3. Term of Office

   The Immediate past president shall serve for a term of one (1) calendar year immediately following their presidential year January 1 through December 31.

I. State Council Directors

1. Qualifications
   a. Current Texas ENA membership.
   b. Current registered nurse licensure.
   c. Active participation at the State Council level.
      i. Attended in person at least one (1) State Council meeting within the past year.

2. Responsibilities
   a. Assist with management of the Houston Council.
   b. Perform duties as requested by the President.

3. Term of Office

   a. The director shall serve for a term of one (1) calendar year January 1 through December 31.
IX. RECORDS RETENTION

A. As a tax-exempt, non-profit organization, record keeping and record retention are very important. Although in many situations the requirements for a profit corporation and non-profit corporation are identical, there are two specific consideration for the non-profit organization to have an established records retention policy:

   a. In order to retain Federal Tax exemption, a non-profit organization must establish that it is organized and operated as to the specified purpose that gave rise to the Internal Revenue grant of a tax exemption. Texas Emergency Nurses Association’s non-profit classification is as an “educational” organization (IRS section 501(c)(3)).

   b. Under the federal Sarbanes-Oxely Act (2002), the destruction of documents in the face of a governmental inquiry is a criminal offense and applies to both profit and non-profit companies. Although there have been various state and federal requirements regarding the maintenance of records before Sarbanes-Oxley, it now of utmost importance to maintain a policy of records retention and be aware of this law in the decision making process for destruction of documents.

B. The table marked as Attachment A, which is not specifically mandated by state or federal statute does provide a rational order of retention and disposal time-tables suggested by the possibility of disputes within the organization, litigation, and potential for audits by federal or state authorities.

C. Electronic documents and records that are stored on physical media (hard drives, USB drives, CDs, DVDs, tape back-up, etc.) also need to be destroyed. Destruction of these records can be done by physical obliteration of the media (breaking or physically shredding CDs and DVDs, drilling into a hard drive to destroy it, etc.). Destruction can also be done by electronic shredding of the media by a commercially available program (Norton, McAfee, etc.) or a free programs such as Eraser (http://eraser.heidi.de) or Darik’s Boot-n-Nuke (www.dban.org/download)

D. All records (whether paper or electronic) that are destroyed must be recorded on a document destruction log before being destroyed.

E. The terms “records” and “records retention” include hard copy paper,
computer disks, microfilm, scanned, or digitized copies, magnetic and visual media, and such other electronic communications. RECORDS

RETENTION POLICY

INSTITUTIONAL AND LEGAL RECORDS

<table>
<thead>
<tr>
<th>Record Description</th>
<th>Retention Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Articles of Incorporation</td>
<td>Permanent</td>
</tr>
<tr>
<td>Charter</td>
<td>Permanent</td>
</tr>
<tr>
<td>Bylaws</td>
<td>Permanent</td>
</tr>
<tr>
<td>Policies</td>
<td>Permanent</td>
</tr>
<tr>
<td>Minutes of Board Meetings</td>
<td>Permanent</td>
</tr>
<tr>
<td>Minutes of Council Meetings</td>
<td>Permanent</td>
</tr>
<tr>
<td>Minutes of Committee Meetings</td>
<td>Permanent</td>
</tr>
<tr>
<td>State Qualifications of Doing Business</td>
<td>Permanent</td>
</tr>
<tr>
<td>Document Destruction Log</td>
<td>Permanent</td>
</tr>
<tr>
<td>Official Correspondence</td>
<td>7 Years</td>
</tr>
<tr>
<td>Personnel Files including I-9 records</td>
<td>While active + 6 years</td>
</tr>
</tbody>
</table>

FEDERAL TAX RECORDS

<table>
<thead>
<tr>
<th>Record Description</th>
<th>Retention Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Form 990 and support</td>
<td>Permanent</td>
</tr>
<tr>
<td>Form 990-T and support</td>
<td>Permanent</td>
</tr>
<tr>
<td>IRS Exemption Application and Determination Letter</td>
<td>Permanent</td>
</tr>
<tr>
<td>State Tax Exemptions</td>
<td>Permanent</td>
</tr>
<tr>
<td>Employee Identification Number (EIN)</td>
<td>Permanent</td>
</tr>
</tbody>
</table>
### ACCOUNTING & FINANCIAL RECORDS

<table>
<thead>
<tr>
<th>Record Type</th>
<th>Retention Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounts Receivable and Subsidiary Ledgers</td>
<td>10 years</td>
</tr>
<tr>
<td>Uncollected Accounts</td>
<td>10 years</td>
</tr>
<tr>
<td>Payable and Subsidiary Ledgers</td>
<td>10 years</td>
</tr>
<tr>
<td>1099 and other federal forms</td>
<td>10 years</td>
</tr>
<tr>
<td>Check Registers</td>
<td>10 years</td>
</tr>
<tr>
<td>Description of Accounting System</td>
<td>10 years</td>
</tr>
<tr>
<td>General Ledgers and Operating Ledgers</td>
<td>While active + 9 years</td>
</tr>
<tr>
<td>Program Annual Financial Reports</td>
<td>While active + 9 years</td>
</tr>
<tr>
<td>Annual Financial Statements &amp; Audit Reports</td>
<td>Permanent</td>
</tr>
<tr>
<td>Scholarship Applications (whether awarded or not)</td>
<td>7 Years per ENA policy</td>
</tr>
</tbody>
</table>

