Chapter Formation Guidelines

Caring for America’s Heroes

www.vanurse.org

Nurses Organization of Veterans Affairs
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NOVA is a nationwide, nonprofit professional organization whose members are nurses working for the Department of Veterans Affairs Medical Centers and Clinics. NOVA is not part of the VA, nor is NOVA sanctioned or endorsed by the VA.
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Welcome Letter to NOVA Chapter Leaders

Dear NOVA Chapter Leader,

Congratulations on your chapter leadership position! We hope you find this opportunity beneficial, both personally and professionally.

The NOVA Board of Directors and staff are committed to your success and the success of your chapter. Together we can educate, communicate and advocate for the Department of Veterans Affairs nurse professionally, personally and legislatively.

As a chapter leader, you and your fellow chapter board of directors have been entrusted with the governance of a nonprofit corporation. This Chapter Formation Guidelines Handbook was designed to support you in that endeavor. We hope you find it a valuable resource.

We sincerely thank you for stepping into this very important position. If you have any questions or require support throughout the process of forming and maintaining your chapter, we encourage you to contact NOVA Headquarters staff at nova@vanurse.org or (703) 444-5587.

Wishing you much success in the coming year,

NOVA Board of Directors & Staff
About NOVA

The Nurses Organization of Veterans Affairs (NOVA) is a nationwide, 501(c)(6) nonprofit professional association comprised of Registered Nurses employed by the Department of Veterans Affairs. NOVA is not a part of the Department of Veterans Affairs, nor is it sanctioned or endorsed by the Department of Veterans Affairs.

NOVA Mission

To educate, communicate and advocate for the Department of Veterans Affairs nurse professionally, personally and legislatively.

NOVA Vision

VA nurses will provide high quality nursing care.
VA nurses will have an optimal work environment.
VA nurses will be well informed on relevant issues that impact VA healthcare and nursing practice.
VA nurses will have a strong voice in the legislative arena.
VA nurses will have a strong presence at the VHA corporate leadership level.
VA nurses will be NOVA members.

NOVA – The Beginning…

During the fall of 1980, the nationwide shortage of registered nurses reached crisis proportions. Nurses were leaving the profession in droves, enrollment in nursing schools was decreasing, and discontent was widespread. Discontent ranged from disillusionment with nursing as a profession to adversarial relationships with physicians, resulting in pronounced staffing shortages.

This unfortunate situation was no more pronounced than in the VA system. When PL 96-330 was passed by Congress without direct input from VA nurses, a small group of dedicated nurses at the Hines VA Hospital in Illinois decided that it was time for action. This decision marked the birth of the Nurses Organization of Veterans Affairs.

Earlier, in the spring of 1980, a proposal was drafted encompassing the concept of a nationwide professional nursing organization with an educational and legislative emphasis. Since it was founded, NOVA has grown to currently serve VA nurses from all over the United States. These nurses have pursued their goals resolutely and have been able to significantly influence our nation’s legislators on issues of Veterans’ health care.
NOVA Membership

NOVA members include Licensed Professional/Vocational Nurses (LPN/LVN), Registered Nurses (RN), and Advanced Practice Registered Nurses (APRN) employed by the VA, along with Nurse Emeritus members who have retired from VA. NOVA members span all clinical specialties and areas of nursing from across the country.

NOVA offers the following membership categories:

**LPN/LVN Membership**
Open to any Licensed Professional/Vocational Nurse employed full time, part time, and/or intermittent status by VA. Dues are $100 annually.

**RN Membership**
Open to any RN currently employed full-time, part-time, and/or on intermittent status by the VA. Dues are $150 annually.

**APRN Membership**
Open to any APRN currently employed full-time, part-time, and/or on intermittent status by the VA. Dues are $150 annually.

**Emeritus Membership**
Open to any LPN/LVN, RN, or APRN retired from the VA. Dues are $50 annually.

**Associate Membership**
Offered to supporters and sponsors of NOVA, including corporations and organizations. The dues are $250 annually.

NOVA Structure

NOVA is organized into three levels: National, VISN, and Chapter.

National is the highest level and is comprised of the NOVA Board of Directors and staff. They oversee the organization’s strategic plan, budget, policies and procedures, and make sure that the association is operationally sound.

**View the National NOVA Board Roster**
**View the National NOVA Staff Contacts**

The next level is the VISN level. Each of NOVA’s chapters fall within one of the 18 VISN’s with the VA.

The final level is the NOVA Chapter level. NOVA chapters are comprised of NOVA members from a specific VA facility. Each Chapter has their own dues, and hosts their own events. Chapter level activities play a vital role in supporting NOVA member engagement. **NOVA has over 120 chapters in 46 states across the country.**
WHO’S WHO IN NOVA
NOVA BOARD OF DIRECTORS

President
Kelly D. Skinner, DNP, APRN, NP-C, GNP-BC,CRRN, WCC, CFCN
(January 1, 2020 – December 31, 2021)
VA Boston Health Care System
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Membership Secretary
Catherine R. Giasson, DNP, MHA, RN, NE-BC
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VA Central Western Massachusetts HCS
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(January 1, 2020 – December 31, 2021)
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(January 1, 2021 - December 31, 2022)
Office of the Medical Inspector
VA Central Office
Directors
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MANAGEMENT FIRM
AH is a professional services firm that specializes in helping non-profit organizations achieve their mission, create value, and advance their causes, industries, and professions. There are four main divisions within AH – a full-service Association Management Company; a Marketing and Communications Agency (MarCom); a Meetings & Events Management Team; and a division that focuses on other custom solutions such as strategic planning, website builds, database integrations, accounting services, staff recruitment, credentialing management, public affairs and lobbying, and growing non-dues revenue.
AH supports the operations of NOVA with a dynamic team which includes:

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**View VISN and Chapter Contacts**
Member Benefits

NOVA is a dynamic professional nursing organization dedicated to the mission of caring for America’s heroes and supporting the education, research, and scholarly endeavors of VA nurses in order to continue to provide the very best care to our nation’s Veterans. Joining NOVA provides outstanding networking opportunities, education and CEUs, current information on legislation affecting nurses and Veterans, and most of all, membership in a group of dedicated VA nurses who understand and support what you do and why you do it every day.

A Major Advocacy Power
NOVA provides a powerful, independent voice in the Department of Veterans Affairs and on Capitol Hill. NOVA educates members of Congress about Veterans’ issues through an Annual Legislative Roundtable with House and Senate Staffers, Veterans’ Service Organizations, DVA and VHA leaders, including the Chief Nursing Officer and the Under Secretary of Health, and other national Professional Organizations. NOVA also develops annual Legislative Priority Goals and provides education to NOVA members on how they can meet with their Members of Congress.

Educational Webinars
NOVA offers free, monthly webinars on a variety of professional development topics that are valid for CEs. Webinars cover topics including providing valuable input for proficiency evaluations, patient safety, moral distress, evidence-based practice, advocacy, chapter development and much more.

NOVA Mentorship Program
NOVA has developed a mentorship program to help you meet your goals for professional advancement within the Department of Veterans Affairs. This program connects NOVA member mentees with seasoned NOVA members who serve as resources to help meet requirements for advancement related to proficiency, education, evidence-based practice, and research, as well as professional development. In addition, NOVA chapters can benefit from mentoring regarding chapter development and potential programs.

Certification Discounts
NOVA has partnerships with many nursing organizations to offer NOVA members discounts on national certification and re-certification programs across a wide variety of specialties.

Tuition Discounts
NOVA has partnered with several educational institutions to provide NOVA members pursuing nursing degrees with tuition discounts.

Nursing Scholarships
NOVA members have the opportunity to apply for NOVA scholarships. The purpose of NOVA scholarships is to promote the advancement of nursing practice, by providing scholarships to qualified nurse employed by the Department of Veterans Affairs.

NOVA News Electronic Newsletter
NOVA News keeps you informed of NOVA activities and updates, and is an excellent source of
information on national health care policy, internal VA issues and their effect on the nursing field, NOVA chapter events, activities and more.

