

## 2020 ISONG Bylaws

### ARTICLE I

The International Society of Nurses in Genetics, Inc., was incorporated in 1988 in the State of Maryland.

### ARTICLE II: VISION and MISSION

The International Society of Nurses in Genetics (ISONG) is a global nursing specialty organization dedicated to genomic health care, education, research, and scholarship.

The vision of ISONG is to care for people's genetic and genomic health throughout the lifespan and across the continuum of health and disease.

ISONG fosters and advocates for the scientific and professional development of its members and the nursing community in the discovery, interpretation, application, and management of genomic information for the promotion of the public's health and well-being. ISONG promotes the understanding of genomic health and genomic information among nurses, health professionals and the public.

The goals of ISONG are:

#### **Global community**

1. Build and sustain a vibrant international community for the development of nurses in genetics and genomics in relation to education, research and professional practice that enhances social capital by:

- fostering effective communication and networking with nursing organizations and other genetics specialty groups
- promoting interprofessional collaboration in the care of people, families, and communities at risk for genetic conditions
- providing a forum for education and support for nurses providing genetic- and genomics-based healthcare

**Integration**

2. Promote the integration of genetics and genomics across nursing education, research and care at all levels of professional practice, through:
- promoting engagement of nurses with genetics and genomics
  - sharing expertise and best practices in education, research and care delivery
  - offering practical support for continuing professional development

**Leadership**

3. Demonstrate and promote leadership in the development and implementation of standards of healthcare practice in genetics and genomics for the benefit of patients and families, through:
- leading and influencing public policies
  - articulating standards of practice in nursing professional education and clinical care
  - generating and disseminating evidence for high quality nursing practice
  - maintaining an outward-facing approach to collaborative working with other relevant public and professional groups

**ARTICLE III: MEMBERSHIP**

**Section 3.1 Categories of Membership.** The Society membership shall be consistent with the vision, mission and goals of the Society. The Society shall have four categories of members to be designated as full, affiliate, retired, and student. The annual dues of all categories shall be determined by the Board of Directors, as designated in the Society’s policies and procedures.

**A. Full Membership.** Full membership shall be extended to any professional nurse, licensed to practice nursing, who is interested in fostering the goals of the Society and who has paid dues in full to the Society. Full members may attend all meetings of members, vote, hold office, serve on the Board of Directors or as Chairperson of a committee, be a committee member, and receive privileges of membership. In exceptional circumstances, members who do not hold a nursing qualification but who have contributed to the development of genetic nursing may be awarded full membership. These individuals must be nominated by two full ISONG members and the membership must be approved by the ISONG Board.

**B. Affiliate Membership.** Affiliate membership shall be extended to any person who is not eligible for full or student membership, but who is interested in fostering the goals of the Society. Affiliate members have all privileges of full membership except they may not vote, hold elected leadership positions, nor serve as a member of the Nominating, Awards, or Bylaws Committees.

**C. Retired Membership.** Retired membership shall be extended to any full or affiliate member who has retired from employment. Retired members have all of the rights and privileges of their immediately-preceding membership category (or

category for which they would qualify prior to retirement) and shall receive a reduction in the annual dues as established by the Board of Directors.

**D. Student Membership.** Student membership shall be extended to any student who is enrolled full time in a program leading to an academic degree in nursing, genetics, or a related field of study. Student members may attend all meetings of members, vote, serve on the Board of Directors in the role of Student Representative, serve as Chairperson of a committee, be a committee member, and receive privileges of membership.

**Section 3.2 Application for Membership.** Application for membership shall be available online or through a paper form. Dues payment shall accompany all applications. ISONG dues are non-refundable.

**Section 3.3 Suspension, Expulsion and Resignation.** Termination of membership shall automatically occur as a result of resignation in writing by the member, revocation or suspension of the member's nursing license, non-payment of dues, or conviction of a felony.

