**I. Name, Purpose, and Organizational Structure**

The North Carolina Future of Nursing Action Coalition (NCFONAC) is a statewide coalition of nursing and non-nursing stakeholders founded to implement the recommendations of the Institute of Medicine (IOM) / National Academy of Sciences, Engineering, and Medicine (NASEM) Future of Nursing Report recommendations endorsed by the Campaign for Action: Future of Nursing, a joint initiative of the Robert Wood Johnson Foundation (RWJF), AARP, and the AARP Foundation.

NCFONAC Officers: The Co-Chairs, Secretary, Treasurer, and Regional Champions are considered NCFONAC Officers. Officers are responsible for the leadership, strategic direction, evaluation, and operationalization of the NCFONAC.

NCFONAC Board: The NCFONAC Board (“Board”) is comprised of leaders who represent organizations from a cross section of public and private organizations inclusive of education, practice, administration, and regulation with the resources, expertise, and dedication to advance the IOM/NASEM Future of Nursing Report in North Carolina. The desired number of Board members is 27 (the number may increase or decrease at the discretion of the Board), which includes Regional Champions from the five AARP regions of NC (Coastal, Triangle, Triad, Mountain, and Charlotte). In order to advance our mission, we aim to have diverse representation on the Board made up of nurses and other partners.

NCFONAC Regional Champions: The purpose of Regional Champions is to work with NCFONAC Supporters / Volunteers and AARP Assistant Directors from their region to implement the strategic goals of the NCFONAC within their specific region.

NCFONAC Supporters: NCFONAC Supporters are individuals who voluntarily support initiatives at the board, regional, or committee levels.

NCFONAC Advisory Group(s): An NCFONAC Advisory Group may be convened as a collection of individuals who bring unique knowledge and skills which augment the knowledge and skills of the formal Board in order to serve the organization. An advisory group does not have formal authority to govern the organization, that is, an advisory group cannot issue directives which must be followed. Rather, an advisory group serves to make recommendations and/or provide key information and materials to the Board. Members of an advisory group include, but are not limited to, community representatives; professional and organizational healthcare leaders outside the profession of nursing; liaisons in technology, fundraising, and research; and government agents.

**II. The Board**

Appointment of Board Members: When a candidate is proposed for membership on the Board, the Governance and Leadership Succession Committee will send an application to the candidate. The Governance and Leadership Succession Committee will review the application and once it is determined to be complete, advance the candidate to the Board for a vote. Board members also elect Officers (Co-Chairs), Secretary, Treasurer, and Regional Champions. At least one Co-Chair must be a licensed nurse.

Board Member Responsibilities: The Board is responsible for strategic management and operates by following the bylaws that govern how the NCFONAC must pursue its mission and activities. Specific responsibilities include but are not limited to:

• Determining the NCFONAC’s mission and purpose that articulate the goals, means, and primary constituents served.

• Providing proper financial oversight by assisting in developing the annual budget and ensuring that proper financial controls are in place.

• Ensuring adequate resources for the NCFONAC to fulfill its mission.

• Ensuring legal and ethical integrity and maintaining accountability.

• Ensuring effective organizational planning by participating in an overall planning process and assisting in implementing and monitoring the plan’s goals.

• Electing and orienting new Board members

• Comprehensively and periodically assessing the Board’s performance (at a minimum in alignment with strategic planning sessions)

• Enhancing the NCFONAC’s public standing by clearly articulating the organization’s mission, accomplishments, and goals to the public and garnering support from the community.

• Determining, monitoring, and strengthening the NCFONAC’s programs and services.

• Attending 75% of the Board’s meetings.

• Creating and approving ad-hoc committees and programs as needed to serve the mission of the NCFONAC

Term Limits: Board members may serve three-year terms and are limited to two consecutive terms.

Board Meetings: The Board will meet at least quarterly. The meetings will be in person unless the Board agrees to hold a remote access meeting or to allow members to join an in-person meeting via remote access. Emergency meetings of the Board can be requested by any Board member. Two weeks’ notice and approval by the Board’s Executive Committee are required for arranging an emergency meeting of the Board.

Quorum: Fifty percent of the Board plus one Board member shall constitute a quorum for the transaction of business at that meeting. No business shall be considered for a vote at a meeting at which a quorum is not present. Any act of the majority of Board members present at a meeting at which a quorum is present shall be an act of the Board. On the occasion that the Board is unable to make a decision based on a tie vote, the Board Co-Chairs shall have the power to settle the vote at their discretion.