**Annual Meeting**
NOVA’s Annual Meeting presents the opportunity for members to meet with colleagues across the nation, share and exchange professional ideas and experiences, and attend educational sessions with nationally recognized speakers. Poster presentations offer members an opportunity to showcase research, evidenced based and other initiatives at their facilities. NOVA members receive continuing education credits (CEs) for attending these programs and receive significant discount on registration fee.

**NOVA on Social Media**
Follow NOVA on Facebook
https://www.facebook.com/VAnurse.org

Follow NOVA on Twitter
https://twitter.com/novanurses

Follow NOVA on Instagram
https://www.instagram.com/NOVANurses/

Connect with NOVA on LinkedIn
https://www.linkedin.com/in/nova-nurses-organization-of-veterans-affairs-b7a918117/

**NOVA Website: www.vanurse.org**
NOVA’s website is a place where you can find up-to-date information on NOVA’s many programs and activities, including:

- **NOVA News** electronic newsletter.
- NOVA educational webinars.
- NOVA position papers.
- Link to Facebook & Twitter Can there be links added form Instagram and LinkedIn???
- How to join NOVA and pay membership dues online.
- How to register for the Annual Meeting.
- Information on NOVA scholarships and awards.
- How to participate in membership campaigns.
- Contact information for NOVA Board Members.
- NOVA history and much more.
Dues Payments
NOVA offers several convenient ways to join and pay annual membership dues. Click Here to complete an application. There are various options for paying renewal dues:

- **Full Payment** – Pay in full by credit card or eCheck*/ACH. When paying by check, address it to NOVA and mail with the membership application to 1120 Rte 73, Ste 200, Mt Laurel, NJ 08054.

- **Automatic Monthly Payments** – Pay annual membership dues in monthly installments via credit card or eCheck*/ACH).

- **Payroll deduction** – To participate in payroll deduction, Click Here for the Payroll Deduction Form.

*An eCheck (or electronic check) is an electronic version of a paper check used to make payments online. To make a payment with an eCheck, provide the following information: Your bank routing number and bank account number.*
Starting a Local Chapter

If you believe in what NOVA can accomplish and you have passion and enthusiasm, you can start and grow your chapter. You do not have to do this alone. Enlist the help of your immediate co-workers or other nurses who share the same vision. You may be designated the leader until you have official elections.

Requirements for NOVA Chapters
The following requirements must be met to be chartered as a NOVA Chapter:

- Local chapter members must be members of the national NOVA association.
- Membership in NOVA and its chapters is voluntary, and no person eligible for membership shall be excluded.
- Chapter must obtain an Employee Identification Number (EIN) from the IRS.
- Chapter must have a board of directors.
- Chapter must have bylaws and maintain voting membership categories and criteria identical to NOVA’s.
- Chapter must complete and submit Chapter Charter application along with all required documentation.

NOVA Chapters must also meet annual requirements to maintain their NOVA Chapter charter. See: Requirements for Maintaining a Local Chapter

Step 1: Apply for NOVA Membership
You must be a member of NOVA to charter a chapter. If you are not a member, the first step is to apply for NOVA membership. Click Here to complete a NOVA membership application online.

Step 2: Identify Interest in Chapter Start-Up
Individuals interested in starting a NOVA Chapter (i.e., founding members) should consider compiling a list of fellow VA nurses who may be interested in assisting with NOVA Chapter start-up activities. A personal connection should then be made to assess their willingness to participate either as a member of the organizing team or as a future participant. Contact NOVA National Office to receive a list of members from your facility. Conduct outreach to identify those individuals who are willing to help establish the chapter. Ensure that individuals who are interested in starting the NOVA chapter are NOVA members. Collect contact information to include personal email addresses for communication with others who are interested in assisting you. Please note that VA email addresses must not be used for the purposes of promoting NOVA membership or chapter development activities.

Step 3: Elect Your Chapter Board of Directors
Once you have identified a minimum of three (3) individuals who are interested in participating, you will need to establish your Chapter’s Board of Directors. At a minimum, you need to have a President, President-Elect, Secretary-Treasurer, Membership Secretary, and three (3) Directors. Once a chapter has 25 members or more, the chapter must have a President, President-Elect, Secretary-Treasurer, Membership Secretary & two at-large directors.

Below is a typical list of responsibilities for Chapter Board Members. Conduct a meeting to elect the Board of Directors for your Chapter. The names of your Chapter Board Members will need to be provided to the NOVA National Office with your charter application.
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<tr>
<th>Board Positions</th>
<th>Responsibility</th>
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| President            | • Responsible for all communications between the chapter and NOVA National.  
                      | • Ensures compliance with NOVA Chapter Guidelines & Requirements  
                      | • Attends conference calls/meetings with other Chapter Leaders.  
                      | • Oversees chapter operations.  
                      | • Approves and signs-off on all chapter projects - financial and operational.  
                      | • Manages the chapter in conformation with chapter by-laws.  
                      | • Calls and directs chapter board meetings, prepares agenda for and presides over all meetings.                                             |
| President-Elect      | • Responsible for initially setting-up Chapter bank account(s)  
                      | • Oversees various projects, committees, and task forces.  
                      | • Responsible for projects as requested by the Chapter President.  
                      | • Function as Chapter President as requested by Chapter President.  
                      | • Performs other duties assigned by President.                                                                                           |
| Secretary - Treasurer| • Initial responsibility to set up Chapter bank account(s).  
                      | • Holds and maintains the chapter banking records and for all communication with the chapter’s bank.                                         
                      | • Coordinates collection of chapter member dues (if applicable).  
                      | • Files documents with the proper government authorities for compliance to non-profit status as required (IRS Form 990, EIN number).  
                      | • May be responsible for budgets for all chapter activities as requested by the Chapter President.                                        
                      | • Keeps full and correct account of receipts and disbursements.  
                      | • Deposits the funds of the Chapter in a designated bank.  
                      | • Renders accounting of financial condition of Chapter Board.  
                      | • Keeps minutes of business meetings.  
                      | • Notifies members of all meetings.  
                      | • Prepares, distributes and collects ballots at the annual election.                                                                     |
| Membership Secretary | • Responsible for serving as the primary membership contact for the chapter  
                      | • Maintains email list of Chapter members and other demographic information including nurse title, address, and contact number.  
                      | • Develops and implements promotional activities for the purpose of soliciting new members                                              |
| Immediate-Past President | • Performs such duties as may be prescribed by the Board of Directors.                                                                       |
| Director             | • Responsible for attending Chapter Board meetings.  
                      | • Reviews and approves chapter initiatives and financial reports.  
                      | • Works to promote chapter growth and sound operations.                                                                                 |

**Step 4: Establish Chapter Bylaws**

Each chapter shall adopt its own bylaws which should align with and support of NOVA’s mission and national bylaws. Use the enclosed NOVA Bylaws as a basis upon which to draft your chapter bylaws. A copy of the Chapter bylaws must be submitted to the NOVA National Headquarters with
the charter application

**Step 5: Establish Chapter Dues Structure (If Any)**
Chapters shall be responsible for determining Chapter dues (if any) and collecting such dues; provided, however, the amount of such dues shall not exceed NOVA national dues. These dues are for Chapter use and are not the property of the NOVA National Office. *(Donations towards Educational Grants for NOVA are welcomed.)*

**Step 6: File Articles of Incorporation**
Each Chapter shall file articles of incorporation within the state where the chapter will be based. This process will vary from state to state; contact your state government for more guidance. [Click here](#) for links to state websites to find out what is required in your state.

It is recommended that the chapter consider hiring legal counsel and a local accountant to assist in these matters. If you do not use an attorney, take advantage of your state employees charged with assisting in such matters. Filing fees in most states are under $100.00. *(This is something to consider once your chapter is established, guidance can be provided upon request from NOVA National Office.)*

**Step 7: Obtain a Chapter EIN Number**
Each Chapter is required to provide their EIN number to be a chartered chapter of NOVA. To apply for your chapter’s EIN you can apply online on the [IRS website](https://www.irs.gov) or you can complete form SS-4 and submit it directly to the IRS. A copy of the form is included with this document. Chapters can also obtain an EIN by calling the IRS Business & Specialty Tax Line (800-829-4933). An assistant will take the information, assign the EIN, and provide your number. You must provide NOVA with your chapter’s EIN number with the charter application.