### LITIGATION RECORDS

<table>
<thead>
<tr>
<th>Record Type</th>
<th>Retention Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Claims</td>
<td>While active + 9 years</td>
</tr>
<tr>
<td>Court documents &amp; Records</td>
<td>While active + 9 years</td>
</tr>
<tr>
<td>Discovery materials</td>
<td>While active + 9 years</td>
</tr>
<tr>
<td>Settlement documents</td>
<td>Permanent</td>
</tr>
</tbody>
</table>

### INSURANCE RECORDS

<table>
<thead>
<tr>
<th>Record Type</th>
<th>Retention Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Property &amp; Liability Policies</td>
<td>While active + 12 years</td>
</tr>
<tr>
<td>Insurance claims documentation</td>
<td>While active + 12 years</td>
</tr>
</tbody>
</table>
BANK RECORDS

| Bank, Brokerage, Investment Accounts Statements | 7 years |
| Wire Transfer Records | 7 years |
| Bank Reconciliation’s & Support | 7 years |
| Canceled Checks | 7 years |
| Cash Receipts | 7 years |

ALL OTHER COMMUNICATIONS AND RECORDS NOT IDENTIFIED IN THIS LISTING SHOULD BE RETAINED AS A MINIMUM WHILE ACTIVE + 6 YEARS

X. COMMITTEES

A. The Houston Council shall have two standing committees: Bylaws and SOP Committee and Election Process Committee. Ad Hoc committees may be appointed by the President.

B. Membership shall consist of:

1. Chairperson

2. Houston ENA Chapter Members

C. General qualifications for Committee Chairs:


2. Current registered nurse licensure.

D. General qualifications for members:

1. Current Houston Emergency Nurses Association membership

2. Current registered nurse licensure.

E. General committee duties will include:

1. Develop and submit a committee budget no later than the date designated by the treasurer.

2. Monitor and report utilization of funds within committee’s budgetary
3. Develop committee goals and an action plan for committee activities.

4. Submit a written report of committee progress quarterly to the state secretary within one week of the Houston Council meetings (chair or designee).

5. Provide a concise verbal report at each Houston Council meeting (chair or designee).

F. General Chair Duties:

1. It is the responsibility of the committee chairperson to communicate committee activity at Houston ENA Business Meetings.

2. Provide expectations to their members and verify member participation with Houston Council President for delegate application confirmation.

3. Chairperson or designee will submit a written report of committee progress bi-monthly to the Houston Council secretary within one week of the Houston Council meeting.

4. Chairperson or designee will provide a concise verbal report at each Houston Council meeting.

5. Chairperson or their designee will provide an article to the newsletter chair in as requested by the media chair person.

G. General Member Duties:

Attend committee meetings and complete committee tasks as assigned.

H. Standing Committees

The term of office for each committee shall commence on January 1 and end on December 31 each years. All appointments to these committees are subject to reappointment annually by the Houston Council President.

In the event of a vacancy the new appointee shall complete the term for which he/she is being selected.

1. Bylaws and Standard Operating Procedures Committee
a. Purpose

i. Review current bylaws and standard operating procedures (SOP) on a regular basis for compliance with state and national ENA requirements and Houston ENA current practice.

ii. Prepare bylaw and standard operating procedures as requested by the board and/or the Houston ENA Council.

iii. Present to the board and Houston Council suggested/required changes in bylaws and standard operating procedures.

b. Qualifications

i. Chairperson: Has attended at least one Houston Council meetings in previous year.

c. Responsibilities:

i. Chairperson: Facilitate activities of the committee to meet the committee purpose and charges.

ii. Members: Assist the Chairperson in meeting the committee’s purpose and charges

d. Procedure specific to committee:

i. Develop, submit for approval, and monitor an annual committee budget.

ii. Review current bylaws and standard operating procedures on a regular basis for compliance with national ENA requirements and Houston ENA current practice.

iii. Present to the Houston ENA Board and Houston ENA Council suggested/required changes in bylaws and standard operating procedures.

iv. Prepare bylaws and standard operating procedures (SOP) as requested by the Houston ENA Board and/or Houston ENA Council.

v. Present proposed bylaw changes to the Houston ENA
membership sixty (60) days prior to the Houston Council meeting.

vi. Revise the Houston ENA Bylaws and Standard Operating Procedures to be in compliance with Chapter Council Compliance Workgroup recommendations.

vii. Design and institute an ongoing plan for reviewing and revising the Houston ENA standard operating procedures.

2. Elections Process Committee

a. Purpose
Prepare and review a slate of qualified candidates for council elections annually

b. Qualifications

i. Members
Members may not be a candidate for office while serving as a member of the committee

ii. Chairperson
Immediate past-president of Texas State Council

c. Term of Agreement
Term ends at the conclusion of elections or resolution of any contested election results.

d. Responsibilities:

i. Chairperson:

a) Review candidate information prior to formulation of a slate of officers for elections

b) Provide the media chairperson with the slate of officers and biographical information for publication on social media.

c) Present a slate of qualified candidates at the last business meeting of the calendar year.

d) Conduct the election process.
ii. Members:
   
a) Assist the Chairperson with compiling a slate of candidates.

I. Ad Hoc Committees The Ad Hoc Committee is charged with completing the duties assigned by the Houston ENA board.
   
a. Purpose
   
   i. Monitor and address issues as identified by the Houston Council.
   
   ii. Disseminate information to chapters and members regarding said issues.
   
   iii. Serve as a resource to other interested individuals and groups regarding such issues.
   
   iv. Work in conjunction with other state committees to develop position statements and resolutions.
   
   b. Term of Appointment is one-year term or until conclusion of assigned tasks.