## **ARTICLE IV: DIRECTORS and OFFICERS**

**Section 4.1 Board of Directors.** The Board of Directors constitutes the elected members of ISONG. The affairs of ISONG shall be managed and administered by the Board of Directors, which shall consist of President, President-Elect, (immediate) Past President, Treasurer, Secretary, two (2) Members-at-Large and one Student Representative. Officers must be current in ISONG dues payment. If a Board member is more than 30 days in arrears in payment of ISONG dues, this will be cause for removal from office. Vacancies shall be filled as set forth in Article IV, Section 6.b.

**Section 4.2 Resignation.** A member of the Board of Directors may resign at any time by resigning the office or position she/he held. The resignation shall be confirmed by the remaining Board of Directors and become effective upon written notification thereof. Vacancies shall be filled as set forth in Article IV, Section 6.b.

**Section 4.3 Meetings.** Regular meetings of the Board of Directors shall be held at least six (6) times per year and can occur in person, via conference call or electronically. Committee chairpersons shall be invited to be present at the Board of Directors meeting occurring in conjunction with the ISONG Congress and at other meetings as requested by the ISONG President or Board of Directors. Special meetings of the Board of Directors may be held upon approval by not less than one-third of the Board of Directors. Members may attend Board meetings, but their presence may be excluded for issues of a confidential or sensitive nature, as determined by the decision of the Board of Directors.

**Section 4.4 Quorum of Directors.** The presence of four (4) members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Directors.

**Section 4.5 Action of the Board of Directors.** The vote of a majority of the members of the Board of Directors and committee chairpersons present at the time of the vote shall be the action of the Board of Directors.

**Section 4.6 Officers.** The Board of Directors shall be referred to as the Officers. The Officers of ISONG (the President, President-Elect, [immediate] Past President, Treasurer, Secretary, two [2] Members-at-Large and one Student Representative) shall be elected by vote of the full ISONG membership.

**a. Assumption of Duties.** All newly elected or appointed Officers shall assume office normally after November 1 and no later than December 1 following the election process, the exact date normally coinciding with the close of Congress. An individual who is appointed to assume the duties and responsibilities of an Officer leaving their office prior to the conclusion of their term-of-office shall assume said office on the next day following the effective date of such appointment.

**b. Vacancies.** A vacancy in the office of the President shall be filled by the President-Elect. If the President-Elect is unable to fill such a vacancy, then the office of the President shall be filled from among the members of the Board of Directors by a vote of the majority of the members of the Board of Directors. All other vacancies occurring in an elected office shall be filled from among the full members of ISONG by a vote of the majority of the members of the Board of Directors then in office.

**Section 4.7 Powers and Duties of Officers.** The officers of ISONG shall each have such powers and perform such duties as generally pertain to their respective offices, subject to the control and direction of the Board of Directors. The duties of each officer shall include, but not be limited to the following:

a. The **President** shall be the principal executive officer of the Society and shall, in general, supervise and control all of the strategic matters and business affairs of the organization. The President shall implement policy established by the members of the Board of Directors. The President shall oversee the financial health of ISONG. The President shall preside at all the meetings of the members and of the Board of Directors; review all conveyances, notes, contracts, or other instruments authorized by members; appoint all committee chairpersons as provided for in the Bylaws; serve as an ex-officio member of all standing committees; and perform and discharge all duties incident to the office of the President and such other duties as may be assigned by the members of the Board of Directors. The President appoints a board liaison to each committee at the beginning of their year term.

b. The **President-Elect** shall become familiar with the duties of the President and shall automatically succeed to the presidency at the conclusion of the President's term of office. The President-Elect shall perform the duties of the President in the absence of the President or in the case of inability to act. When so acting, the President-Elect shall have all the powers of and be subject to all restrictions of the President. The President-Elect shall serve as Parliamentarian during the official meetings of ISONG, serve as liaison between the Board of Directors and Committee Chairs, and perform such other duties as assigned by the Board of Directors. The President-Elect should not also serve as a Committee Chair.