**Important Note**
Each chapter shall be solely responsible for its debts and liabilities, and for fulfilling all requirements imposed by governmental authorities, including report and return requirements. Chapters shall not be responsible for the debts or liabilities of NOVA National, or for fulfilling requirements of NOVA National imposed by governmental authorities.

**Step 8: Apply for Official Chapter Status**
Once your chapter is established, you need to make it official! Click here to complete NOVA Chapter Charter Application Form at [https://www.vanurse.org/page/startachapter](https://www.vanurse.org/page/startachapter). Include copies of the following items with your application:

- Officers & Directors List
- EIN (IRS Form SS - 4). (Obtain within 6 months)
- Articles of Incorporation (Submit only if available)

When your application for chapter status is approved, you will receive written notice from the National Office. Your new chapter will be recognized during the NOVA Annual Meeting.

**Requirements for Maintaining a Local Chapter**
**NOVA National Annual Report**

Once your chapter charter has been approved, your chapter will be required to submit the following information annually to NOVA National Headquarters:

- Officers & Directors List
- Chapter Membership List
- Copy of Chapter’s 990-N Filing

**Important Note**

Charters for NOVA Chapters may be revoked by the NOVA national Board of Directors if chapters fail to comply with reporting requirements. Upon revocation of a Chapter’s charter, the Chapter immediately shall remit all of its funds (after satisfying any existing debts or obligations) and records to NOVA’s national office.

**State Annual Filing Requirements**

Most states also require that the chapter file an annual report (and pay a minimal fee) to maintain your incorporation status. Failure to file can result in your incorporation status being revoked. To find out your state’s requirements, check the department website that governs non-profits in your state (in most states it’s the Department of State). Forms and more information can be obtained at [http://www.irs.gov/Charities-&-Non-Profits/State-Nonprofit-Incorporation-Forms-and-Information](http://www.irs.gov/Charities-&-Non-Profits/State-Nonprofit-Incorporation-Forms-and-Information)

**IRS Annual Filing Requirements**

It is NOVA Chapters’ responsibility to file Form 990-N (e-Postcard) each year. You must use your Chapter EIN to file Form 990-N (e-Postcard).

- **Who must file Form 990-N (e-Postcard)?**
  NOVA Chapters whose annual gross receipts are normally $50,000 or less are required to electronically submit Form 990-N, also known as the e-Postcard.

- **What happens if I don’t file Form 990-N (e-Postcard)?**
  If your Chapter does not file e-Postcard on time, the IRS will send your Chapter representative a reminder notice. There is no penalty assessment for late filing the e-Postcard, but a Chapter that fails to file the required e-Postcards for three consecutive years will automatically lose its tax-exempt status. The revocation of the Chapter’s tax-exempt status will not take place until the filing due date of the third year

- **When is the due date of the e-Postcard?**
  The e-Postcard is due annually by the 15th day of the 5th month after the close of your tax year based on your accounting cycle. For example, if your Chapter’s tax year ended on December 31, the e-Postcard is due May 15 of the following year. If the due date falls on a Saturday, Sunday, or legal holiday, the due date is the next business day. You cannot file the e-Postcard until after your tax year ends.

- **How can I file the e-Postcard?**
  Please visit [http://epostcard.form990.org](http://epostcard.form990.org) to file your Chapter’s e-Postcard. For more information or any additional questions, please contact IRS at [www.irs.gov](http://www.irs.gov). It is also recommended that you contact a tax professional if you have any questions or concerns.
Tips for Maintaining an Active Chapter

One of the biggest challenges chapter leaders face is maintaining an active chapter. The most successful chapters communicate frequently with their members and offer many opportunities throughout the year for in-person activities, meetings and networking that can be in-person and/or virtual.

Recruiting New Members

Word of mouth is the most effective way to recruit new members. Consider using the following strategies:

- Distribute NOVA membership brochures, applications to colleagues and highlight the NOVA website (on your own time).
- Request permission to make a presentation about NOVA at your facility new employee orientation events. NOVA has a presentation you can use for this purpose. Attach a link to the presentation.
- Celebrate Nurses Week by having a table and distributing NOVA membership applications and materials. (Be sure to do this with facility permission and on your own time.)
- Establish a Facebook Group for your chapter and invite colleagues to join. This must be approved by the national NOVA Social Media Committee.
- Post NOVA membership information in your facility break rooms (as allowed).
- Wear NOVA apparel proudly in your facility.
- Discuss and distribute information on NOVA’s webinars and Annual Meeting to show colleagues the excellent continuing education opportunities NOVA provides.

Member Communication

As a VA employee, it is particularly important that you only engage in membership recruitment and NOVA activities on your own time using personal email and computer equipment. NOVA members may not solicit members via VA email addresses, during work hours and using VA equipment.

Be sure to collect contact information including personal email addresses from colleagues and chapter members so that you can easily communicate on a regular basis.

Meetings & Special Events

Establish a routine meeting schedule for your Chapter members. Some NOVA chapters meet monthly; others meet quarterly; others less often. Talk with your members and find a meeting schedule that fits your needs. You may meet on station (on your own time) in your facility. A memo from the Secretary of Veterans Affairs authorizes NOVA meetings on station. You may meet off station in a restaurant or in a member’s home. We encourage you to contact your Nurse Executive to elicit support. Every facility is different in what they will and will not allow regarding publicity. Check the policies of your facility and use bulletin boards, if permitted. Word of mouth is very effective.

Timing is everything! Poll your members; pick a convenient time and location for your meetings. You will never be able to accommodate the needs of every chapter member, but you should strive to reach a consensus. We suggest you conduct your chapter meetings using parliamentary
procedure. A standard reference book for this is Roberts Rules of Order.

If you choose to meet on station, please remember to do it on your own time. Here are examples:

- **Breakfast:** Meet in the cafeteria before the workday begins; encourage night shift workers to attend.
- **Lunchtime:** Have a “brown bag” lunch meeting.
- **After work:** Work schedules may affect the meeting time; pick a “happy medium.”
- **Evening:** Meet off station at a restaurant or in a member’s home.

**Educational Sessions for CEs**

- Contact NOVA Headquarters if you are interested hosting an educational speaker to deliver a presentation for CEs through our vendor-led chapter events program.

**Themed Events/Meetings**

- **Holiday Open House:** Invite nurses and Veterans for refreshments and a look at what your chapter is doing.
- **Valentine’s Day:** Give cards or flowers to nurses and Veterans.
- **Nurses Week Celebration:** Sponsor a celebration for nurses to attend; have a table to display NOVA information and membership applications.
- **Veterans Day:** Do something special for the inpatients or make a poster to display in outpatient reception/waiting rooms.

**Raffles**

Many chapters have raffles to raise money for chapter activities. **No fundraising on VA property.** Raffle ideas include NOVA swag, flowers, and gift baskets.

**Community Service**

Many chapters participate in community fundraisers for various charitable causes. Consider partnering with a nonprofit or charitable organization in your community for a meaningful cause.

**National Board of Directors**

Invite a member of the NOVA Board to speak at your facility; combine this with a membership drive.

Make meetings fun and informational. Make everyone feel welcomed and engaged. Keep minutes and share them with members who were not present and potential chapter recruits (some chapters do this via email). Make every nurse wish they were a NOVA member!

**Social Media**

Social media is a great way to promote chapter activities and member engagement. And, the best part is, it’s free! Consider using these strategies for your chapter:

- Follow NOVA National on Facebook, Twitter, Instagram and LinkedIn for shareable content, updates and announcements.
- Set up a Facebook page for your chapter where you can post events, share news, updates, and highlight your chapter’s activities.
- Be creative; engage your chapter members in video contests and testimonials on social media as well.
**NOVA Logo Use Policy**
NOVA Chapters and other entities are prohibited from using NOVA’s name or trademarks in any manner whatsoever unless duly authorized by NOVA National pursuant to the terms of a written agreement or policy.

**Resources for Chapter Leaders**

Chapter leaders are encouraged to take advantage of the following resources provided by NOVA national:

**Chapter Leader Calls**
Chapter leaders are strongly encouraged to participate in the Membership Development Committee calls. The purpose of the calls is to share updates, provide resources and assistance and gather input from chapter leaders. This is a great way to stay connected and network with fellow chapter leaders.