4. Government Affairs Committee
   
a. Purpose
   
   i. Serves the interests of emergency nursing/care.
   
   ii. Responsible for developing and maintaining communication among the State Council and chapter members to share information and obtain support on issues, which require legislation on the federal, state or local levels.
   
   iii. Coordinate efforts to increase voter registration among emergency nurses.

   b. Responsibilities
   
   i. Chairperson
a) Serve a one year term.

b) Encouraged to attend NLAC and Government Affairs Workshops each year.

c) Prepare legislative summaries for review at each meeting.

d) Notifying members of new pending legislation prior to committee meetings.

e) Keep the president informed of legislative issues in a timely manner.

ii. Members:

a) Disseminate government affairs information to local chapter members in a timely manner.

b) Obtain copies of pertinent pending legislation as notified by the chairperson.

c. Responsibilities:

i. Develop, submit for approval, and monitor an annual committee budget.

ii. Submit a written report of committee progress at the Houston Council meetings. If present, submit an oral report on behalf of the committee at said meetings.

iii. Submit an annual written summary report of committee activity to the Houston Council.

iv. Call committee meetings as needed to complete identified tasks and activities.

a) Identify pending legislation potentially affecting emergency nursing, emergency health care, and emergency medical services at the state and national levels through the following mechanisms: Written and verbal communication with the Houston Nurses Association.
b) Triage to appropriate committees the mailing from government agencies that promulgate regulations affecting emergency nursing, emergency health care, and emergency medical services. c. Maintain liaison with ENA’s National Committee on Government Affairs.

v. Coordinate lobbying efforts for the organization. Assign members as appropriate.

vi. Prepare legislative summaries for review at each meeting.

vii. Notifying members of new pending legislation prior to committee meetings.

viii. Keep the president and Board members informed of legislative issues in a timely manner.

ix. Disseminate government affairs information to local chapter members in a timely manner.

x. Obtain copies of pertinent pending legislation.

xi. Encouraged to attend the Nursing Legislative Agenda Coalition (NLAC).

xii. Encouraged to attend the State and National Day on the Hill.

xiii. Identify and foster leaders for Governmental Affairs.

5. Membership Committee

   a. Procedure:

      i. To develop and implement strategies for recruiting and retaining members and generation of interest in the Emergency Nurses Association.

      ii. Monitor and promote activities or benefits applicable to the member at the local and state level.

      iii. Conduct an annual membership campaign in conjunction with the national association. Members may contact the ENA Membership Services Department for information regarding the
ENA Membership Campaigns.

iv. Develop a method of surveying members as to their needs.

6. Media Awareness /Web chair Committee

a. Purpose

   i. Provide current information to the Houston Emergency Nurses Association membership and the public using appropriate media.

b. Responsibilities:

   i. Develop, submit for approval, and monitor an annual committee budget. Develop and submit for approval a plan for committee activities.

   ii. Submit a written report of committee progress at the Houston Council meetings. If present, submit an oral report on behalf of the committee at said meetings.

   iii. Promote Emergency Nurses week in media across the state.

   iv. Attempt to obtain Governor’s and Mayor’s proclamations for Emergency Nurses Week.

   v. Update all social media in a timely manner as requested by the Houston ENA Board of Directors

   vi. The web chair must be a current Houston ENA Board Member

7. Conference Planning Committee

a. Purpose

   i. To provide assistance and serve as a resource to conference planning for Houston ENA.

b. Responsibilities

   i. Chairperson

   a. Organize speakers, vendors, and venue of conferences.
b. Conduct evaluations with the purpose of improving conferences.

c. Provide evaluation feedback to the committee and Board.

8. Professional Education Committee

a. Purpose

i. Coordinate continuing education for meetings and conferences.

ii. To provide at least one educational offering every year.

iii. Disseminate information to Chapters and members regarding professional nursing issues.

iv. Serve as a resource to other interested individuals and groups regarding issues related to professional emergency nursing practice.

v. Work in conjunction with various professional liaisons to develop position statements and resolutions on issues pertaining to professional nursing practice such as:

b. Responsibilities

i. Chairperson: Maintain current relationship with Continuing Education (CE) provider and coordinate submission of CE applications.

9. Scholarship Committee

a. Purpose:

i. To award scholarship awards annually to support the development of the emergency nursing practice.

b. Qualifications

i. Chairperson may not be a candidate for scholarships while serving as a member of the committee.

ii. Members may not be a candidate for scholarships while serving as a member of the committee.

c. Responsibilities
i. Chairperson

a) Review candidate information prior to committee meeting to award scholarship dollars to verify applications are complete and applicant is eligible.

b) To preside over the process for determination of awards.

c) Provide the Houston ENA President and media chairpersons with the names of the applicants that have received a dollar reward to be included in the last newsletter of the calendar year.

d) Notify all applicants of the outcome of their application.

e) Promote the scholarship application process across the chapter service area.

ii. Members

a) Promote the scholarship application process across the chapter service area.

XI. MEETINGS

A. Each Houston ENA Council has the responsibility to conduct at least two formal business meetings annually, in accord with the current edition of Robert’s Rules of Order. They may conduct in person or telephonically. Ideally, Houston ENA Council meetings should be held on a quarterly or bi-monthly basis.

B. Meeting dates and locations should be determined at the beginning of the year. Advance notification of meetings should be given to all members of the Houston ENA Council. Meeting sites are encouraged be varied to allow a majority of members the opportunity to attend.

C. Houston ENA Council should use previous agendas and meeting minutes to prepare the upcoming agenda in order to maintain consistency and to avoid overlooking outstanding issues.

