**BYLAWS OF**

**THE NATIONAL ASSOCIATION OF STATE VETERANS HOMES**

## ARTICLE I

### Officers and Their Duties

Section 1. **President**. The President shall be the Executive Head of the Association. He/She shall serve as the Chair of the Executive Committee. The President will also Chair the Association's Summer and Winter Conferences. He/She shall perform such duties as are normally stipulated for this office and other such duties assigned by the Executive Committee. The President shall appoint Committee chairs and assign others to special projects as needed. He/she shall be the Association's official representative at meetings, functions, and proceedings of other groups or organizations related to the State Veterans Home program.

Section 2. **First Vice President**. The First Vice President shall fill the vacancy of the Office of President when the President is unable to complete his/her term of office for any reason whatsoever. He/She shall perform other such duties as assigned by the President.

Section 3. **Second Vice President**. The Second Vice President shall fill the vacancy of the Office of First Vice President when the First Vice President is unable to complete his/her term of office for any reason whatsoever. He/She shall perform other such duties as assigned by the President.

Section 4. **Treasurer**. The Treasurer shall be the custodian of the funds for the Association. He/She shall disburse Association funds subject to the approval of the President. The Treasurer shall prepare the financial reports of the Association, and any financial reports required to maintain the Association's current status with the U.S. Internal Revenue Service. The Treasurer's term of office shall be 3 years.

Section 5. **Secretary.** The Secretary shall be the custodian of all official Association documents and contracts. The Secretary shall keep records of all proceedings and meetings of the Association. The Secretary will assure that minutes of all Association meetings are properly documented and maintained. As Secretary, he/she shall perform such other duties as are customarily required of this office. The Secretary's term of office shall be 3 years.

Section 6. **Judge Advocate/Historian**. The Judge Advocate/Historian shall advise the Membership, Committees, and Officers on protocol and legal matters of the Association, including the development and interpretation of the Constitution and Bylaws. He/she shall perform such other duties as are customarily required of the Judge Advocate. As Historian, he/she shall compile, record, and maintain a history of the Association.

Section 7. **Legislative Officer**. The Legislative Officer shall have primary responsibility for the Association's legislative agenda. He/She shall monitor current and proposed legislation that is of interest to the membership. He/She shall keep the membership informed of the status of legislation before Congress and recommend appropriate actions to be taken. He/She shall be the Association's Liaison to work with and educate other individuals and groups involved in similar legislative efforts The Legislative Officer serves as the primary contact with the National Association of State Directors of Veterans Affairs. The Legislative Officer shall be a member of the Joint Liaison Committee and coordinate his/her activities closely with the Chairman of that Committee.

Section 8. **Joint Liaison Chairperson**. The Joint Liaison Chair shall oversee the business and activities of the Joint Liaison Committee to include: maintaining a "Memorandum of Understanding" with the Department of Veterans Affairs; pursuing the Association's legislative goals and initiatives with Congressional members, their staff, and other stakeholders; recommending and encouraging support for Association's initiatives from Department of Veterans Affairs leadership; maintaining a working relationship with congressionally chartered Veterans Service Organizations, and providing ongoing feedback to Association members relative to proposed legislation and its possible impact on the State Veterans Home program.

Section 9. **Regional Directors**. The Regional Directors shall be the Executive Head of their region. The duties of the Regional Directors will be to: attend NASVH sponsored conferences and meetings; promote NASVH legislative efforts and educate regional members; actively represent and provide regional information to NASVH Executive/Liaison/Legislative Committees for consideration for potential action; facilitate communication of NASVH sponsored issues regarding NASVH efforts with key legislators within the region; participate as members of the NASVH Executive Committee; participate on committees as assigned; facilitate communication with Regional State Directors of Department of Veterans Affairs or equivalent, state commanders of veterans service organizations, CVSO's, if applicable, VISN's, and VAMC's within their regions; assist in the gathering and/or dissemination of specific information requested by NASVH's Executive Committee; serve as a point/clearinghouse for NASVH sponsored surveys, requests for information, and coordination point for external and internal data; assist webmaster , Secretary, and Treasurer in maintaining and updating current address and Home information to include the administrator's name, e-mail address, phone numbers, and web site information; and when feasible, sponsor and attend regional workshops, conferences, teleconferences, seminars and meetings.

## ARTICLE II

### Employees and Contractors

Section 1. **Purposes**. The purposes for which an individual or group may be hired, voluntarily engaged or contracted by the Association shall be to assist one or more officers or Committees of the Association in the discharge of their duties, to expedite or facilitate the business of the Association, or to carry out a specific program or initiative of the Association.

Section 2. **Type of Employment**. A person hired under the provisions of this article may be a permanent or temporary full-time or part-time employee, or contractor, as specified by a contract or job description for the position.

Section 3. **Supervision**. Any person, group or contractor hired under the provisions of this Article shall work under the supervision of the officer or committee with primary responsibility for the tasks to be performed.