**Chapter Mentoring**
NOVA’s Mentorship Program can pair chapter leaders with a mentor to help provide support and guidance in maintaining an active chapter. [Click here](#) to request a mentor.

**Chapter Development Webinars**
NOVA offers free chapter development webinars to provide guidance to chapter leaders on forming and maintaining an active NOVA chapter. [Click here](#) for access to our webinar library.

**NOVA Promotional Materials**
NOVA offers printable membership brochures, promotional materials and a NOVA presentation template for use by chapters in recruiting new members. [Click here](#) for access to these materials.

**NOVA Apparel and Merchandise**
NOVA apparel and merchandise through the online store. NOVA receives a portion of all sales which support programs and services to members. We encourage you to patronize the [NOVA Store](#) and utilize the apparel and merchandise to promote membership at your facility.

**Sample Forms & Documents**
NOVA has provided sample forms and documents (see: Appendix) to assist you in forming and maintain your NOVA chapter including the following:

- Sample Bylaws
- Instructions for completing Form SS-4 Application for Employer Identification Number (EIN)
- NOVA Chapter Charter Application Form
- Memos Regarding Meeting on Station
Frequently Asked Questions

How can I find out if my facility already has an active NOVA chapter?
The best way to confirm the status of your facility’s NOVA chapter is to contact NOVA’s Membership Coordinator at nova@vanurse.org. We maintain a list of NOVA Chapters on the website, along with chapter contacts as well.

Am I allowed to have chapter meetings at my facility?
You may meet on station (on your own time) in your facility. A memo from the Secretary of Veterans Affairs authorizes NOVA meetings on station. We encourage you to contact your Nurse Executive to elicit support as well.

What am I allowed to do to promote NOVA membership at my facility?
Every facility is different in what they will and will not allow in the way of publicity. Check the policies of your facility and use bulletin boards, if allowed, to promote your chapter activities. Word of mouth is very effective.

It is very important that NOVA members and chapter leaders do not forward or send emails soliciting colleagues to join NOVA using VA email or equipment. VA email and equipment is only to be used for VA business. We strongly recommend contacting fellow members and prospective members using personal email addresses on your own time.

Can my chapter have tee-shirts and other apparel made using the NOVA logo?
NOVA Chapters may not use the NOVA logo without prior written consent from NOVA Headquarters. NOVA merchandise and apparel may be purchased through the online NOVA Store.

Is my chapter allowed to ask for donations?
NOVA and its chapters are 501(c)(6) organizations. As such, contributions may be made to NOVA chapters; however, those contributions are not deductible as charitable contributions on the donor’s federal income tax return.

Is my chapter allowed to collect dues?
Yes, your chapter can collect dues from its members in accordance with the chapter bylaws. Chapter dues may not exceed NOVA national dues.

Who should I contact if I have questions?
NOVA staff and volunteer leaders are here to help. If you have questions, please contact NOVA’s Membership Coordinator at nova@vanurse.org.
Appendix

A. Sample Bylaws
B. Instructions for Form SS-4 Application for Employer Identification Number
C. NOVA Chapter Charter Application Form
D. Memos Regarding Meeting on Station
Appendix A: Sample Bylaws

This is a NOVA Chapter Bylaws template. The Articles herein are consistent with the NOVA Bylaws and Chapter Formation Guidelines. NOVA Chapters may use this template to develop their own bylaws. This template should not be modified except when necessary to conform to the Nonprofit Corporation Act in the state in which the Chapter is incorporated, or as agreed to by NOVA National and the Chapter. NOVA recommends all NOVA Chapter Bylaws and revisions be reviewed by an attorney in the state in which the Chapter is incorporated. NOVA Chapter Bylaws are subject to approval by the NOVA Board of Directors and a copy must be on file at NOVA Headquarters.

BYLAWS
OF THE
NURSES ORGANIZATION OF VETERANS AFFAIRS
(Chapter Name)

ARTICLE I
NAME AND OBJECTIVES

Section 1.1 Name. The name of this organization shall be the Nurses Organization of Veterans Affairs (Insert Chapter Name), a (“Chapter”) of the Nurses Organization of Veterans Affairs (“NOVA”).

Section 1.2 Location. The Chapter shall have and continuously maintain in the State of (insert state) a registered office and a registered agent whose office is identical with such registered office, and may have such other offices within or outside of the State of (insert state) as the Board of Directors may determine.

Section 1.3 Purposes. The Chapter shall have such purposes as are set forth in its Articles of Incorporation.

Section 1.4 Mission. The Chapter’s Mission is to educate, communicate and advocate for the Department of Veterans Affairs (“VA”) nurse professionally, personally and legislatively.

ARTICLE II
MEMBERSHIP

Section 2.1 Membership Qualifications. Membership may be granted to any individual that (i) meets the criteria set forth for a category of membership in these Bylaws; (ii) shares interest in and supports the purposes of the Chapter; (iii) abides by these Bylaws and such other policies, rules, and regulations as the Chapter may adopt; and (iv) meets such additional criteria for each category of membership in the Chapter as the Board of Directors may establish.

Section 2.2 Application. Application for membership in the Chapter (and therefore NOVA national), shall be submitted via the NOVA national office application process. All applicants shall complete and submit the application, along with the designated fee, if any, to NOVA. Applications shall be referred to the Board of Directors for approval, or the Board of Directors may delegate approval authority as deemed appropriate. Qualified applicants shall become members upon notice from NOVA national.

Section 2.3 Individual Membership Categories. The Chapter shall have the following categories of individual membership:

(a) Licensed Practical Nurse/Licensed Vocational Nurse (LPN/LVN): LPN/LVN membership may be granted to any Licensed Professional/Vocational Nurse employed by the VA on a full time, part time, and/or intermittent status basis.
(b) Registered Nurse: Registered Nurse membership may be granted to any registered nurse employed by the VA on a full-time, part time and/or intermittent status basis.

(c) Advanced Practice Registered Nurse (APRN): APRN membership may be granted to any Advanced Practice Registered Nurse employed by the VA on a full time, part time, and/or intermittent status basis.

(d) Nurse Emeritus: Nurse Emeritus membership may be granted to any LPN/LVN, RN, or APRN who (i) has retired from the VA; and (ii) meets such additional criteria as may be established by the Board of Directors. Emeritus members will pay reduced annual membership dues as set by the Board of Directors.

Section 2.4 Rights and Duties.

(a) All individual members shall be entitled to attend the Chapter’s member meetings and social functions, volunteer to serve on its committees and receive all member informational mailings and journal publications.

(b) Only LPN/LVN, RN, APRN and Emeritus Members may vote for the election of the Chapter’s Officers and Directors (collectively referred to herein as the “voting members”).

(c) Only LPN/LVN, RN and APRN Members may serve on the Chapter’s Board of Directors; and only RN and APRN Members may serve as an Officer of the Chapter.

(d) Each eligible voting member shall have one (1) vote on all matters submitted to the voting members. Notwithstanding the foregoing or anything set forth herein to the contrary, no member of the Chapter shall have the right to vote, without limitation, on the amendment of the Chapter’s Articles of Incorporation or the merger or dissolution of the Chapter.

Section 2.5 Benefits. Benefits associated with the various membership categories shall be determined by the Board of Directors or its designee(s).

Section 2.6 Resignation. Members may resign from the Chapter at any time by giving notice to the Chapter President and/or his/her designee. Such resignation shall in no way release the resigning member from any financial responsibility to the Chapter for any dues, assessments or other financial commitments accrued during the term of membership or notice period and due and owing to the Chapter. Resigning members shall not be entitled to the return of any dues, assessments or other fees paid to the Chapter prior to the effective date of such resignation.

Section 2.7 Disciplinary Action.