D. Agendas should typically include, at a minimum, the following terms:

1. Call to Order
2. Recognition of Members Present

3. Additions to the Agenda

4. Approval of Previous Meeting Minutes

5. Secretary/Treasurer Report

6. Officers and Board of Directors Report

7. Committee Reports

8. Unfinished Business

9. New Business

10. Adjournment

E. Time frames should be established for each agenda item to keep the meeting conducted within the allotted time.

F. The President conducts the meeting unless otherwise delegated by the President. The meeting should be called to order at the designated time and the agenda should be followed closely. If discussion occurs that is not directly associated with the issue on the table, the chair of the meeting should return the participants’ attention to the original agenda item. Objective direction is very important in order to conduct the meeting in an efficient and professional manner, ensuring that the participants are comfortable in verbalizing any statements or opinions.

G. It is advisable to develop, revise, or review Houston ENA Council objectives (strategic plan) each calendar year. A finalized plan should be presented to the Houston ENA Council at the beginning of each calendar year. Progress towards meeting the strategic plan should be measured at subsequent meetings. The objectives from the previous year should also be reviewed and reevaluated to determine if any need to be carried over into the current year. Objectives should be reasonable and obtainable if they are to be addressed within the course of a year.

H. The meeting agenda should be prepared at least a week in advance and distributed with the meeting notice when possible. Prospective meeting attendees should be given the opportunity to make additions to the agenda prior to the meeting. A current agenda should also be distributed at the
meeting.

XII. ASSESSMENT AND FINANCIAL MANAGEMENT

A. The Houston ENA Council has the responsibility to prepare an annual budget and maintain financial records in accord with generally accepted accounting procedures.

1. Signature cards will be maintained for each financial account, according to the guidelines of the financial institution.

2. A minimum of two signatures of current Houston Emergency Nurses Association board members for each financial account is required. These should include the current President and Treasurer.

B. The fiscal year of the Houston ENA Council shall be January 1 through December 31.

C. On a quarterly basis, the national office will forward a check to each active ENA Council representing an assessment for each National Association member joining the association for the first time, or renewing membership in the association during the quarter.

D. Under a three-tier structure, the Houston ENA Council will receive the respective local level assessment per member. The standard $5 chapter assessment per member will be sent directly to the chapter.

   1. If there is no president on file for a chapter or the member did not designate a chapter at the time he/she joined the association, the chapter assessment will be sent to the State Council.

   2. If the chapter has not filed all required paperwork with the national office and the state president the chapter assessment will be held by the state until this requirement is fulfilled.

   3. If the required paperwork is not received by the state president by December 1 in the fiscal year the chapter assessments are being held, the amount held will become the property of the Texas ENA.

   4. The Houston ENA Council is required to process each quarterly assessment check within thirty (30) days of receipt.
XIII. REIMBURSEMENT OF EXPENSES

A. Purpose  To standardize the procedure for reimbursement of expenses for the Houston ENA Council including the board of director, committee chairs, and special appointments.

B. Procedure

1. General Rules

   a. For consideration for reimbursement, all requests must be submitted to the treasurer prior to December 15. All expenses must be submitted on the approved Texas ENA expense report form with receipts attached.

   b. Reimbursements for amounts exceeding approved budget require board approval.

   c. All monies for gifts require board approval.

   d. Expense reports and per diem reports must be submitted to the treasurer within 30 days for reimbursement.

C.

2. Travel Policy for Approved Meetings

   Travel within the State of Texas will be reimbursed up to four hundred fifty dollars ($450 USD). All other travel must be approved by the board.

   a. Mileage will be reimbursed per current IRS guidelines reflecting standardized city to city mileage and per mile rates.

   b. Travel requiring lodging expenses will be 100% reimbursed, for the host hotel rate or as approved by the board.

3. Board of Directors will be reimbursed for:

   a. Travel expenses to/from State Council meetings and other assigned meetings in accordance with the travel policy above.

   b. Reasonable association expenses, including but not limited to telephone, postage, and copying and internet access that is not
provided by the hotel.

c. The Board of Directors will receive a $50.00 per diem for assigned association functions. The per diem is to include meals, parking, taxi/shuttle fares, tips, etc. Receipts are required for per diem expenses.

d. Baggage fees will be reimbursed as part of air travel rather than per diem.

4. Houston Council president will be reimbursed as follows:


   b. Leadership Meetings: travel expenses, lodging and registration fees.

5. Houston ENA Council president elect will be reimbursed as follows:

   a. Leadership Meetings: travel expenses, lodging and registration fees.

6. State Council Board of Directors will be reimbursed as follows:

   a. Leadership Meetings: secretary and treasurer may be reimbursed for travel expenses, lodging and registration fees.

7. Houston ENA Council committee chair and special appointments

   a. Reimbursement of expenses incurred by the State Council committee chairs (or special appointments) for the State Council meetings will be considered based on the committee’s financial budget status.

8. Local Chapter Delegates

   a. Reimbursement of expenses incurred by the local chapter’s delegates for the State Council meetings will be considered by the Board based on the local chapter’s need (financial status), the Houston ENA Council’s financial status and the approved budget.

C. Use of Debit Card

1. Expense reports must be submitted for all charges incurred on Texas ENA debit cards within 30 days of travel.
2. All debit card expenses must be submitted on the approved ENA expense report form, with receipts attached.

3. Any charges incurred on the ENA debit card that are not pertaining to Houston ENA Council business (hence, deemed as invalid charges by the finance committee) must be reimbursed to the Houston ENA within 30 days.

4. The holder’s debit card will be suspended if invalid charges are not reimbursed to Texas ENA within 30 days of the expense report, or within 30 days from the time expenses were incurred, whichever is later.