c. **The (immediate) Past-President.** The immediate Past-President shall provide assistance to the President and Board of Directors in order to support and facilitate administrative business and other affairs of ISONG. This includes leadership in infrastructure development such as establishment/ revision of Operational Policies and Procedures. The Past-President may serve as a liaison with special projects or initiatives and ambassador outreach as directed by and in coordination with the President. The Past-President shall chair the Nominations, Awards, and Bylaws Committees.

d. The **Secretary** shall oversee, keep, maintain, and assure distribution of the Board minutes to the Board of Directors and summaries of the minutes to ISONG members; give all notices that are required to be given by these Bylaws; attest all documents, the execution of which has been duly authorized by the members according to these Bylaws; and in general perform all duties incident to the office of Secretary and such other duties as the Board of Directors may prescribe.

e. The **Treasurer** shall be responsible for all funds and securities of the Society, including all authorized monies due and payable to ISONG from any source whatsoever; deposit all such monies in the name of the Society in such banks or other depositories as shall be decided by the Board of Directors; account for and record all financial transactions by the Society; prepare and render an annual report for the Society at the annual meeting and whenever requested by the Society membership or Board of Directors; and perform such other duties as may be assigned by the Board of Directors. If ISONG does not meet the asset criteria that would require its financial accounts to be audited by a properly licensed independent public accounting firm based on the federal laws of the United States, the Treasurer will lead an internal task force to review, verify and maintain the fiscal integrity of the accounting books every even year in accordance with the Board approved ISONG Financial Review Procedure.

f. The **Members-at-Large** shall provide a perspective of the general membership to the Board of Directors, serve in an advisory capacity, oversee special projects, and perform such duties as may be assigned by the Board of Directors as well as participate in meetings of the Board of Directors.

g. The **Student Representative** shall provide a perspective of student membership to the Board of Directors; take particular responsibility for seeking opportunities to promote student membership and engagement with ISONG; work with the Membership committee on initiatives and perform such duties as may be assigned by the Board of Directors as well as participate in meetings of the Board of Directors. Student Representative is defined as any student member who is pursuing full-time graduate education.

**Section 4.8 Term of Office.** The President and President-Elect shall each serve a one-year term or until a successor has been installed. The Student Representative will serve for a term of one year and may run for a second elected term. The other Officers shall each serve a two -year term or until a successor has been installed. No person may hold more than one office simultaneously. No officer may serve more than two consecutive terms of office in the same position.

**Section 4.9 Election of Officers.** The Officers shall be elected by electronic or written vote of all members with voting privileges. Elections each year shall include the President-Elect, a Member-at-Large and Student Representative. Election of the Secretary shall occur in odd years and the Treasurer in even years. The President and the Past-President positions shall be an automatic sequence following the conclusion of the President-Elect and President positions, respectively. The election of officers shall be completed before August 15 of each year.

**Section 4.10 Nomination of Officers.** The Nominations Committee shall select no more than three nominees for each position to be filled. Nominated persons must be full members of ISONG. No member of the committee may appear on the slate for the year that such person is a member of the Nominations Committee. The committee will distribute with its ballot a biographical sketch or other pertinent information approved by the nominees.

**Section 4.11 Ballot Preparation.** The Nominations Committee shall prepare a ballot listing the nominees for each position, together with a provision for write-in votes for each position. The Nominations Committee shall submit its ballot to the Board of Directors before members are invited to vote. Members will be emailed information about the process for voting. The ballot will be hosted online, with access to the ballot limited to members who have voting privileges. Security measures will be in place to ensure that no member can vote more than once.

**Section 4.12 Ballots: Count of Votes.** The ratification of all ballots will be the responsibility of the Nominations Committee. The President, or another Board designee, shall announce the results not more than two weeks after the close of the ballot via the ISONG web site and an electronic communications tool to Society members.