(a) Grounds for Discipline. Any member of the Chapter may be subject to disciplinary action after due notice and hearing for one or more of the following reasons:

(i) Failure to comply with these Bylaws or any of the Chapter’s policies, rules or regulations;

(ii) Violation of ethical conduct as may be defined by the American Nurses Association Code of Ethics or Chapter policy;

(iii) Immoral, dishonorable, or unprofessional conduct considered prejudicial to the best interests of, or inconsistent with, the purposes of the Chapter or which bring discredit to the Chapter or the medical profession;

(iv) Conviction of a felony or a crime related to, or arising out of, the practice of nursing or involving moral turpitude; or

(v) Suspension, probation, revocation, or forfeiture by any state, province, country or administrative agency of the members’ license to practice nursing.
(b) Procedures. Discipline may include, but is not limited to, censure, suspension, probation and expulsion, and shall be taken by a majority vote of the entire Board of Directors, provided that a statement of the charges shall have been sent by certified mail to the last recorded address of the member at least thirty (30) days before final action is to be taken. This statement shall be accompanied by a notice of the time and place of the meeting at which the charges shall be considered, and the member shall have the opportunity to appear in person and/or to be represented by counsel and to present any defense to such charges before action is taken by the Chapter. Such disciplinary actions shall be conducted in accordance with procedures established by the Board of Directors.

ARTICLE III
DUES AND ASSESSMENTS

Section 3.1 Dues. The initial and annual dues for all Chapter members and the time for paying such dues, and other assessments, if any, shall be determined by the Board of Directors. Under special circumstances, the Board of Directors, or its designee(s), may reduce, direct a refund or waive the annual dues and/or assessments for any member or category of members.

Section 3.2 Non-Payment of Dues. The membership of any member who is in default of payment of dues or assessments or otherwise becomes ineligible for membership, shall be terminated automatically in accordance with the Chapter’s policies and procedures, unless such termination is delayed by the Board of Directors.

ARTICLE IV
MEMBERSHIP MEETINGS

Section 4.1 Annual Meeting. An Annual Meeting of the voting members (Annual Meeting) for receiving reports, and for such other business as may properly come before the meeting, shall be held at such day, time and place as may be determined by the Board of Directors. All individual members are invited to attend the Annual Meeting.

Section 4.2 Special Meetings. Special meetings of the voting members of the Chapter may be called (i) at the request of the President or the Board of Director(s); or (ii) at the written request of two-thirds (2/3) of the Chapter’s voting members. Special meetings shall be held at such time and place that the Board of Directors may determine.

Section 4.3 Notice. By or at the direction of the President or Secretary/Treasurer, the voting members shall be notified by mail or electronic mail of all regular and special meetings of the members of the Chapter. The notice shall be delivered not less than five (5) nor more than sixty (60) days before the date of the meeting, unless otherwise required by applicable law. The notice shall state the place, day, and hour of the meeting and in the case of a special meeting shall state the purpose or purposes for which the meeting is called.

Section 4.4 Quorum. (Insert number) eligible voting members in good standing present in person shall constitute a quorum for the transaction of business at any duly called meeting of the voting members, provided that if less than a quorum is present, a majority of the voting members present may adjourn the meeting to another time without further notice.

Section 4.5 Manner of Acting. The act of a majority or more of the voting members present (in person or by proxy) at a duly called meeting at which a quorum is present shall be the act of the voting members, unless the act of a greater number is required by the Articles of Incorporation, or these Bylaws.

Mail & Electronic Voting. Voting by ballot, mail or electronic means shall be permitted for any item of business before the voting members to the full extent permitted by law. A mail or electronic vote of the voting members may be called by the Board of Directors.
ARTICLE V
BOARD OF DIRECTORS

Section 5.1 Authority and Responsibility. The Chapter’s affairs shall be managed by its Board of Directors, which shall have supervision, control, and direction of the Chapter, shall determine its policies or changes therein within the limits of these Bylaws, shall actively promote its purposes, shall have discretion in the disbursement of its funds, and shall exercise all the powers conferred by law in order to accomplish the Chapter’s mission. The Board of Directors 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, appoint such agents as it may consider necessary. All powers not otherwise expressly assigned in these Bylaws, shall be vested in the Board of Directors.

Section 5.2 Composition. The Board of Directors shall consist of the President, President-Elect, Secretary/Treasurer, Membership Secretary, Immediate Past-President and six (6) Directors elected by the voting members (At-Large Directors).

Section 5.3 Term.

(a) At-Large Directors shall serve a two (2) year term in office (or until such time as their successors are duly elected, qualified and assume office) unless elected to serve an unexpired term, in which case they shall serve the unexpired portion of such term. At-Large Directors shall take office at the beginning of the fiscal year immediately following their election. At-Large Directors may not serve more than two (2) consecutive terms as an At-Large Director; provided, however, that an At-Large Director elected to serve an unexpired term of one year or less shall be eligible for reelection to not more than two (2) additional consecutive terms.

(b) The Officers (as defined below) shall serve on the Board for the duration of their term in office. The Officers and At-Large Directors shall collectively be referred to as the “Directors.”

Section 5.4 Qualifications.

(a) Only voting members may serve on the Chapter’s Board of Directors.

(b) Candidates for election to the Board (whether as an At-Large Director or Officer) must meet and comply with such additional qualifications and requirements as may be established by the Board of Directors from time to time.

Section 5.5 Election of Officers and Directors.

(a) The Membership Secretary, Secretary/Treasurer and three (3) At-Large Directors shall be elected by the voting members in even-numbered years.

(b) The President-Elect and three (3) At-Large Directors shall be elected by the voting members in odd-numbered years.

(c) At least ninety (90) days prior to the end of each fiscal year, the Nominating Committee will announce to the members that nominations are being accepted for seats on the Board of Directors and Officer (as defined below) positions that are vacant or set to expire. The Nominating Committee shall solicit and review candidates in accordance with its procedures and shall recommend qualified candidates to the Board to fill each Officer and At-Large Director seat on the Board that is either vacant or set to expire no later than sixty (60) days prior to the beginning of the Chapter’s fiscal year. The Board of Directors shall take action to approve such slate of qualified candidates in a manner to be determined by the Board, with such changes as it deems necessary or prudent, in its discretion. In the event the Board of Directors does not approve a candidate(s), it shall request that the Nominating Committee present such additional candidates to the Board of Directors as necessary to fill each Officer position and seat on the Board of Directors that is either vacant or set to expire. Upon approval of the slate, the Board shall present the slate to the voting members for election.
(d) Elections of Officers and At-Large Directors shall be conducted by mail or electronic vote (as determined by the Board) no less than thirty (30) days prior to the beginning of the Chapter’s fiscal year. No write-in candidates shall be permitted.

(e) Elections shall be conducted in accordance with such rules and procedures as shall be recommended and adopted by the Nominations Committee, subject to the approval of the Board of Directors. Candidates receiving the greatest number of votes shall be elected to office. Tie votes will be decided by a special run-off election.

Section 5.6 Regular Meetings. The Board of Directors may provide by resolution the time, date and place for the holding of a regular annual meeting and additional regular meetings of the Board of Directors without other notice than such resolution.

Section 5.7 Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any three (3) Directors. Notice of any special meeting of the Board shall state the time, date and place of the meeting and shall be delivered at least ten (10) days prior to the date of such meeting, provided that notice of any special meeting held by telephone conference call may be delivered no less than twenty-four (24) hours prior to the call. Attendance of a Director at any meeting shall constitute a waiver of notice of such meeting except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called and convened.

Section 5.8 Meeting by Electronic Means. Any action to be taken at a meeting of the Board of Directors, or any committee thereof, may be taken through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such a meeting shall constitute presence in person at the meeting of the persons so participating.

Section 5.9 Quorum. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business at any duly called meeting of the Board of Directors, provided that when less than a quorum is present at said meeting, a majority of the Directors present may adjourn the meeting to another time without further notice.

Section 5.10 Manner of Acting. The act of a majority of the members of the Board of Directors present at a duly called meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law, the Articles of Incorporation, or these Bylaws.

Section 5.11 Action Without a Meeting. Any action requiring a vote of the Board of Directors may be taken without a meeting if a written consent, setting forth the action taken, is approved by all of the members of the Board of Directors entitled to vote with respect to the subject matter thereof.

Section 5.12 Resignation and Removal. Any Director may resign at any time by giving written notice to the Board of Directors, the President or the Secretary/Treasurer. Any such resignation shall take effect at the date of receipt of such notice or at any later time therein specified, and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective. In addition, any Director may be removed in accordance with the provisions set forth by law, with or without cause, whenever the best interests of the Chapter would be served by such removal. Unless otherwise set forth in these Bylaws, a Director or Officer who is no longer qualified to serve on the Board or to hold their position automatically shall be removed from office.

