

BYLAWS OF THE  
AMERICAN ASSOCIATION OF  
NURSE LIFE CARE PLANNERS  
(AANLCP®)

**ARTICLE I.**

**NAME**

The name of the organization will be the “American Association of Nurse Life Care Planners” (the “Association”).

**ARTICLE II.**

**MISSION, PURPOSES, RULES**

**Section 1. Mission.** The mission of the Association is to support the life care planning community to achieve excellence.

- a. The Association is organized exclusively for charitable, educational, and scientific purposes under section 501(c)(6) of the Internal Revenue Code or corresponding section of any future federal tax code.
- b. The Association shall be nonsectarian, nonpartisan, nonprofit, and nonunion. No actions or programs may be initiated or undertaken in conflict with the bylaws of the Association.

**Section 2. Purposes.**

- a. To promote the professional advancement of individuals who specialize in life care planning.
- b. To encourage a high order of ethical and professional attainment and fellowship in the field of life care planning.
- c. To provide a forum for educational opportunities for continued learning. To promote the exchange of information applicable to the field of life care planning.
- d. To assess, identify, plan, implement, and evaluate programs, purposes, and goals of the Association.
- e. To perform any and all such other acts that are necessary and proper to the attainment of these purposes.

**Section 3. Rules.** The following rules shall conclusively bind the Association and all persons acting for or on behalf of it:

- a. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth herein. Notwithstanding any other provision of these bylaws, the Association shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
- b. Upon the dissolution of the Association, the Executive Board shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations as shall at the time qualify as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Board shall determine.

### **ARTICLE III.**

#### **MEMBERSHIP**

Membership constitutes professionals engaged in the practice of life care planning. Membership is unrestricted by consideration of nationality, race, creed, lifestyle, color, gender, or age. All members agree to support the Association's purposes and abide by these Bylaws and such other rules and regulations as the Executive Board may adopt.

**Section 1. Classes** Membership of the Association shall be composed of RN active members, professional active members, life care planning student members, and lifetime members.

- a. *Nurse Active Membership.* Nurse active membership in the Association may be granted to any registered nurse who has completed a life care planning course and who maintains active licensure in the United States, or whose country is recognized by the International Council of Nurses, who does not have a nursing license under suspension or revocation in any state or country. The nurse active member may hold elective office, serve on committees, and partake of all other benefits of membership as may be determined from time to time by the Executive Board. The nurse active membership is a voting member.
- b. *Professional Active Membership.* Professional active membership shall include any person actively providing life care planning services and not qualified in Section 1.a., including individuals designated as holding a license or professional degree in good standing who have completed a life care planning course. A professional active member may not hold elected office. The professional active member is a voting member.

- c. *Student Membership.* Student membership shall be any person who is enrolled in a life care planning course, or who has completed training from an approved provider in a life care planning course within the preceding six (6) months. The individual cannot be a current or past member of the Association. A student member may not hold elective office. The student member is a non-voting member.
- d. *Company Individual.* Company individual membership shall include up to five [5] (W2) employees who are being sponsored by a company. The membership belongs to the company, and it shall notify the Association of its designated Association representatives.
  - f. *Lifetime Membership.* Lifetime membership shall be conveyed to the Association Founder. The Executive Board shall designate this lifetime membership, and an individual who chooses to subscribe to lifetime membership shall be at the Basic Membership Level.
  - g. Additional classes of membership may be addressed in the Policies and Procedures as determined by the Executive Board.

**Section 2. Application.** The Executive Board may reject a membership if the qualifications of membership are not met, or if the applicant has been convicted of a felony or had his/her nursing or professional license suspended or revoked.

**Section 3. Voting Rights.** Active members in good standing shall be entitled to one vote on all matters coming before the membership. Voting may occur by in person or electronic transmission.

**Section 4. Dues and Assessments.**

- a. The initial and annual dues for each class of membership of the Association and the time for paying such dues and other assessments, if any, shall be determined from time to time by the Executive Board.
- b. Delinquency: Any member whose dues are not received according to established policy is terminated as a member and all privileges of the Association are withdrawn.

**Section 5. Resignation.** The Association shall not refund any portion of dues or assessments paid by an individual during the period of their membership in the Association.

**Section 6. Discipline.** Any member who becomes ineligible for membership or who shall be in default in the payment of any dues or assessments will have their membership terminated automatically. Discipline may be imposed by the Executive Board including, but not limited to, membership termination for any behavior which may diminish the good name or good will of the Association or is inconsistent with the values of the Association.

## **ARTICLE IV.**

### **MEMBERSHIP MEETINGS**

**Section 1. Annual Meeting.** The annual membership meeting shall be held in conjunction with an educational conference each year. The actual date, time and place will be determined by the Executive Board, with notice to all members at least thirty (30) days prior to the meeting. An Annual Meeting of the members for receiving reports, and for such other business as may properly come before the members.