## **ARTICLE V: MEETING OF MEMBERS**

**Section 5.1 Annual Meetings.** The annual meeting of members shall be held at a time and location selected by the Board of Directors. The date and location of this meeting shall be determined at least 12 weeks prior to the meeting.

**Section 5.2 Notice of Annual Meetings.** Notice of the time and place of the annual meeting of members shall be sent via an electronic communications tool to each member at least eight weeks prior to such meeting.

**Section 5.3 Quorum.** At any meeting, a vote in the affirmative by a majority of those eligible to vote shall constitute acceptance of any motion for purposes of transaction of business by the Board.

**Section 5.4 Special Meetings.** Special meetings of the members may be held at any time or place with the approval of the Board of Directors. Notice of special meetings shall state the time, place and purpose of the meeting and shall be sent electronically via electronic communication to each member at least 14 days prior to the meeting date. Business transacted at any special meeting shall be limited to the purpose stated in the notice thereof.

**Section 5.5 Voting.** At any meeting of the members, each member present with voting privileges shall be entitled to one vote except as otherwise provided for in the Bylaws or the Articles of Incorporation.

## **ARTICLE VI: EXECUTIVE BOARD**

**Section 1. Executive Board.** The Executive Board of ISONG shall be comprised of the President, Past-President, President-Elect, Treasurer and Secretary.

**Section 2. Powers and Duties.** The Executive Board shall be empowered to make decisions and act on behalf of the welfare of ISONG when action is needed in a critical or timely fashion which does not allow for the call and scheduling of a special meeting. In this case, the Board of Directors shall be notified in writing of the issue, its critical nature and action recommended to be taken by the board, in not more than five (5) business days. This issue and action shall be incorporated into the Minutes of the Society.

## **ARTICLE VII: COMMITTEES**

**Section 7.1 Standing Committees.** There shall be the following Standing Committees, consistent with the vision, mission and goals of the Society including, but not limited to: Nominations, Awards, Bylaws, Communications, Congress, Development, Education, Ethics and Public Policy, Global Membership, Professional Practice, and Research.

**Section 7.2 Chairpersons.** Each standing committee shall have a chairperson or two co-chairpersons who shall be appointed by the President/Board of Directors for a two-year term, except for the Bylaws, Nominations, and Awards Committees whose chairperson shall be the immediate Past-President, and whose term of office shall be one year. The President may reappoint standing committee chairpersons for one additional two-year term, but no person may serve as chairperson for more than a total of four consecutive years. The Congress Committee chair normally will be appointed no later than 12 months preceding the annual Congress for which she/he has responsibility, and will serve until all business from said Congress is completed, usually no more than 6 months following the conclusion of the Congress.

**Section 7.3 Membership.** Membership on committees is open to all members including full, affiliate, retired, and student with the exception of the Awards, Bylaws, and Nominations Committees. Only full and retired members are eligible for membership on the Awards, Bylaws, and Nominations Committees. Members may join any committee by contacting the current co-chairpersons.

**Section 7.4 Rules.** Each committee shall keep records of its proceedings and report the same to the Board of Directors on a regular schedule annually. Each committee's chairpersons shall submit an Annual Report, to be shared with the membership at a time specified by the President. Committee chairpersons shall submit minutes to ISONG headquarters following each committee meeting. Each committee may determine its own rules, except to the extent such rules are fixed by these Bylaws or the Board of Directors. Committee chairpersons will provide reports summarizing ongoing committee activities to the Board of Directors as requested and participate in Board meetings as requested.

**Section 7.5 Standing Committee Responsibilities.** The responsibilities and directions of the Standing Committees shall include, but not be limited to, those designated below.

**a. Nominations Committee.** This committee shall be chaired by the Immediate Past President and be comprised of minimum of two additional ISONG members who have had full or retired membership for at least three (3) years and are not interested in running for an open position. The term of office for committee members shall be one year.