Section 5.13 Vacancies. In the event of the death, resignation, removal, or incapacity of an At-Large Director or Officer, the President shall appoint an individual to fill the remainder of such person’s unexpired term in office, subject to the approval of the Board.

Section 5.14 Compensation. Directors and Officers shall not receive any remuneration for their services as Directors and/or Officers; however, the Board of Directors, by the affirmative vote of the majority of the Directors then in office, may authorize the reimbursement of reasonable expenses for attendance at each regular or special meeting of the Board of Directors. Nothing contained herein shall be construed to preclude
any Director or Officer from serving the Association in any other capacity and receiving reasonable compensation therefor.

**ARTICLE VI**

**OFFICERS**

**Section 6.1** Officers. The officers of the Chapter shall be a President, a President-Elect, Secretary/Treasurer, Membership Secretary, Immediate Past President and such other officers as may be elected or appointed in accordance with the provisions of this Article (collectively, the “Officers” and each individually an “Officer”). The Board of Directors may elect or appoint such other officers as it shall deem necessary, who shall have the authority to perform such duties as may be prescribed from time to time by the Board of Directors. Such Officers shall have the authority to perform the duties set forth below and as prescribed by the Board of Directors. No two (2) offices may be held simultaneously by the same person.

**Section 6.2** Term.

(a) The President, President-Elect, Secretary/Treasurer, Membership Secretary and Immediate Past President shall serve a two (2) year term in office.

(b) Officers shall hold no more than one (1) office at a time.

(c) The President, President-elect and Immediate Past-President shall not serve for more than one (1) term in the same office. All other Officers and Directors may serve no more than two (2) consecutive terms in the same office.

(d) The term of all Officers shall commence upon the first day of the Chapter’s fiscal year immediately following their election and shall continue until the beginning of the following year’s fiscal year (or until such time as their successors are duly elected, qualified and take office). Apart from the President and Immediate-Past President, the Officers’ terms shall conclude at such time as successors are duly elected, qualified, and assume their position.

**Section 6.3** Qualifications & Election of Officers.

(a) Only RN and APRN members may serve as Officers.

(b) Notwithstanding anything set forth in these Bylaws to the contrary, in the event an Officer no longer qualifies as a RN or APRN member during his or her term in office due to their retirement from the VA, such individual may complete their current term in office so long as they take all steps necessary to become a Nurse Emeritus member.

(c) Officers shall be elected by the voting members in accordance with Article V, Section 5.4.

**Section 6.4** President. The President shall be the principal elected officer of the Chapter and shall, in general, supervise all of the business affairs of the Chapter, subject to the direction and control of the Board of Directors. The President shall be a member, without vote, of all committees, except as otherwise provided by these Bylaws. The President shall, in general, perform all duties customarily incident to the office of President and such other duties as may be prescribed by the Board of Directors. The President automatically shall succeed to the office of Immediate-Past President following the conclusion of his or her term in office as President.

**Section 6.5** President-Elect. The President-Elect shall assist the President in the discharge of the duties of the President and may direct and shall perform such other duties as may be assigned by the Board of Directors. In the absence of the President, or in the event of the inability or refusal of the President to act, the President-Elect shall perform the duties of President. The President-Elect shall be a member of the Executive Committee and a member of the Board of Directors. The President-Elect shall automatically succeed to the
Section 6.6 Secretary/Treasurer. The Secretary/Treasurer shall be a member of the Executive Committee and the Board of Directors. The Secretary/Treasurer shall be the principal financial officer of the Chapter and shall have charge of and be responsible for the maintenance of adequate books of account for the Chapter; shall have charge and custody of all of the Chapter’s funds and securities, and be responsible therefore, and for the receipt and disbursement thereof; shall deposit all of the Chapter’s funds and securities in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these Bylaws; shall perform the duties normally expected of the secretary and treasurer of a not-for-profit corporation, including seeing that all notices are duly given in accordance with the law, the Articles of Incorporation, and these Bylaws; be custodian of the corporate records; keep minutes of the meetings of the Chapter Board of Directors; keep a record of the mailing address of each Chapter member; and perform such other duties as may be assigned by the President or the Chapter Board of Directors.

Section 6.7 Membership Secretary. The Membership Secretary shall serve as the Chairperson of the Chapter’s Membership Development Committee and shall perform such duties as may be prescribed by the Board of Directors.

Section 6.8 Immediate-Past President. The Immediate-Past President shall perform such duties as may be prescribed by the Board of Directors.

Section 6.9 Resignation and Removal of Officers. Any Officer may resign at any time by giving written notice to the President or other Officer. In addition, any Officer may be removed by the voting members in accordance with the law whenever, in their judgment, the best interests of the Chapter would be served by such removal. Such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election of an Officer or agent shall not of itself create any contract rights.

Officer Vacancies. In the event of the death, resignation, removal, or incapacity of an Officer, such vacancies shall be filled as follows:

(a) The office of President shall be filled by the President-Elect. The President-Elect shall complete the unexpired term of their predecessor as well as any presidential term for which they were originally elected to serve. In the event the President-Elect assumes the position of President, the President-Elect position shall remain vacant until the next election.

(b) If the President-Elect is unable to fill the office of President, the Immediate Past President shall fill the vacancy for the unexpired term.

(c) A vacancy in the office of President-Elect (except in the circumstance described above), Secretary/Treasurer or Membership Secretary may be filled by the President from among the members of the Board of Directors, subject to the approval of the Board of Directors. An Officer appointed pursuant to this section shall hold such office for the remainder of the term.

(d) Notwithstanding the foregoing, in the event of a vacancy in the office of Immediate Past President, such office shall remain vacant for the remainder of the unexpired term of such office.

ARTICLE VII
COMMITTEES

Section 7.1 Standing Committees of the Board of Directors.

(a) Executive Committee. The members of the Executive Committee shall consist of the Officers. The President shall serve as the chair of the Executive Committee.
(i) Authority. The Executive Committee shall have the authority to perform the business and functions of the Chapter between meetings of the Board of Directors, except as otherwise set forth in these Bylaws or the law, and shall report to the Board of Directors any action taken. The minutes of each meeting of the Executive Committee shall be furnished to the entire Board of Directors at its next regularly scheduled meeting. The delegation of authority to the Executive Committee shall not operate to relieve the Board of Directors or any individual officer or member of the Board of Directors of any responsibility imposed by law.

(ii) Meetings and Voting. The Executive Committee shall meet in person or by conference call upon the request of the President or two (2) members of the Executive Committee. Each member shall have one (1) vote. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business at any duly called meeting of the Executive Committee; provided when less than a quorum is present at said meeting, a majority of the members present may adjourn the meeting without further notice. The act of a majority of the members present at a duly called meeting at which a quorum is present shall be the act of the Executive Committee.

(iii) Action by Written Consent. Any action requiring a vote of the Executive Committee may be taken without a meeting if a consent, setting forth the action taken, is approved by all the members of the Executive Committee entitled to vote with respect to the subject matter thereof.

(b) Nominating Committee.

(i) Composition. The Nominating Committee shall consist of the Immediate Past-President, three (3) Directors to be appointed by the President and three (3) additional voting members to be appointed by the President. The Immediate Past-President shall serve as the chair of the Nominating Committee. In the event there is no Immediate Past-President in office, the President shall serve as chair of the Nominating Committee.

(ii) Duties. The Nominating Committee shall solicit the members for nominations for those directorships and officer position that are vacant or about to expire. The solicitation of nominations shall be announced to the members not less than ninety (90) days prior to the beginning of each fiscal year. At least sixty (60) days prior to the beginning of each fiscal year, the Nominating Committee shall submit to the Board of Directors a slate of qualified candidates to succeed those At-Large Directors and Officers whose terms are set to expire. The slates of At-Large Directors and Officers shall be subject to the Board’s review and approval.

(c) Finance Committee. The Finance Committee shall consist of the Officers and two (2) voting members appointed by the President. The Secretary/Treasurer shall serve as the chair of the Finance Committee. The duties, responsibilities and authority of the Finance Committee shall be determined by the Board of Directors.