XIV. MEMBER PROTECTION (WHISTLEBLOWER)

If any member reasonably believes that some policy, practice, or activity of Houston Emergency Nurses Association is in violation of law, a written complaint must be filed by that member with the Houston Board President.

It is the intent of Houston Emergency Nurses Association to adhere to all laws and regulations that apply to the organization and the underlying purpose of this policy is to support the organization’s goal of legal compliance. The support of all members is necessary to achieving compliance with various laws and regulations. A member is protected from retaliation only if the member brings the alleged unlawful activity, policy, or practice to the attention of Houston Emergency Nurses Association and provides the Houston Emergency Nurses Association with a reasonable opportunity to investigate and correct the alleged unlawful activity.

The protection described below is only available to members that comply with this requirement. Houston Emergency Nurses Association will not retaliate against a member who in good faith, has made a protest or raised a complaint against some practice of Houston Emergency Nurses Association, or of another individual or entity with whom Houston Emergency Nurses Association has a business relationship, on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy.

Houston Emergency Nurses Association will not retaliate against members who disclose or threaten to disclose to a supervisor or a public body, any activity, policy, or practice of Houston Emergency Nurses Association that the member reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate of public policy concerning the health, safety, welfare, or protection of the environment.
XVIII. ENDORSEMENT

A. Purpose

To outline the criteria for endorsement of, but not limited to, a product, an organization or an issue. Endorsements may include monetary donation as deemed appropriate by the Board.

B. Procedure

1. The decision to endorse a product, organization or issue shall be made by the Board. The President of the organization may be asked to make a presentation. The decision to endorse will be based on:

   a. Relevance to emergency nursing in Texas.

   b. Ultimate goals of the organization or individual and the benefits of those goals to emergency nursing in Texas.

2. Honorarium for endorsement may be accepted by Houston ENA.

3. Individual political candidates may not be given official Houston ENA endorsements.

4. Monetary Contributions:

   a. Before consideration of a monetary contribution by Texas ENA, evidence of tax-exempt status must be given by the requesting organization.

   i. Only organizations with tax status of 501(C)(3) or 501(C)(6) may be considered.

   ii. No contributions may be given to a Political Action Committee.

XX. ADVERTISEMENTS

A. Purpose

To standardize the procedure for allowing advertisements in the Houston ENA newsletter or social media.
B. Procedure

1. The Houston ENA newsletter or social media will allow advertising only from entities that promote healthcare, wellness, and education to providers and the public.

2. Anyone advertising in the Houston ENA newsletter or social media will be offered space in the newsletter and website time based on the published pricing/sponsorship structure in effect at the time of request for advertising.

3. Pricing structure for advertising in the Houston ENA newsletter and social media will be determined by the board.

4. Advertising will be screened and approved by the appropriate committee chairperson.

5. Advertisements will be taken on a first come, first serve basis based on availability of space in the Houston ENA newsletter and social media.

6. All advertisement submissions must adhere to the established Houston ENA deadlines.

C. Disclaimers

a. The views and opinions expressed by the vendor or vendors published on the Houston ENA website and or in the Houston ENA newsletter are those of the vendor and do not reflect the opinion or views of the Houston Emergency Nurses Association or its members.

b. Photographs are taken at the Houston Council meetings and events. These photographs may be used in our media (website, newsletters and communication tools). A disclaimer is written on all meeting sign-in/registration sheets. Should anyone wish to exclude themselves from our photographs, they must notify the media chairperson immediately on entry into each event.

Initially adopted: January 19, 2017
APPENDICES

ORGANIZATIONAL STRUCTURE A-1
DIAGRAM EMPLOYER IDENTIFICATION NUMBER A-2
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ORGANIZATIONAL STRUCTURE DIAGRAM

THREE-TIERED STRUCTURE

NATIONAL

STATE

FORMAL ORGANIZATIONAL UNITS - CHAPTERS
Appendix A-2

EMPLOYER IDENTIFICATION NUMBER

A. Each State Council is responsible for obtaining and maintaining an Employer Identification Number (EIN).

B. Background Information

1. Taxpayer Identification Number  The Internal Revenue Service has an automatic data processing system to process the returns of taxpayers. Central to this system is the taxpayer identification number. This is the employer identification number.

2. Employer Identification Number  The employer identification number (EIN) is a 9-digit number issued by the Internal Revenue Service. Its format is 00-0000000. The first two digits are a code that identifies the Internal Revenue Service district where your business was located when your number was issued. The EIN issued to your business will remain the same even if your business moves to another district.

3. Who needs to Get an EIN  Organizations need an employer identification number. Each chapter should obtain their own number.

4. How to Get an EIN  To have an EIN assigned to your chapter, file Form SS-4, Application for Employer Identification Number, with the Internal Revenue Service Center for your area listed in the instructions to form SS-4. You can get Form SS-4 at the offices of the Internal Revenue Service or the Social Security Administration. See sample and application instructions

C. When to Apply  You should file Form SS-4 in sufficient time to get an EIN before you need to file a return or statement or to make a tax deposit. Allow four weeks for SS-4 to be processed.

D. Before You Get an EIN  If you do not have a number by the time a return is due, write “applied for” and the date you applied in the space provided for the EIN. If you do not have a number by the time a tax deposit is due, send your payment to the Internal Revenue Service Center where you file your returns. Make your check or money order payable to the Internal
Revenue Service and write your name (as it appears on the Form SS-4 you sent), your address, the kind of tax you are paying, the period covered, and the date you filed Form SS-4.