Section 4. **Procedures.** When the need to hire an individual, group or contractor is identified by the Association, the justification for hiring or contracting shall be presented to the Executive Committee. The Executive Committee, or another Committee or work group designated by the Executive Committee, shall prepare a job description or contract for services to be performed including terms and conditions of the position or agreement. Upon approval, the Executive Committee will execute this employment or contract.

## ARTICLE III

### Standing Committees

Section 1. **FINANCE COMMITTEE**: The Finance Committee shall have the oversight of the fiscal affairs of the Association. This Committee shall have the responsibility of reviewing the sources and amounts of revenue and expenditures; preparing and presenting an annual budget for consideration and approval of the membership at the Summer Conference; overseeing and reviewing the financial transactions of the Association; coordinating independent financial consultation for general accounting, independent auditing, and/or tax return preparation services; and preparing and presenting an annual written report of the Association's fiscal affairs to the membership at the Summer Conference. The Finance Committee shall also have oversight of the financial investments of the Association. This Committee shall have the responsibility over the investments of: reviewing the Association investments to assure that they are within the standards contained in the adopted investment policy; reviewing the investment performance quarterly with the Associations independent investment advisor and reporting those performance results to the Executive Committee; and recommending any changes to the investment policy to help ensure the protection of the Association's assets while allowing for an investment return. The Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. The Chair of this Committee shall be appointed by the President and shall serve for a three-year term. This Committee shall be composed of the Chair, Secretary, Treasurer, and at least three members.

Section 2. **CONSTITUTION, BYLAWS AND RESOLUTIONS COMMITTEE:** The Constitution, Bylaws and Resolutions Committee shall have the responsibility of assisting the

Association in maintaining current and workable Constitution and Bylaws. The Committee shall ensure that the Association operates within the Constitution and Bylaws. The Committee shall also prepare and present any recommended changes to the Constitution and/or Bylaws to the membership at the Summer or Winter Conference. In addition, the Committee shall have the responsibility of defining the actions that the Association should consider undertaking by promulgating, evaluating, and preparing in written form, resolutions for consideration and action by the membership at the Association's Summer or Winter Conference. The Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. The Chair of this Committee shall be appointed by the President and shall serve for a three-year term. This Committee shall be composed of the Chair and at least three other members.

Section 3. **EDUCATION COMMITTEE**: The Education Committee shall be responsible for organizing and coordinating all educational programs both at the Association's Summer and Winter Conferences. The Committee shall draw on both internal and external resources, at its discretion, in an effort to provide the Association's members with a relevant, high quality and timely CEU earning curriculum. The Committee Chair will be responsible for planning all educational offerings in conjunction with the President and Executive Committee. The Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. The Chair of this Committee shall be appointed by the President and shall serve for a three-year term. This Committee shall be composed of the Chair and at least three members.

Section 4. **EXECUTIVE COMMITTEE**: The Executive Committee shall be responsible for the policymaking and strategic planning of the Association. Other responsibilities of this Committee shall be to: generally manage the funds, property and affairs of the Association; establish Committees and promulgate regulations and procedures for such Committees; adopt and oversee organizational policies including those in matters of strategic planning, legislation, and external affairs with other organizations, associations, and governmental bodies; accept on behalf of the Association grants, contributions, gifts, bequests, or other funding to further the objectives of the Association; authorize any officer or agent of the Association to enter into any contract or execute and deliver any instrument in the name and on behalf of the Association; act in an oversight and liaison capacity to all other Committees, initiatives, and functions of the Association; perform any acts and functions appropriate to this Committee which are not inconsistent with the Association's Constitution and Bylaws. The Executive Committee shall be composed of the President (Chair), First Vice President, Second Vice President, Secretary, Treasurer, Chairs of the Association's Standing Committees, Joint Liaison Committee Chair, Legislative Officer, Judge Advocate/Historian, and the four (4) Regional Directors. This Committee will also be composed of past Presidents of the Association who are currently administrators of a State Veterans Home or who have served as an administrator of same and are still an active member of the Association. These members will

remain on the Executive Committee until no longer a Member or Executive Member of the Association. Honorary members will not serve on the Executive Committee. The Executive Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences – with a quorum present. Other meetings may be called by the President or a majority of the Executive Committee members at any time. The Committee may also conduct its business by electronic or non-electronic means, including mail, telephone, fax, computer, or other appropriate means. All official actions taken by this Committee shall require a simple majority vote.

Section 5. **QUALITY ENHANCEMENT COMMITTEE:** The Quality Enhancement Committee shall be responsible for introducing to the membership new programs to enhance the quality of life of veterans residing in State Veterans Homes. The Committee shall develop and implement initiatives with organizations that can offer quality measurements to benefit State Veteran Homes. This Committee will develop or facilitate surveys, communications, and other means for promoting best practices in State Veterans Homes. The Committee will also identify and analyze changes in long-term care as they apply to the State Veterans Home program. This Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. The Chair shall be appointed by the President and shall serve for a three-year period. The Committee shall be composed of the Chair and at least three members.