Duties and Responsibilities:

1. Manage voting as described in Article IV, Sections 10, 11, and 12.
2. Identify board positions that will be open during the next election cycle.
3. Issue a call for nominations in the spring.
4. Identify a global pool of candidates that the committee can nominate.
5. Vet candidate nominations, ensuring eligibility requirements are met.

6. Attempt to recruit at least two candidates running for each open position.
7. Provide a recommended slate of candidates to the Board no later than July

**b. Awards Committee.** This committee shall be chaired by the Immediate Past President and be comprised of a minimum of two additional ISONG members who have had full or retired membership for at least three (3) years, who will be recused from reviewing and selecting a winner if they are nominated for any award. The term of office for committee members shall be one year.

Duties and Responsibilities:

1. Distribute nomination forms for the three Founders' awards areas: Practice, Education and Research to the ISONG membership.
2. Encourage the chairpersons of the Professional Practice, Education, and Research Committees to identify and nominate viable candidates.
3. Review nominations received using established criteria determined by the Committee.
4. Winners will be selected by committee consensus at least two months prior to Congress.
5. Winners shall remain confidential and will be recognized with an award at the Annual Congress.

**c. Bylaws Committee.** This committee shall be chaired by the Immediate Past President and be comprised of a minimum of one additional ISONG member who has had full or retired membership for at least three (3) years and the Executive Director. The term of office for committee members shall be one year.

Duties and Responsibilities:

1. Review Bylaws during every even year.
2. Consider and recommend any changes or amendments that are brought forth by the Board, Committee members, or a group of at least five ISONG members.
3. Provide recommended changes in draft form to the Board for review and approval.
4. Distribute the approved draft Bylaws changes to the ISONG membership for a review period of 30 days.
5. Evaluate the merits of questions and recommendations made during the draft review.
6. Present the Board with final change recommendations to the Bylaws.
7. Distribute the Bylaws changes to the membership at least 14 days prior to the Annual ISONG Business Meeting.
8. Schedule time during the Annual Business Meeting to take verbal comments on the changes from the membership.
9. Issue an electronic ballot to all members eligible to vote within one week of the Business Meeting which shall remain open for a minimum of 30 days.
10. Ratify the voting.
11. Bylaws are to be amended if approved by a majority vote of those members eligible to vote who casted a vote.

**d. Communications Committee.** This committee is chaired/co-chaired by one or more ISONG members who are appointed by the Board of Directors in consultation with the former chairs. The Chair(s) term of office is two years or until their successors are appointed. Committee members are comprised of ISONG members who are eligible to serve on the committees and agree to actively participate in the work of the committee.

Duties and Responsibilities:

1. Ensure the effective communication, timely dissemination, and transfer of knowledge relating to advances in genetics nursing to the membership and public
2. Oversight of content and infrastructure of the website.
3. Development and management of social media channels.
4. Regularly communicate the ongoing work and progress of the committee to the Board.
5. Work with headquarters regarding website maintenance needs and content postings.
6. Work with headquarters to update website content and resource links for the pages specific to this committee at least every six months and as content changes.

**e. Congress Committee.** This committee is chaired/co-chaired by one or more ISONG members who are appointed by the Board of Directors in consultation with the former chairs. The Chair(s) term of office is one year or until their successors are appointed. It is suggested that the co-chair rotate into the chair position after one year to facilitate succession planning. Committee members are comprised of ISONG members who are eligible to serve on the committee and agree to actively participate in the work of the committee.

Duties and Responsibilities:

1. In consultation with the Board of Directors, plan all aspects of the Annual Congress program including call for abstracts, proposals, review of submissions, invitation and organizing the program and speakers.
2. Consult with Treasurer and headquarters to develop and follow a budget and financial plan for all Congress activities.
3. Plan all social activities associated with the Congress including banquets, special events, trips and tours.
4. Regularly communicate the ongoing work and progress of the committee to the Board.
5. Communicate with the Development Committee to ensure coordination of Congress funding and sponsorship efforts.
6. Provide on-site visibility and oversight coordination at the Congress or virtual alternatives.
7. Work with headquarters to update website content and resource links for the pages specific to this committee at least every six months and as content changes.

