

## **BYLAWS**

### **of the Nurses' Professional Group (NPG) a professional group of the American Society for Reproductive Medicine (ASRM)**

#### **ARTICLE I – NAME AND PURPOSE**

##### **Section 1. Name**

This Professional Group shall be known as the Nurses Professional Group (NPG), a professional group of the American Society for Reproductive Medicine (ASRM).

##### **Section 2. Purpose**

The purpose of the Nurses' Professional Group is to foster the American Society for Reproductive Medicine's goals within the practice of professional nursing. We are committed to increasing knowledge through education and research among professional nurses, support personnel and allied health professionals as a means of improving patient care; providing a forum for networking and exchange of ideas; and promoting high ethical standards.

#### **ARTICLE II – MEMBERSHIP**

##### **Section 1. Membership Qualifications**

Full membership is extended to ALL current active members of the American Society for Reproductive Medicine who are interested in fostering the goals of the ASRM and the NPG. Members may attend all general meetings, vote, chair NPG subcommittees, or be on a subcommittee. Members may be invited to represent the NPG on ASRM committees. RNs only may serve on the NPG Executive Board.

##### **Section 2. Application and Selection for Membership**

Application for membership may be made by submission of an application in writing to the American Society for Reproductive Medicine on the form provided by the Society or Membership Committee and payment of the Society's annual dues upon notification of membership approval. Application for membership may also be submitted online at [www.asrm.org](http://www.asrm.org)

##### **Section 3. Revocation of Membership**

The NPG Executive Board, through the ASRM Board of Directors, shall have the power to issue a warning, censure, suspend for a stated period of time, or expel a member for failure to maintain the requirements for membership, for ethical violations, or for any other cause, which in its judgment, shall be deemed sufficient. Disciplinary actions shall be decided according to procedures established by the ASRM bylaws.

## **ARTICLE III - DUES**

### **Section 1. Annual Dues**

At present, payment of the American Society for Reproductive Medicine's annual dues covers membership in the NPG, as well as the overall benefits to being a member of the ASRM, including the right to vote, hold office, receive all official publications of the NPG and ASRM, and receive other benefits of membership.

### **Section 2. Perquisites**

Payment of the annual ASRM dues entitles NPG members to vote, receive free newsletters of the NPG and annual subscription to the official journal of ASRM and the ASRM publications, and receive other benefits of membership.

### **Section 3. Default of Payment**

Any member in default of payment of the ASRM annual dues, except in case of waiver by the ASRM Executive Director, shall be suspended from all privileges of membership. If such default is not corrected within sixty days after due notice in writing by the Executive Director, the membership of such members shall be revoked.

## **ARTICLE IV - OFFICERS**

### **Section 1. Officers**

The officers of the NPG shall be Chair, Chair-Elect, Vice Chair, Immediate Past Chair and Past Chair. The Past Chairs shall remain members of the Executive Board for two terms after their term as Chair, thereby holding a position on the Executive Board for a total of five years. Officers shall be elected by and from the active membership. The number of offices may be increased or decreased by an amendment to these Bylaws, except that the officers currently serving in their offices will complete their terms before the amended changes are executed.

### **Section 2. Nomination and Election**

Elections will be held every year for the position of Vice Chair. The Vice Chair will become the Chair-Elect after serving one-term. The Chair-Elect will assume the Chair position in the year immediately following the standard year-end as Chair-Elect. Nominations for office will be open to the general membership, and appropriate timing for nominations will be announced. A ballot will be sent by e-mail prior to the annual meeting so that announcement and installation of newly elected officers can be made at the annual business meeting.

### **Section 3. Vacancy**

Vacancies occurring in the elected offices of the NPG shall be filled by appointment of the Executive Board. Vacancies in the appointed offices of the NPG may be filled at the discretion of the Executive Board.

## **ARTICLE V - DUTIES OF OFFICERS**

### **Section 1. Chair**

The Chair shall be the principal executive officer of the NPG and shall in general supervise and control all the administrative matters, business affairs of the organization, and serve as a primary liaison between the Society at large and the NPG. The Chair shall implement policy as established by the Executive Board and the American Society for Reproductive Medicine. The Chair shall preside at all meetings of members and execute all conveyance notes, contracts, or other instruments authorized by members; perform and discharge all duties incident to the office of the Chair and other such duties that may arise from the Executive Board of the American Society for Reproductive Medicine. The Chair shall edit and complete the final review of the *NPG Newsletter*. The Chair shall assist in the planning of the postgraduate course. The Chair shall write the annual report of the NPG submitted to the ASRM Executive Director and Board of Directors, and meet with the Executive Board and incoming president of ASRM at the annual meeting.

### **Section 2. Chair-Elect**

The Chair-Elect shall become familiar with the duties of the Chair and shall automatically succeed to the Chair's position at the conclusion of the Chair's term of office. In instances where the Chair is not present, the Chair-Elect shall perform the duties normally performed by the Chair, or in cases where the Chair is unable to act.

When so acting, the Chair-Elect shall have all the powers and be subject to all the restrictions of the Chair. The Chair-Elect shall also perform other duties as may be determined and assigned by the Executive Board. Such duties will include communication with the general membership; assisting in the editing, overseeing the production of, and the internal and external distribution of the *NPG Newsletter*, to be published three times a year; and regular review of the NPG web page of the ASRM website to coordinate additions, deletions and changes of information with ASRM website personnel. The Chair-Elect shall assist in the planning of the postgraduate course and assist the Chair as needed. The Chair-Elect shall meet with the Executive Board of ASRM and incoming president at the annual meeting.