(d) Other Standing Committees of the Board. Other standing committees of the Board of Directors may be established by the Board to support the Chapter’s purposes. The action establishing standing committees shall set forth the purpose and composition of the committee, and any required qualifications for membership on the committee. A majority of the members of any standing committee having the authority of the Board of Directors must be members of the Board of Directors.

(i) Appointments. The President shall nominate and the Board of Directors shall approve the standing committee chairs and members, except where otherwise provided in these Bylaws.

(ii) Term. Each member of a standing committee shall serve from the time of his or her appointment until the conclusion of the term established by the Board of Directors,
or until his or her death, resignation or removal, or until the standing committee is terminated. Committee members may serve consecutive terms on a committee.

(iii) Quorum and Manner of Acting. At all meetings of standing committees, a majority of the members thereof shall constitute a quorum for the transaction of business unless otherwise set forth herein. A majority vote by committee members present and voting at a meeting at which a quorum is present shall be required for any action.

(iv) Committee Vacancies. Except as otherwise provided herein, vacancies in the membership of a standing committee shall be filled by appointments made in the same manner as the original appointments to that committee.

(v) Policies and Procedures. The Board of Directors shall develop and approve policies and procedures for the operation of all standing committees of the Board. All standing committees shall report to the Board of Directors.

**Section 7.2 Advisory/Special Committees and Task Forces.** The Board of Directors may appoint such advisory or special committees and task forces as are necessary and appropriate to support the Chapter’s purposes. The action establishing such a committee or task force shall set forth the purpose and composition of the committee or task force, the term of its members and any required qualifications for membership on the committee or task force.

(a) Appointments. The President shall appoint and the Board of Directors shall approve the chair and members of advisory or special committees and task forces, except where otherwise stipulated in these Bylaws. Any Chapter member, including Officers and At-Large Directors, may be appointed to an advisory or special committee or task force.

(b) Quorum and Manner of Acting. At all meetings of any advisory or ad hoc committee or task force, a majority of the members thereof shall constitute a quorum for the transaction of business. A majority vote by committee or task force members present and voting at a meeting at which a quorum is present shall be required for any action. If a quorum is present when a duly called or held meeting is convened, the committee members present may continue to transact business until adjournment, even though the withdrawal of members originally present leaves less than the proportion of voting members otherwise required for a quorum.

(c) Committee/Task Force Vacancies. Except as otherwise provided herein, vacancies in the membership of an advisory or ad hoc committee or task force shall be filled by appointments made in the same manner as the original appointments to that committee or task force.

(d) Policies and Procedures. The Board of Directors shall develop and approve general policies and procedures for the operating of all advisory or ad hoc committees and task forces. All advisory or ad hoc committees and task forces shall report to the Board of Directors.

**ARTICLE VIII INDEMNIFICATION**

The Chapter shall indemnify all past and present Officers, Directors, staff members, committee members, all other Chapter volunteers and their respective heirs, administrators, successors and assigns, from and against any and all expenses incurred in connection with any action, suit or other proceeding, including any settlement thereof approved by the Board, by reason of such person’s having served as an Officer or Director of the Chapter to the full extent permitted by law, and shall be entitled to purchase insurance for such indemnification of Officers and Directors to the full extent as determined by the Board of Directors.
ARTICLE IX
ELECTRONIC MEETINGS, COMMUNICATIONS & WAIVER

Section 9.1 Electronic Meetings. Any action to be taken at meetings of the voting members, Board of Directors, Executive Committee, and other committees and task forces may be taken through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other simultaneously. Participation in such a meeting shall constitute presence in person at the meeting of the persons so participating. Notwithstanding anything set forth to the contrary in these Bylaws, notice of an electronic meeting must be delivered at least twenty-four (24) hours prior to the meeting.

Section 9.2 Electronic Communication. Unless otherwise prohibited by law, (i) any action to be taken or notice delivered under these Bylaws may be taken or transmitted by electronic mail or other electronic means; and (ii) any action or approval required to be written or in writing may be transmitted or received by electronic mail or other electronic means.

Section 9.3 Waiver of Notice. Whenever notice is required to be given under the law, the Articles of Incorporation or these Bylaws, waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE X
LIMITATIONS

Section 10.1 Limitations. The following rules shall conclusively bind the Chapter and all persons acting for or on behalf of it:

(a) No part of the net earnings of the Chapter shall inure to the benefit of or be distributable to its Directors, Officers, or other private person, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes, including the awarding of grants and scholarships to individuals.

(b) Notwithstanding any other provision of these Bylaws, the Chapter 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, as amended (“IRC”).

(c) In the event of the dissolution of the Chapter, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Chapter, remit all of its funds (except any assets held by the Chapter upon condition requiring return, transfer or other conveyance in the event of dissolution, which assets shall be returned, transferred or conveyed in accordance with such requirements) and records to NOVA’s national office.

Appendix B: Instructions for Form SS-4 Application for Employer Identification Number

Apply Online
The Internet EIN application is the preferred method for customers to apply for and obtain an EIN. Once the application is completed, the information is validated during the online session, and an EIN is issued immediately. The online application process is available for all entities whose principal business, office or agency, or legal residence (in the case of an individual), is located in the United States or U.S. Territories. The principal officer, general partner, grantor, owner, trustor etc. must have a valid Taxpayer Identification Number (Social Security Number, Employer Identification Number, or Individual Taxpayer Identification Number) in order to use the online application.
Apply by Fax
Taxpayers can fax the completed Form SS-4 (PDF) application to the appropriate fax number (see Where to File Your Taxes (for Form SS-4)), after ensuring that the Form SS-4 contains all of the required information. If it is determined that the entity needs a new EIN, one will be assigned using the appropriate procedures for the entity type. If the taxpayer's fax number is provided, a fax will be sent back with the EIN within four (4) business days.

Apply by Mail
The processing timeframe for an EIN application received by mail is four weeks. Ensure that the Form SS-4 (PDF) contains all of the required information. If it is determined that the entity needs a new EIN, one will be assigned using the appropriate procedures for the entity type and mailed to the taxpayer. Find out where to mail Form SS-4 on the Where to File Your Taxes (for Form SS-4) page.
Appendix C: NOVA Chapter Charter Application Form

In order to be chartered as a NOVA Chapter, chapter leaders must complete the NOVA Chapter Charter Application Form along with the required documentation. Click here to complete the NOVA Chapter Charter Application Form online.

Please note that you are required to submit all of the following documentation with your NOVA Chapter Charter Application:

- Officers & Directors List
- Chapter Membership List
- Employer Identification Number (IRS Form SS - 4).
- Chapter Bylaws
- Articles of Incorporation

When your application for chapter status is approved, you will receive written notice from the National Office. Your new chapter will also be recognized during the NOVA Annual Meeting.

If you have questions or require assistance in complete the application, please contact the NOVA staff at nova@vanurse.org or (703) 444-5587.

NOVA Chapter Charter Application Form

Contact Person for Application:

Contact Person Email (personal):

Contact Person Email (work):

Contact Person Phone (personal):

Contact Person Phone (work):

Chapter Name:

Chapter Mailing Address:

Chapter EIN Number:

Number of Chapter Members (Minimum of 8 required):
We, the undersigned, are applying for a Chapter Charter from the Nurses Organization of Veterans Affairs. By submitting this application, we certify that we have read the NOVA Bylaws and agree to abide by them. We also agree to the following chapter requirements:

- Chapter members must be members of the national NOVA association.
- Membership in NOVA and its chapters is voluntary, and no person eligible for membership shall be excluded.
- Chapter must have bylaws and maintain voting membership categories and criteria identical to NOVA’s.
- Chapter agrees to submit to NOVA national headquarters on an annual basis its Officers & Directors List, Chapter Membership List, Chapter Bylaws, Copy of Chapter’s 990-N Filing.
- Chapter is responsible for all State and IRS annual filing requirements. Failure to file may lead to revocation of our chapter’s charter.
- Chapter charters may be revoked by the NOVA national Board of Directors if chapters fail to comply with reporting requirements.
- Upon revocation of a Chapter’s charter, the chapter immediately shall remit all of its funds (after satisfying any existing debts or obligations) and records to NOVA’s national office.