Section 6. **JOINT LIAISON COMMITTEE**: The Joint Liaison Committee shall be responsible for proposing and promoting legislative and related initiatives that are in the best interest of the veterans of the United States and the State Veterans Home program. Other responsibilities of this Committee will be to: serve as the liaison to the U.S. Department of Veterans Affairs; implement and uphold the Memorandum of Understanding between the Department of Veterans Affairs and the National Association of State Veterans Homes; communicate and meet with State and Federal officials, U.S. Department of Veterans Affairs, and Congress, to present and pursue related goals and objectives of the Association; maintain close working relationships with veterans service organizations and other related groups sharing pursuits of mutual interest including, but not limited to, legislation, regulatory proposals, funding issues, rulings, mandates or other matters which affect delivery of care to veterans in all settings; implement, recommend, and encourage support of U.S. Department of Veterans Affairs initiatives when those initiatives are in concert with Association objectives; analyze proposed legislation to determine probable impact on the State Veterans Home program, and educate concerned parties relative to this legislation's effects. This Committee shall plan and coordinate the Association's Winter Conference. The Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. This Committee shall be comprised of Chair, the Legislative Officer, the current NASVH President and four immediate past presidents; all other past presidents can participate at the table in the meeting.

Section 7. **NASDVA LIAISON COMMITTEE:** The NASDVA Liaison Committee shall serve as a liaison between the National Association of State Veterans Homes (NASVH) and the National Association of State Directors of Veterans Affairs (NASDVA). The Committee shall communicate or meet from time to time to discuss issues of mutual interest and concern and to act accordingly. This Committee shall also work with NASDVA to develop and implement activities and programs which are mutually beneficial to both organizations. The Chair or designee shall represent the Association at appropriate meetings or proceedings conducted by or in concert with NASDVA. This Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. The Committee shall be composed of the President of the Association (Chair), immediate Past President, First Vice President, and Second Vice President.

Section 8. **NETWORKING COMMITTEE**: The Networking Committee shall be responsible for facilitating communications within the Association and with related external parties. This Committee shall develop, implement, and maintain communication networks including web site, email, newsletter, directory, bulletin board and other means. The Committee shall also be responsible for establishing and maintaining both internal and external communications links. This Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. The Chair of this Committee shall be appointed by the President and shall serve for a three-year term. This Committee shall be composed of the Chair and at least three members**.**

Section 9. **NOMINATING COMMITTEE**: The Nominating Committee shall be responsible for developing and presenting a slate of officers for the Association. The Committee shall prepare and present its recommendations to the membership for approval at the Association's Summer Conference. This Committee shall make every effort to select recommended officers on a regional and rotational basis. The Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. This Committee shall be composed of the Immediate Past President (Chair), and three other past presidents appointed by the standing President.

Section 10. **SUMMER CONFERENCE COMMITTEE**: The Summer Conference Committee shall be responsible for planning the Association's Summer Conference. The Committee shall locate meeting sites for this Conference and coordinate the event with the host state and site. This Committee will establish, plan, and negotiate the Conference particulars including dates, time, hotels, and activities. The Committee shall make every effort to select host states and sites on a regional and rotational basis. Through this Committee, Summer Conferences will be planned up to three years in advance. The Committee shall also work with other Association Committees during the planning process. This Committee shall convene and communicate as needed and shall meet on an organized basis during the Association's Summer and Winter Conferences. The Chair of this Committee shall be appointed by the President and shall serve for a three-year term. This Committee shall be composed of the Chair and at least three members.

Section 11. **OTHER COMMITTEES**: From time to time, the President, in consultation with the Executive Committee, may appoint special or ad hoc Committees to address situations which affect the Association and the needs of its member homes.

Section 12. Each Committee Chairperson shall appoint a Vice Chair to act on their behalf if for any reason the Chair is unable to fulfill their duties on a temporary or permanent basis.

Section 13.. Each Committee shall prepare and present a report to the membership at both Summer and Winter Conferences.

## ARTICLE IV

### Membership Dues, Conference and Other Fees

Section 1. **Annual Membership Dues**. Annual Membership dues will be established by Executive Committee at a rate per State Home. Retired Member dues are set at $100 and Honorary Member dues are waived. Annual dues shall be billed for all homes officially recognized by the USDVA as of July 1st. Any home recognized after the July 1st date may participate as a NASVH member during the current NASVH fiscal year (July 1st – June 30th) and will not be billed a prorated amount for the partial year. Full dues will begin the following year when the new home is officially on the USDVA list of recognized homes effective on the July 1st date.

Section 2. **Conference Fees**. Registration fees for Summer and Winter Conferences shall be established for both Members and Non-members by the Executive Committee on an annual basis.

Section 3. **Other Fees**. From time to time, the Executive Committee may impose other fees to Members and Non-Members as deemed necessary.

## ARTICLE V

### Amendments

These Bylaws may be amended at the Summer or Winter Conference of the Association at which a quorum is present, by a vote of two-thirds majority of the members present, provided that thirty (30) days written notice of the amendment(s) have been given to each member.

*Revisions Approved and Adopted: August 13,2024*
*Summer Conference Business Meeting - Orlando, FL*