**Section 2. Special Meeting.** A Special Meeting of the members may be called by the President or by a two-thirds (2/3) vote of the Executive Board. In addition, a Special Meeting of the members may be called upon written application with a collective total of twenty-five (25%) of active members. If a Special Meeting is called in this manner, a notice stating the place, day, hour, and purpose for which a Special Meeting is called shall be conveyed to the members by e-mail from the Executive Board not less than thirty (30) days before the date of the Special Meeting. No business shall be transacted at a Special Meeting except that stated in the notice of such meeting.

**Section 3. Quorum.** Those members present and qualified to vote shall constitute a quorum for the conduct of business at the Annual or any Special Meeting, and the majority of such quorum shall, for voting purposes, be necessary for the adoption of any matter brought before the quorum. In the event of a vote for dissolution, a quorum shall consist of two-thirds (2/3) of the Active Nurse Members present and qualified to vote.

**Section 4. Manner of Acting.** The act of a majority of the members present and eligible to vote at a membership meeting at which a quorum is present shall be the act of the membership, except where otherwise provided by law or by these Bylaws.

## **ARTICLE V.**

### **EXECUTIVE BOARD/OFFICERS**

**Section 1. Composition and General Powers.** The Executive Board/Officers of the Association shall be comprised of a minimum set of the following: the President, President-Elect, Past-President, Secretary, and Treasurer. The Executive Board shall have supervision, control, and direction of the affairs of the Association; shall determine its policies or changes therein within the limits of these Bylaws; and shall actively prosecute its purposes and have discretion in the disbursement of its funds. The Executive Board may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may, in the execution of the powers granted, create such committees, and appoint such agents as it may consider necessary. The maximum number of consecutive years an individual may serve on the Executive Board in any total combination of roles is six (6).

**Section 1a. President.** The President serves as the official representative of the Association and shall, in general, supervise and control all the affairs and the Executive Board. The President shall be a member *ex-officio* of every committee of the Association.

**Section 1b. President-Elect.** The President-Elect shall become familiar with the duties of President and perform such duties as may be delegated to him/her by the President or the Executive Board and shall succeed the President at the expiration of the President's term of office. In the event of the absence, inability, or refusal to act of the President, the President-elect shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all of the restrictions on the President. The President-elect shall appoint all committee chairs and members, subject to approval by the Executive Board, except as otherwise provided in these bylaws.

**Section 1c. Past President.** The immediate Past President ensures continuity in leadership and acts as an advisor to the new President and Executive Board. The immediate Past President shall also be assigned other duties as may be assigned from time to time by the President or Executive Board.

**Section 1d. Secretary.** The Secretary shall be responsible for maintaining permanent records of all business meetings and such other duties as may be assigned from time to time by the President or Executive Board. The Secretary shall keep and make accessible the minutes of monthly Executive Board meetings, Annual Meetings, Strategic Planning Meetings, and Special Meetings, if any, to all members at [www.aanlcp.org](http://www.aanlcp.org).

**Section 1e. Treasurer.** The Treasurer monitors and reports the fiscal affairs of the Association and reports to the Executive Board. The Treasurer shall be the principal financial officer of the Association and shall have charge of and be responsible for the maintenance of adequate books of accounting for the Association; shall have charge and custody of all funds of the Association, and be responsible therefore, and for the receipt and disbursement thereof; shall deposit all such monies in the name of the Association in such banks as shall be selected in accordance with the provision of these Bylaws; shall have periodic audits of the Association's books conducted by a certified public accounting firm; and shall in general perform all the duties incident to the office of Treasurer and such other duties as may be assigned from time to time by the President or Executive Board. The Treasurer provides a report to the membership at the Annual Membership meeting.

**Section 2. Executive Board Meetings.** The Executive Board will meet at minimum annually. Additional meetings of the Executive Board may be called by the President or by a quorum of the Executive Board. Three (3) members of the Executive Board, one of whom shall be the President or President-Elect, shall constitute a quorum for the transaction of business at any meeting of the Executive Board, provided that if less than a majority of the Executive Board are present, a majority of the Executive Board may adjourn the meeting from time to time without further notice.

**Section 3. Special Meetings.** Special Meetings of the Executive Board may be called by the President or by a minimum of three (3) Executive Board members/officers and shall be held only upon 5 days' notice to all Executive Board members.

**Section 4. Manner of Acting.** The act of a majority of the Executive Board present at a meeting at which a quorum is present shall be the act of the Executive Board, except where otherwise provided by law or by these Bylaws.