List Names and Titles of Board Officers and Directors:

Upload Officers & Directors List
*(include name, board position, personal address, personal email, personal phone)*

Upload Chapter Membership List

Upload Chapter Bylaws

Upload Articles of Incorporation (optional up to 6 months)
NOVA, the Nurses Organization of Veterans Affairs, is a professional nursing organization whose members are nurses employed by the VA. For more information, please visit www.vanurse.org.

If you receive a NOVA membership application from a VA employee, you will need to process the information as follows:

- Ensure that the employee has selected the correct membership type (i.e. LPN/LVN, RN or APRN) on the application form.

- Ensure the membership application is submitted to NOVA Membership Coordinator www.vanurse.org and contact your facility payroll office for new members joining by payroll deduction.

If you have questions regarding NOVA please contact NOVA Membership Coordinator at nova@vanurse.org or (703) 444-5587.
Appendix E: Memos Regarding Meeting on Station -
Office of General Counsel confirmed by email on March 5, 2020 that NOVA can continue to rely on the 2003 Secretary’s Memorandum.

Memorandum

Department of Veterans Affairs

Date: July 2, 2003

From: Secretary (00)

Subj: Nurses Organization of Veterans Affairs (NOVA) Use of VA Facilities

To: Under Secretary for Health (10)

1. In an opinion dated June 27, 2003, the General Counsel recently addressed the question of whether or not it is appropriate for NOVA to use VA facilities for meetings and/or other activities of its organization members. This question has arisen at VA medical centers because of concerns raised by bargaining units whose membership includes VA nurses at those facilities. In this decision, the General Counsel noted that NOVA is a non-union professional association comprised of VA nurses and that its objectives do not include matters that are appropriately within the purview of an exclusive bargaining unit. As such, NOVA may use VA facilities for their professional association activities, as long as these activities remain outside the scope of any exclusive collective bargaining unit’s purview.

2. Please ensure that all VISN Directors, Medical Center Directors, and all other VHA officials are promptly notified of this decision and that reasonable accommodations are made to afford NOVA access to VA facilities to post notices of and hold legitimate meetings of their members. Copies of the General Counsel’s opinion should also be made available to provide implementing guidance to VHA officials.

Anthony J. Principi

Attachment

cc: Cathy Rick
Memorandum

Department of Veterans Affairs

Date: June 30, 2003
From: General Counsel (02)
Subj: Nurses Organization of Veterans Affairs (NOVA) use of VA facilities
To: Secretary (00)

QUESTION PRESENTED:

Whether VHA could lawfully (1) exclude the Nurses Organization of Veterans Affairs (NOVA) from use of VA rooms for meeting and (2) prohibit NOVA from posting flyers on bulletin boards?

DISCUSSION:

1. The Executive Director of NOVA requested clarification from the Secretary regarding a decision by VHA Veterans Health Administration Medical Center (MC) Director and Human Resources (HR) Director in Altoona, PA to prevent NOVA’s use of VA facilities, specifically use of meeting rooms and bulletin boards. The same problem has apparently arisen at other facilities as well.

2. According to NOVA, the VHA MC and HR Directors in Altoona indicated that their decision was, in part, motivated by the increasing number of grievances filed by the union representing the Altoona nurses, and a deteriorating labor-management relationship. NOVA also indicated that the union apparently pointed to VHA IL 10-81-42 (dated October 29, 1981) and a memorandum dated April 20, 1990 to all VHA directors in support of its position that NOVA should be prohibited from using the facilities.

3. We understand NOVA to be a non-union professional association comprised exclusively of VA nurses. The NOVA bylaws indicate that membership consists primarily of registered nurses, without distinction of whether they are bargaining unit members or eligible. Its objectives are to:
   - provide for quality nursing care to the veteran patient,
   - facilitate open communication among all VA nurses and those persons or organizations impacting on VA Health Care System
   - influence the recruitment and retention of professional nurses,
   - provide learning opportunities for NOVA members,
   - foster a high level of professional nursing practice, and
   - foster research and academic excellence in VA Nursing Service.

4. Access to use of VA facilities for activities relating to or promoting professional employee associations is a First Amendment issue. See generally, Good News Club v.
Milford Cent. Sch., 533 U.S. 98 (2001). VA could legally bar all professional employee associations from using VA facilities. However, VA policies specifically permit a professional employee associations’ access to departmental facilities. See VA Handbooks 5023 and 5025. VA must therefore provide equal access to VA facilities for all professional associations. However, VA may prescribe limitations. Id.

VA Handbook 5023 (Labor-Management Relations) and 5025 (Legal) indicate that VA may cooperate with professional associations under certain circumstances. Indeed, VA voluntarily assumes a cooperative role in encouraging and assisting employee associations. VA Handbook 5025, Part X, 6. VA’s cooperative role includes permitting employee professional associations to use Department facilities, such as bulletin boards and meeting rooms, where the activities are purely social, fraternal or professional, and do not relate to issues within the purview of an exclusive collective bargaining unit. VA Handbook 5025, Part X, 8. Both Handbooks recognize certain limitations to VA’s involvement with associations. A pertinent example is VA Handbook 5023, Part 1, Chapter 1, 4. It dictates that these dealings must “not assume the character of negotiations or discussion on matters of human resources policy or practice or other general conditions of employment covering employees in the unit.”

These guidelines arise from the statutory and case law authorities which govern labor relations law. See e.g. 5 U.S.C. §§ 7114, 7116(a). Under current law, an employer commits an unfair labor practice if it permits a non-exclusive representative labor organization use of facilities in other than a routine or customary manner. See e.g. Social Security Administration and NTEU, 55 F.L.R.A. 964 (1999).

VHA IL 10-81-42 (dated October 29, 1981) and memorandum dated April 20, 1990 to all VHA directors, which the union referred to correctly apply the law.

Our review of current Federal sector case law precedence found no case on point. However, a parallel issue was addressed in Dep’t. of Agric. and AFGE, Local 3325, 1987 FLRA Lexis 423, 423 FLRA ALJ Dec. No. 68 (June 26, 1987), a non-authoritative administrative judge (AJ) decision. In that case professional and non-professional associations for agency employees were permitted to use the office mail to transmit communications relating to conditions of employment. The union, which was not the exclusive representative, was precluded from using the mail for the same reasons. The Administrative Law Judge found the agency had committed an unfair labor practice in precluding the union from using the office mail.

It is thus clear that professional associations for VA employees may use Department facilities to promote their goals for a limited scope of activities. Such activities may include, but are not limited to, such things as improvement of the exchange of information (e.g. news relating to the professional position), improvement of effectiveness of the professionals in question (e.g. information about additional training or education), and establishment of policies or practices other than those relating to working conditions (e.g. best practices). See e.g. Dept. of Agric., supra. However, the scope of activities which a professional association may conduct using departmental facilities is however limited to exclude activities which are covered by the representation of an exclusive bargaining unit for the professional association employee members, e.g. anything involving personnel policies, practices, or matters involving conditions of employment.
Where there is no professional collective bargaining unit, a professional association is not so constrained in its use of Department facilities. VA Handbook 5025, Part X. Similarly, where the professional association’s activities relate to purely social, fraternal and professional issues, outside the scope of any applicable collective bargaining unit’s purview, the department facilities may be utilized even where there is an exclusive collective bargaining unit. Id.

5. We reviewed NOVA’s website (www.vanurse.org/). Some of NOVA’s activities relate to the Congressionally mandated Commission on VA Nursing, which was created in response to the “Call to Action” to improve VA’s recruitment and retention of nurses. See Pub. L. 107-135; see also A Call to Action: VA’s Response to the National Nursing Shortage (VA VHA, November 2001). The work focuses on improving the working conditions for nurses within the Department. To the extent that NOVA’s activities relate to changing the conditions of employment of VA nurses, a subject which is under the purview of an exclusive collective bargaining unit at the pertinent facility, they could be excluded from using Department facilities.

6. If NOVA seeks access to Department facilities or access to bulletin boards to perform activities limited to such areas as continuing education, training or professional development, VA must provide access to Department facilities and bulletin boards to the same extent as provided to other professional associations.

Tim S. McClain