E. More Than One EIN If you have more than one EIN and are not sure which to use, please contact the Internal Revenue Service Center where you file your return. Tell them the numbers you have, the name and address you used on each application, and the address of your main place of business. You will be advised of which number to use.

F. Instructions for Completing Form SS-4

1. Legal Name of Entity: Chapter: Enter Chapter Name

2. Trade Name of Business: Leave Blank

3. Executor: Leave Blank

4a. Enter Mailing Address

4b. Enter City, State, Zip

5a. Enter Street Mailing Address.

5b. Enter City, State, Zip

6. Enter County, State

7a. Name of Responsible Party: Enter the name of the president or secretary.

8a. Enter “No.”

9a. Type of Entity: Mark “Other Nonprofit Organization” and enter, “Professional.” If the State Council has obtained a Group Exemption Number from the IRS, enter the four-digit number here.

9b. Enter the name of the State.

10. Reason for Applying: Check “Banking purpose” and specify type of account.

11. Enter the date of the original chapter charter.
12. Closing Month: December

13. Highest number of employees: This should be completed with zeros, unless your local chapter has a paid staff person.

14. Employment Tax Liability: Check box

15. First Date Wages: Leave Blank


17. Principal Service Provided: Print “Educational”

18. Check “No,” unless applicable.

19. The president or secretary signs and dates the application, and enters their contact information.

20. File SS-4 Form with the Internal Revenue Service Center for your area. You can obtain Form SS-4 online at www.irs.gov Also, Publication 583, entitled “Starting a Business and Keeping Records” will be helpful.

* Most banks require an organization to have an EIN to open a savings account.
**Application for Employer Identification Number**

(For use by employers, corporations, partnerships, trusts, estates, churches, government agencies, Indian tribal entities, certain individuals, and others.)

1. Legal name of entity (or individual) for whom the EIN is being requested
2. Trade name of business (if different from name on line 1)
3. Executor, administrator, trustee, “care of” name
4a. Mailing address (room, apt., suite no. and street, or P.O. box)
4b. City, state, and ZIP code (if foreign, see instructions)
5a. Street address (if different) (Do not enter a P.O. box.)
5b. City, state, and ZIP code (if foreign, see instructions)
6. County and state where principal business is located
7a. Name of responsible party
7b. SSN, ITIN, or EIN
8a. Is this application for a limited liability company (LLC) or a foreign equivalent?  
   Yes  No
8b. If 8a is “Yes,” enter the number of LLC members
8c. If 8a is “Yes,” was the LLC organized in the United States?  
   Yes  No
9a. Type of entity (check only one box). Caution: If 8a is “Yes,” see the instructions for the correct box to check.
   ☐ Sole proprietor (SSN)  ☐ Estate (SSN of decedent)  ☐ Trust (TIN of grantor)
   ☐ Partnership  ☐ Plan administrator (TIN)
   ☐ Corporation (enter form number to be filed)  ☐ National Guard  ☐ State/local government
   ☐ Personal service corporation  ☐ Farmers’ cooperative
   ☐ Church or church-controlled organization  ☐ Federal government/military
   ☐ Other nonprofit organization (specify)  ☐ REMIC
   ☐ Group Exemption Number (GEN) if any
9b. If a corporation, name the state or foreign country (if applicable) where incorporated
   State  Foreign country
10. Reason for applying (check only one box)  
    ☐ Banking purpose (specify purpose)
    ☐ Changed type of organization (specify new type)
    ☐ Purchased going business
    ☐ Hired employees (Check the box and see line 13.)
    ☐ Created a trust (specify type)
    ☐ Compliance with IRS withholding regulations
    ☐ Created a pension plan (specify type)
11. Date business started or acquired (month, day, year). See instructions.
12. Closing month of accounting year
13. Highest number of employees expected in the next 12 months (enter -0- if none)
If no employees expected, skip line 14.
   Agricultural  Household  Other
14. If you expect your employment tax liability to be $1,000 or less in a full calendar year and want to file Form 944 annually instead of Forms 941 quarterly, check here.  
   (Your employment tax liability generally will be $1,000 or less if you expect to pay $4,000 or less in total wages.) If you do not check this box, you must file Form 941 for every quarter.
15. First date wages or annuities were paid (month, day, year)  
   Note. If applicant is a withholding agent, enter date income will first be paid to nonresident alien (month, day, year)
16. Check one box that best describes the principal activity of your business.  
    ☐ Construction  ☐ Health care & social assistance  ☐ Wholesale-agent/broker
    ☐ Rental & leasing  ☐ Transportation & warehousing  ☐ Accommodation & food service
    ☐ Real estate  ☐ Manufacturing  ☐ Wholesale-other  ☐ Retail
    ☐ Real estate  ☐ Manufacturing  ☐ Finance & insurance  ☐ Other (specify)
17. Indicate principal line of merchandise sold, specific construction work done, products produced, or services provided.
18. Has the applicant entity shown on line 1 ever applied for and received an EIN?  
   Yes  No  
   If “Yes,” write previous EIN here
19. Third Party Designee
   Complete this section only if you want to authorize the named individual to receive the entity’s EIN and answer questions about the completion of this form.
   Designee’s name
   Address and ZIP code
   Designee’s telephone number (include area code)
   Designee’s fax number (include area code)
   Name and title (type or print clearly)
   Applicant’s telephone number (include area code)
   Applicant’s fax number (include area code)
   Signature
   Date
For Privacy Act and Paperwork Reduction Act Notice, see separate instructions.