**f. Development Committee.** This committee is chaired by one or more ISONG members who are appointed by the Board of Directors. The Chair(s) term of office is two years or until their successors are appointed. Committee members are comprised of ISONG members who are eligible to serve on the committee and agree to actively participate in the work of the committee.

Duties and Responsibilities:

1. Establish formal relationships with corporate and university sponsors who share ISONG's mission and interests.
2. Identify potential non-dues income campaigns, donation request materials, and tracking of funding.
3. Apply for grants to support Congress activities and speakers and to support ISONG in general.
4. Regularly communicate the ongoing work and progress of the committee to the Board.
5. Communicate with the headquarters and Congress Committee to ensure coordination of Congress funding and sponsorship efforts.
6. Work with headquarters to update website content and resource links for the pages specific to this committee at least every six months and as content changes.

**g. Education Committee.** This committee is chaired by one or more ISONG members who are appointed by the Board of Directors. The Chair(s) term of office is two years or until their successors are appointed. Committee members are comprised of ISONG members who are eligible to serve on the committee and agree to actively participate in the work of the committee.

Duties and Responsibilities:

1. Promote and support genetic/genomic education of all genetics professional nurses.
2. Assemble and maintain educational resources to support the integration of genetics/genomics into the education and practice of nurses at every level.
3. Promote opportunities for collaboration among nurses regarding evidence-based genomic health care
4. Encourage the sharing of best practices within the field and among genetics nurses worldwide.
5. Collaborate with other Society committees on joint projects and endeavors.
6. Assist with the educational planning activities of various Congress sessions as necessary.
7. Regularly communicate the ongoing work and progress of the committee to the Board.
8. Work with headquarters to update website content and resource links for the pages specific to this committee at least every six months and as content changes.

**h. Ethics and Public Policy Committee.** This committee is chaired by one or more ISONG members who are appointed by the Board of Directors. The Chair(s) term of office is two years or until their successors are appointed. Committee members are

comprised of ISONG members who are eligible to serve on the committee and agree to actively participate in the work of the committee.

**Duties and Responsibilities:**

1. Evaluate scientific and political changes, as they relate to genomics and public health, which require a response by the Society.
2. Recommend and establish criteria, for Board approval, for the committee to research and develop verbal or written opinions on political or scientific issues relating to genetics/genomics.
3. Committee may not publicly issue any statements or opinions without the prior approval of the ISONG Board of Directors.
4. Regularly communicate the ongoing work and progress of the committee to the Board.
5. Work with headquarters to update website content and resource links for the pages specific to this committee at least every six months and as content changes.

**i. Global Membership Committee.** This committee is chaired by one or more ISONG members who are appointed by the Board of Directors. The Chair(s) term of office is two years or until their successors are appointed. Committee members are comprised of ISONG members who are eligible to serve on the committee and agree to actively participate in the work of the committee.

**Duties and Responsibilities:**

1. Increase the global visibility of ISONG.
2. Identify and recruit new members from all regions around the world.
3. Plan the engagement and retention of existing members.
4. Recommend and implement activities to increase membership from the global community of genetic nurses.
5. Regularly communicate the ongoing work and progress of the committee to the Board.
6. Work with headquarters to update website content and resource links for the pages specific to this committee at least every six months and as content changes.

**j. Professional Practice Committee.** This committee is chaired by one or more ISONG members who are appointed by the Board of Directors. The Chair(s) term of office is two years or until their successors are appointed. Committee members are comprised of ISONG members who are eligible to serve on the committee and agree to actively participate in the work of the committee.