### **Section 3. Vice Chair**

The Vice Chair shall oversee the Professional Development Committee and serve as the liaison between this committee and the Executive Board. The Vice Chair will assist in the planning of the postgraduate course, and will plan and coordinate roundtables hosted by NPG members at the ASRM annual meeting. The Vice Chair will oversee assigned activities of NPG representatives on Society committees, and will perform other duties as assigned by the Chair and/or Executive Board.

### **Section 4. Immediate Past Chair**

The Immediate Past Chair shall oversee the planning of the annual ASRM postgraduate course, and will work with the current NPG Executive Board to develop a

list of potential officers and ballot development.

### **Section 5. Past Chair**

The Past Chair will serve as the Bylaws Committee Chair and shall coordinate the workshop sponsored by the ASRM at the annual ASRM meeting.

## **ARTICLE VI – EXECUTIVE BOARD**

### **Section 1. General Powers**

The affairs of the Nurses' Professional Group shall be managed by its Executive Board, made up of the Chair, Chair-Elect, Vice Chair, Immediate Past Chair and Past Chair.

### **Section 2. Regular Meetings**

A regular meeting of the Executive Board shall be held without any other notice than these Bylaws, immediately prior to and at the same place as the annual meeting of the members. The Executive Board may provide, by resolution, the time and place for holding additional regular meetings without other notice than such resolution.

### **Section 3. Notice**

Notice of any special meeting of the Executive Board shall be given at least one month previously thereto by written notice delivered personally, by email, or sent by mail or telegram to each officer at his/her address as shown by the records of the American Society for Reproductive Medicine. Any member of the Executive Board may waive the notice of any meeting.

### **Section 4. Quorum**

A majority of the Executive Board shall constitute a quorum for the transaction of business at any meeting of the board, but if less than a majority of the board is present at any meeting, a majority of the directors present may adjourn the meeting without further notice.

### **Section 5. Vacancies**

Vacancies occurring in the elected offices of the NPG shall be filled by appointment by the Executive Board. Vacancies in the appointed offices of the NPG may be filled at the discretion of the Executive Board.

## **ARTICLE VII - MEMBER MEETINGS AND ELECTIONS**

### **Section 1. Annual Meeting**

An annual business meeting of the members shall be held during the annual meeting of the American Society for Reproductive Medicine, at the location of said meeting of the Society. The agenda notice will include progress, future plans, and suggestions for the execution of the goals and objectives of the NPG, as well as announcements of newly elected officers

and appointed committee chairs.

### **Section 2. Informal Action by Members**

Any action required by law to be taken at a meeting of members, or any action that may be taken at a meeting of members, may be taken without a meeting if consent in majority vote, setting forth the action so taken, is signed by a majority of all members who return a request to vote with respect to the subject matter thereof.

### **Section 3. Quorum**

The presence of 60 percent of those members in attendance and entitled to vote at any meeting of members shall constitute a quorum for the transaction of any business at any meeting of members.

### **Section 4. Proxies**

At any meeting of members, a member who is entitled to vote, may vote by proxy executed in writing by the member or by his duly authorized attorney in fact. No proxy shall be valid after one month from the date of its execution, unless explicit authorization is provided in the proxy.

### **Section 5. Voting**

At any meeting of members, every full member shall be entitled to vote in person. Except as otherwise provided by law, or these Bylaws, each full member of the record shall be entitled to vote where officers are to be elected by members. Such election may be conducted by mail, email or in such manner as the Executive Board shall determine. Election of officers will be conducted by secret ballot. Each full member shall be entitled to one vote on all matters contained in a written ballot.

## **ARTICLE VIII – STANDING COMMITTEES**

### **Section 1. Executive Board**

The Executive Board serves as an advisory body to the Chair and as the governing body of the NPG. All actions implemented by the Executive Board will be presented at the next ASRM Board of Directors meeting to be ratified or rescinded.

### **Section 2. Nominating Committee**

The Immediate Past Chair of the Executive Board along with 3-5 full members of the NPG shall work with the Board to compile a list of potential officers and develop a ballot yearly.

### **Section 3. Bylaws Committee**

The Bylaws Committee shall consider and recommend any changes or amendments to the Bylaws that may be considered necessary or advisable. The Bylaws should be formally

reviewed by the Committee every three years, with recommendation for no change or suggested changes submitted in writing to the Executive Board for consideration. The Past Chair shall be the Chair of the Bylaws Committee for the two years immediately succeeding his/her term as Immediate Past Chair of the NPG.

#### **Section 4. Abstract and Research Committee**

The Abstract and Research Committee will be responsible for reviewing and scoring all abstracts submitted to the NPG for oral and poster presentation. The Committee will submit its scores to the Society Abstract Committee with recommendation for acceptance. This Committee will be responsible for the promotion of nursing research.

#### **Section 5. Professional Development Committee**

The Professional Development Committee will direct the development of evidence-based guidelines for nursing practice and patient care, establish basic, minimum educational guidelines for nurses in reproductive medicine, and promote and develop continuing educational opportunities.

#### **Section 6. Clinical Managers Committee**

The Clinical Managers Committee shall contribute to the education and resource needs of the nurse accountable for administrative and/or management functions within the REI practice. The term of office for each member of the Clinical Managers Committee shall be two years.

#### **Section 7. Electronic Communications Committee**

Oversees communications received from membership on the NPG website and offers direction in the further development of the website.

### **ARTICLE IX – AMENDMENTS TO THE BYLAWS**

#### **Section 1. Bylaws**

The proposed amendments to the Bylaws shall require a two-thirds majority of the votes in order to be adopted.

Revised: October 2009