Cat. No. 18059N  Form SS-4 (Rev. 1-2010)
Appendix A-3

IRS TAX EXEMPT STATUS – FORM 124 & 8718

A. It is recommended that each State Council and chapter, chartered by the national association, whether currently incorporated or not, seek to obtain recognition of exemption from federal income tax through the IRS.

B. If a State Council or chapter does not elect to seek exemption from federal income tax, it is considered a taxable entity and is required to file IRS Form 1120 annually with possible tax payments.

C. The procedure to become exempt from federal income tax involves a one-time payment of $300 or less and the filing of information with the IRS. Once the exemption letter has been obtained, the exempt status is maintained through a simple annual filing procedure.

D. If the State Council or chapter chooses this alternative, it will need to file an application for exemption on IRS Form 1024. The application should request exemption pursuant to Section 501(C)(6) of the Code; the appropriate exemption category for a trade association entity such as ENA.

E. The application must be filed with the IRS key director in the district in which the principal place of business or principal office of the State Council or chapter organization is located. Form 8718 and the applicable user fee ($150 or $300) must accompany the application.

F. The State Council or chapter must file IRS Form 1024i order to obtain the federal tax exemption, but it is not required to file the annual information return (Form 990) unless its annual gross receipts normally exceed $25,000.

G. As the central organization for the national association within the state in which it exists, it is strongly recommended that the State Council obtain an exemption letter from the IRS. Chapters obtaining tax-exempt status should notify the State Council of their status.

H. A State Council has the option of changing its exempt status from group to independent or from independent to group, if necessary, by filing the appropriate information with the IRS.
1. A group exemption letter is a ruling or determination letter issued to a central organization recognizing on a group basis the exemption under section 501(C) of subordinate organizations on whose behalf the central organization has applied for recognition of exemption. A central organization is an organization that has one or more subordinates under its general supervision or control. A subordinate is a chapter, local post, or may be an affiliate, such as a state organization, which has subordinate units and is itself affiliated with a national organization. A subordinate may or may not be incorporated, but it must have an organizing document.

2. The advantage of the group exemption is that each of the chapters covered by a group exemption letter is relieved from filing its own application for exemption and paying the filing fee.

3. Although the State Council is responsible for maintaining the group exemption through the submission of a form letter annually, the State Council and each chapter is responsible for filing its own annual informational return (IRS Form 990) if its annual gross receipts normally exceed $25,000.

I. Even if exempt, your organization still will be subject to tax on income unrelated to your exempt purposes. It is important to note that Section 501(C)(3) exemption, while exempting your organization from federal income tax, will not necessarily entitle your organization to exemption from other taxes, such as State and local taxes. Entitlement to exemption from the latter is a matter of State and local law.

J. An information packet on filing for either group or independent exempt status, including sample letters and forms, can be obtained from the national office.
Appendix A-4

IRS FORM 990 PACKAGE

A. Who Must File? Organizations whose annual gross receipts are normally more than $25,000 must file Form 990 or 990EZ. An organization may file Form 990EZ if it meets BOTH of the following requirements: its gross receipts during the previous year were less than $100,000 AND its total assets at the end of the previous year were less than $250,000. If an organization fails to meet either of these conditions, it may not file Form 990EZ. Instead, it must file Form 990. Gross receipts are the total amount the organization received from all sources during its annual accounting period, without subtracting any costs or expenses.

B. If an organization’s gross receipts are normally not more than $250,000, but it received a Form 990 Package from the IRS with a pre-addressed mailing label, it should file anyway. Follow the general instructions on the IRS form under the section entitled “Who Must File” in order to return the form properly to avoid receiving the Form 990 Package until necessary.

C. An organization, whose annual gross receipts are normally $25,000 or more, may need to file Schedule A along with Form 990 (or 990EZ). See the instructions on the IRS form under the section entitled “Other Forms You May Need to File.”

D. An organization, having filed a Form 990 (or 990EZ), should notify the IRS if said organization ceases activity through deactivation

E. When and Where To File? File Form 990 (or 990EZ) by the 15th day of the fifth month after your accounting period ends. It should be filed with the IRS Center, which serves your district. The instructions for their form give the addresses for all IRS Service Centers.

F. Penalties A penalty may be charged when a Form 990 (or 990EZ) is filed late, unless you can show that the late filing was due to reasonable cause.

G. Who Must File Form 990-T? Form 990-T is referred to as an Exempt Organization Business Income Tax Return. Whether or not incorporated, an exempt organization must file Form 990-T if gross income of $1,000 or more from business unrelated to the organization’s exempt purpose has been generated during its fiscal year. Gross income is generally defined as
gross receipts less the cost of goods sold.

H. What Is An Unrelated Trade or Business? An unrelated trade or business is any trade or business that is regularly carried on and that is not substantially related (aside from the need of the organization for income) to the organization’s exempt purposes. An activity does not constitute an unrelated trade or business if (1) substantially all the work in carrying on the activity is performed without compensation; or (2) it consists of the sale of merchandise, substantially all of which was received by the organization as gifts or contributions. Other special activities are also exempt. For more information, see the instructions on Form 990-T or obtain publication 589, Tax on Unrelated Business Income of Exempt Organizations, from your local Internal Revenue Service Center.

I. When to File. Generally, an exempt organization must file Form 990-T by the 15th day of the 5th month after the end of the organization’s fiscal year. The completed Form 990-T must be filed directly with the Internal Revenue Service.
Appendix A-5

DIRECTOR AND OFFICER LIABILITY INSURANCE

A. Association Officers and Directors have not only achieved higher stature in the professional community but have also acquired a greater liability. They have professional liability not unlike that of a doctor or lawyer. Association Directors and Officers are personally responsible for their actions in the direction and management of their association. Their personal fortune and assets may be at stake unless the association takes steps to protect them from this liability.