Officers: Officers of the Board, with the exception of the Co-Chairs, are elected by the Board. Officers may serve up to two consecutive three-year terms above and beyond their terms as Board members.

• Co-Chairs: responsible for convening and facilitating all meetings of the NCFONAC Board, representing the organization to the public, and performing other duties as directed by the bylaws.

• Past-Chairs: The Past-Chairs work collaboratively with the Co-Chairs to representing the organization to the public, and performing other duties as directed by the bylaws.

• Secretary: responsible for taking the minutes of all Board meetings, and maintains records and non-financial legal documents, including the bylaws and minutes of the NCFONAC Board. If the Secretary is unable to attend a meeting, they may delegate the taking of minutes to another Board member or to a non-Board member who will attend the meeting but will not have voting powers.

• Treasurer: responsible for maintaining financial records, signing checks, approving purchases and invoices, overseeing finances, preparing and delivering a true statement of the NCFONAC’s assets and liabilities at each of the Board’s official meetings, approving the NCFONAC’s annual tax filing, chairing the Finance/Audit Committee, comparing the budget to actuals, and creating and submitting financial reports to granting and funding bodies.

**III. Committees**

The Board may create standing and ad-hoc committees, which shall have and may exercise such powers as conferred or authorized by the resolutions creating them.

Standing Statewide Committees:

• Executive Committee: provides ongoing leadership, administration, and direction in between Board meetings; performs day-to-day operations; coordinates strategic planning; comprised of the Co-Chairs, Secretary, Treasurer, coordinates community engagement across regions by sharing information and ensuring consistent messaging.

• Governance & Leadership Succession: builds a Board that meets the NCFONAC’s needs; supports good governance and engages Board members in orientation and ongoing development; formally assesses the Board’s performance, bylaws, policies and procedures; drives Board candidate identification and advances candidates for a vote by the Board.

• Finance/Audit: supports the Board’s responsibility for oversight of the NCFONAC’s fiscal health, recommends policies to the full Board to safeguard the NCFONAC’s assets, ensures the completeness and accuracy of its financial records, oversees proper use of resources, selects an independent auditor and serves as a link between the auditor and the Board, ensures that the auditor has full access to financial and related records, reviews the auditor’s report and submits it to the Board, arranges for the full Board to meet with the auditor.

• Advancement: provides input and insight into the NCFONAC’s fundraising and development strategies; engages Board members in their individual and collective fundraising and grant development roles; identifies and pursues various funding sources; submits grants; identifies prospects and cultivates relationships with individuals, foundations, corporations, etc.

• Marketing & Communications: responsible for creation and distribution of promotional materials (e.g., fact sheets, newsletters, presentations, etc.); and overseeing and managing the NCFONAC website and social media channels.

• Education & Practice: provides input and insight on NCFONAC’s continuing education initiatives.

**IV. Miscellaneous**

Amendments: These bylaws will be reviewed every two years or as requested by a quorum vote of the Board.

**STRUCTURE**

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| **NCFONAC Board Executive Committee** (n=4, meets monthly or every other month)  Co-Chairs, Secretary, Treasurer | | | | |  |
| **NCFONAC Board** (n=27 incl 4 from Exec Committee, meets quarterly)  Comprised of leaders who represent organizations from a cross section of public and private organizations with the resources, expertise, and dedication to advance the IOM / NASEM Future of Nursing Report in North Carolina who may serve as Board officers and committee chairs. | | | | |  |
| Statewide Committees: Governance & Leadership Succession, Finance/Audit, Advancement, Marketing & Communications, Education & Practice | | | | | **NCFONAC**  **Advisory Group** |
| **Charlotte Region AC Champion** (partnering w/ regional AARP  Director) | **Coastal Region AC Champion** (partnering w/ regional AARP  Director) | **Mountain Region AC Champion** (partnering w/ regional AARP  Director) | **Triangle Region AC Champion** (partnering w/ regional AARP  Director) | **Triad Region AC Champion** (partnering w/ regional AARP  Director) |  |
| **NCFONAC Supporters / Members** | | | | |

[**Map: AARP North Carolina by Region**](https://duke.box.com/s/hhjcsmxirp9g4j5hwusa68irp29ipmo1)