**Section 5. Vacancies.** In the event of a vacancy in the office of President, the President-Elect shall succeed to the office for the unexpired term and shall continue in the office of President for the following year. In that event, or for any other reason where the office of President-Elect shall be vacant, a President-Elect shall be appointed by the Executive Board to serve until the next election. In the event of a vacancy in the office of Secretary or Treasurer, the Executive Board shall appoint a member to fill the vacancy for the unexpired term who shall be eligible to seek election to the office the following term.

**Section 6. Resignation or Removal of Officers.** Any elected officer may be removed from office by a two-thirds (2/3) vote from Association's Executive Board provided the officer, upon request, is offered an opportunity to have a Special Meeting, at which time the officer is permitted to defend against the termination.

**Section 7. Telephone/Virtual Conferences.** Members of the Executive Board, or of any committee designated by the Executive Board, may take any action permitted or authorized by these Bylaws by means of any telecommunications, such as the Association's Zoom Account, through which all participants in the meeting can communicate with each other. Participation in a meeting pursuant to this subsection shall constitute presence in person at such meeting.

**Section 8. Electronic Vote.** Any action requiring a vote of the Executive Board may be taken by electronic mail ballot (e-mail). The action taken shall be effective upon the unanimous written approval of the Executive Board and upon filing of the written approvals with the records of the Executive Board meetings.

## **ARTICLE VI.**

### **NOMINATIONS AND ELECTIONS**

**Section 1. Nominating Committee.** The immediate Past President will serve as the nomination/ election chairperson and will be responsible for appointing at least two (2) members to serve on the committee.

**Section 2. Nominations.** Nominations for elected office are submitted by the membership to the immediate Past President/Nominating Committee.

**Section 3. Eligibility.** To be eligible for elective office, the nominee must:

- a. Be an active nurse member in good standing of the Association.
- b. Have two (2) consecutive years of membership in the Association.

- c. Provide documentation of life care planning experience upon request.
- d. Be licensed as a Registered Nurse, or the equivalent in other countries, for a minimum of five (5) years. The license must be unrestricted and active.
- e. Have at least two years of life care planning experience immediately preceding the nomination.

**Section 4. Elections.** Elections shall be by majority vote of electronic ballots from qualified members.

- a. Elections shall be by electronic ballot.
- b. In case of a tie, the choice is by lot utilizing an electronic random number generator to be witnessed by at least two (2) individuals, at least one (1) of whom is a member of the Executive Board.
- c. Any member holding an elective office may not be nominated for another office unless their current term expires at the time of the impending annual election.

## **ARTICLE VII.**

### **TERMS/VACANCIES/REMOVAL**

**Section 1. Term of Office.**

- a. President shall serve a term of one (1) year and will assume the role of Past-President for one (1) year.
- b. President-Elect is elected each year and serves in that capacity for one (1) year and then as President for one (1) year and then Past President for one (1) year.
- c. Past-President shall serve a term of (1) year.
- d. Secretary shall be elected in the even-numbered years for a term of two (2) years and shall serve until their successor has assumed office.
- e. Treasurer shall be elected in odd-numbered years for a term of two (2) years and shall serve until their successor has assumed office.

## **ARTICLE VIII.**

### **COMMITTEES**

To facilitate the Association's objectives and purposes, as well as the needs of the profession, the Executive Board shall, at least annually, create such committees as it deems desirable. Each committee shall consist minimally of a chairperson and two (2) additional members.

**Section 1. Standing Committees.** The standing committees are directed by and shall report to the Executive Board at least quarterly. The Association shall maintain any other standing committees as deemed necessary by the Executive Board.

**Section 2. Special Committees.** Special committees or task forces may be established as needed by the Executive Board. Such special committees or task forces shall limit their activities to the purposes for which they were created and shall be dissolved upon the completion of their appointed tasks.

**ARTICLE IX.**

**FISCAL YEAR**

The fiscal year of the Association shall end on December 31.

**ARTICLE X.**

**OFFICIAL PUBLICATION**

The official publication of the Association is the *Journal of Nurse Life Care Planning*.

**ARTICLE XI.**

**PARLIAMENTARY AUTHORITY**

*Robert's Rules of Order Newly Revised* is the parliamentary authority of this Association.

**ARTICLE XII.**

**AMENDMENTS**

These Bylaws may be amended with the approval of the majority of Active members, provided the substance of any such amendment has been approved by a two-thirds (2/3) vote of the Executive Board and has been circulated to the membership. If a vote is to be taken other than during the Annual Meeting, a two-thirds (2/3) majority of Active Members of the quorum shall constitute passage. Proposed Bylaw amendments will be presented to the membership, via e-mail, at least thirty (30) days prior to the date they will be voted upon.

**ENACTMENT**

These Bylaws shall become effective at the close of the meeting at which adopted, unless otherwise specified.