B. For most associations, this means purchasing Director’s and Officer’s Liability Insurance. Most association charters or bylaws obligate the association to indemnify its executives for their personal loss due to certain kinds of legal actions against them in their capacity as a corporate executive. The association must then decide whether to self-insure this obligation or transfer it to an insurance company.

C. More importantly, however, is the situation in which the Association cannot indemnify its Directors and Officers. In this case, the Directors and Officers are personally responsible for all legal expenses and any settlement. Two examples of an association not indemnifying its Directors and Officers would include the courts disallowing indemnification in certain cases since it may violate public policy or if there is a conflict of interest. There is also the risk that the Association may not have enough money available and might even be insolvent. In these instances indemnification is worthless but a Directors and Officers policy would respond.

D. Thought the major Fortune-listed companies are more susceptible to Director’s and Officer’s claims, no organization is immune. Profit and non-profit, privately held companies and governmental units have all experienced claims against their directors and officers.

E. Director’s and Officer’s Liability Insurance is designed to cover their exposures. It should be noted that this insurance coverage extends to directors and officers only and an Executive Director may be added to the policy by endorsement at usually no additional charge. Such an insurance policy, however, does not usually indemnify the association for its liability unless the association is a not-for-profit entity.

F. In general, the insuring clauses provide coverage for any claims made
during the policy period against the directors or officers, while acting in their individual or collective capacities as such, for a “wrongful act”. A wrongful act is generally defined as any actual or alleged error or misstatement or misleading statement or wrongful act or omission or neglect or breach of duty. Policy exclusions include actions such as libel or slander, dishonesty or fraud, illegal personal profit and others.

G. The insurance of Director’s and Officer’s Liability should not be taken lightly. More than ever before, this kind of protection is indispensable for protecting the personal, financial position of officers and directors.

H. The State Council should consider Liability Insurance for their Director’s and Officer’s. The policy period should be at least one year.
Appendix A-6

GUIDELINES FOR CHAPTER FORMATION

1. A minimum of five (5) active ENA members are required to form the chapter.

2. Schedule an organizational meeting, with sufficient advance notice.

3. Write to the head nurse of the emergency department in each of the hospitals in your proposed area announcing the meeting. Also, enclose a notice which can be posted on the emergency department bulletin board.

4. Notify your State Council president of the date of the meeting.

5. Enlist the aid of other members or appoint a program chairperson to help plan and organize the meeting. Try to provide some type of refreshments.

6. If the meeting is being held in a hospital, you may want to organize a tour of the emergency department and ask the hospital to provide refreshments.

7. You will want to consider the following items for the agenda:
   a. Call to Order
   b. Around-the-room introductions
   c. Description of the plan for chapter formation
   d. Select a chapter name
   e. Elect or ask for volunteers to be chapter officers for the duration of the calendar year (president, president elect, and secretary/treasurer)
   f. Appoint committee chairs (if applicable at this time)
   g. Plan for next meeting and develop goals
   h. Information on ENA membership benefits
   i. Clinical or administrative presentation
   j. Adjourn for refreshments
8. Choose your initial leader carefully. Select a nurse whose confidence, support, and leadership are known to you and other nurses in the community. The right person can provide an organizational nucleus for your group.

9. Be sure to use name tags and pass around a sign-up sheet asking for the name, address, telephone number, membership status (member or non-member) and ENA ID# of each person present. Have a supply of membership applications and brochures available. These items can be obtained from the ENA National Office Member Services Department at no charge.

10. Submit the completed Chapter Petition Form to your State Council president, for review and signature. Once approved, please forward the form to the National Office for final approval.
Petition for Charter

from the EMERGENCY NURSES ASSOCIATION (ENA)

For a local chapter to be known as the
________________________________________ Chapter headquartered in the
State of _________________________

WHEREAS, we whose signatures appear, representing the above-named
proposed chapter, wish to advance the objectives of the Emergency Nurses
Association through a concerted effort at the local level; and,

WHEREAS, we are current active members in good standing with the
Emergency Nurses Association; and

WHEREAS, we represent a geographic and institutional cross section of
emergency nurses; and

WHEREAS, we pledge to abide by the Philosophy, Bylaws and Standard
Procedures of the Emergency Nurses Association; and,

WHEREAS, we agree to participate in the activities of the chartered State
Council; now therefore,

BE IT RESOLVED, that we formally petition the Board of Directors of the
Emergency Nurses Association to grant a charter with all appropriate privileges
to the _______________________________ Chapter.

Respectfully submitted,

Name: ________________________________
Signature: ____________________________ (Print) (Signature)

ENA Membership ID# _________________ Address:
__________________________________
__________________________________

Telephone: Home: _________________ Work: _________________ Date
Submitted: ____________________________________________

October 15, 2016

45 | P a g e
NOTE: A minimum of five (5) active members of ENA must sign this petition. Membership can be verified by reviewing ENA membership cards and checking the expiration date.

The name and ENA ID# of each member must be provided along with signatures. Additional signatures may be added on an attached sheet.

Name: (Print)
Signature: ENA ID#:
Name: (Print)
Signature: ENA ID#:
Name: (Print)
Signature: ENA ID#:
Name: (Print)
Signature: ENA ID#:

___________________________________________________ State Council president
___________________________________________________ State Council
________________________ Date

(This portion to be filled out by the State Council president) PETITION REVIEWED AND APPROVED BY THE STATE COUNCIL