**Duties and Responsibilities:**

1. Support efforts to review, edit, and publish updated editions of the Scope and Standards of Genetics Nursing, co-published with the American Nurses Association
2. Development of resources describing genetics/genomics nursing practice.
3. Promote nursing practice issues, credentialing, and best practices of genetics/genomics nurses
4. Regularly communicate the ongoing work and progress of the committee to the Board.
5. Work with headquarters to update website content and resource links for the pages specific to this committee at least every six months and as content changes.

**k. Research Committee.** This committee is chaired by one or more ISONG members who are appointed by the Board of Directors. The Chair(s) term of office is two years or until their successors are appointed. Committee members are comprised of ISONG members who are eligible to serve on the committee and agree to actively participate in the work of the committee.

**Duties and Responsibilities:**

1. Foster awareness of research activities in nursing, genetics, and related areas to enhance professional and personal development of members
2. Oversee the Research Grant application, review, and award processes.
3. Explore collaboration with genetics organizations related to research.
4. Regularly communicate the ongoing work and progress of the committee to the Board.
5. Work with headquarters to update website content and resource links for the pages specific to this committee at least every six months and as content changes.

**Section 7.6 Special/Ad Hoc Committees.** Special committees may be appointed by the President and/or the Board of Directors for such special tasks as circumstances warrant. Such special committees shall limit their activities to the accomplishment of the task for which they were created and appointed and shall have no power to act except as specifically conferred by action of the Board of Directors. Upon completion of the task for which appointed, such committees shall stand discharged.

**a. Advisory Committee.** An Advisory Committee may be created to: (1) advise the Board of Directors on issues which are presented to the Advisory Committee for consideration by the Board of Directors and (2) to bring to the attention of the Board of Directors issues which are identified by the Advisory Committee that are relevant to the vision, mission and goals of the Society. The chairperson shall be appointed by the President. The composition of the Advisory Committee shall include representation of all categories of membership, the total number of which shall be determined by the Board of Directors. Consumers and/or professionals with relevant expertise may be invited, as needed, as determined by the Board of Directors. This body shall be

established when deemed appropriate by the President, as reflected by growth of membership, acceptance of the Vision approved within this amendment, and implementation of the goals espoused within the Strategic Plan.

**Section 7.7 Suspension, Discontinuance or Consolidation.** The Board of Directors may suspend or discontinue any standing or special committee whose functions may not be considered necessary to carry out the goals of the Society or may consolidate the functions of one or more committees to better accomplish such goals.

**Section 7.8. Archives.** The headquarters office shall perform archival duties such as:

1. Maintaining annual and perpetual electronic records of membership rosters, board listings, award winners, minutes, subscription login and password information, samples of marketing activities, Congress materials, financial records and tax filings, and other administrative information pertinent to the history of the Society.
2. Secretary shall be responsible for ensuring that annual archival records are saved and uploaded to a cloud/electronic storage or be maintained in physical form when appropriate.

## **ARTICLE VIII: EXECUTIVE DIRECTOR**

The role of the Executive Director is to provide administrative support and foster growth for ISONG in a direction consistent with its vision and mission and as directed by the President. The Executive Director shall be an ex -officio member present at meetings of ISONG. The responsibility for engaging the services of the Executive Director or an association management firm lies with the Board of Directors. The President, with input from others as appropriate, is responsible for conducting the annual evaluation of the Executive Director. The responsibilities of the Executive Director shall be designated in the policies and procedures, including responsibility for obtaining audits of ISONG's financial records.

## **ARTICLE IX: AMENDMENTS**

**Section 9.1 The Articles of Incorporation [the Bylaws]** may be amended by an affirmative vote of two-thirds (2/3) of those casting a ballot, provided at least ten percent (10%) of the membership eligible to vote submit a completed ballot. Voting will be conducted through electronic ballots or balloting in person at the Annual ISONG Business Meeting.

**Section 9.2 Parliamentary Authority.** When not in conflict with these Bylaws or the Articles of Incorporation, "Robert's Rules of Order Newly Revised" shall be the parliamentary authority.

Approved by the Board October 15, 2020; Approved by the membership November 6, 2020.