

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. Secretary-Treasurer. The Secretary-Treasurer shall be the custodian of the funds for the Association. He/She shall disburse Association funds subject to the approval of the President. He/She shall be the custodian of all official Association documents and contracts. The Secretary-Treasurer shall also keep records of all proceedings and meetings of the Association. As Secretary-Treasurer, he/she shall perform such other duties as are customarily required of this office.

Section 5. 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 6. 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 shall be a member of the Joint Liaison Committee and coordinate his/her activities closely with the Chairman of that Committee.

Section 7. 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 8. 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 and Secretary/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 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 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. BUDGET, FINANCE AND AUDIT COMMITTEE: The Budget, Finance and Audit 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 auditing the financial transactions of the Association; and preparing and presenting an annual written report of the Association's fiscal affairs to the membership at the Summer 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, Secretary/Treasurer, and three other members.

Section 2. CONSTITUTION AND BYLAWS COMMITTEE: The Constitution and Bylaws Committee shall have the responsibility of assisting the Association in maintaining current and workable Constitution and Bylaws. This Committee shall ensure that the Association operates within the Constitution and Bylaws. From time to time, this Committee shall also prepare and present any recommended changes to the Constitution and/or Bylaws to the membership at the 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 three 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 three members.

Section 4. EXECUTIVE COMMITTEE: The Executive Committee shall be responsible for the policy-making 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.

The 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 active or a member of the Association.

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. HOME ENHANCEMENT COMMITTEE: The Home Enhancement Committee shall be responsible for initiating and implementing programs which promote the development of new State Veterans Homes or new programs which enhance the quality of life of veterans residing in existing State Veterans Homes. The Committee shall assist states and provide guidance through the process of developing, constructing and certifying new State Veterans Homes. The Committee shall develop and implement initiatives with other related organizations to conduct joint programs which are mutually beneficial to both organizations. This Committee shall provide consultation and aid to other State Veterans Homes in developing new programs within these Homes. The Committee shall also be responsible for researching, identifying and developing grant or gift income which further promotes the quality of life and optimal care of veterans living in State Homes. This Committee will also develop or facilitate surveys, communications, and other means for promoting best practices in State Veterans Homes. The Committee will develop and implement a public relations program for the Association. 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 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 composed of the Chair, Legislative Officer, and three other members – all of whom shall be past Presidents.

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, and two other Past Presidents.

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 a 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 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. RESOLUTION COMMITTEE: The Resolution Committee shall have the responsibility of defining the actions that the Association should consider undertaking. To this end, the Committee shall promulgate, evaluate and prepare in written form, resolutions for consideration and action by the membership at the Association's Summer or Winter Conference. 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 three other members.

Section 11. TIME AND PLACE COMMITTEE: The Time and Place 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 three members.

Section 12. 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 13. 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 14. Each Committee shall prepare and present a report to the membership at both Summer and Winter Conferences.

ARTICLE IV

Bonding of Officers

Section 1. The Secretary/Treasurer of the Association shall be bonded for an amount of equal to the amount of the Association's cash reserves for the faithful performance of his/her duties; such bond to be provided by a reputable surety company, the expense of which shall be borne by the Association. This bond shall be a type referred to as a "position bond", and shall be secured for a period of three to five (3-5) years. The Association's President shall notify the bonding surety company of the name and address and any other necessary information of any newly-elected Secretary/Treasurer.

ARTICLE V

Membership Dues, Conference and Other Fees

Section 1. Annual Membership Dues. Association dues shall be based upon the number of authorized beds of a State Veterans Home, as certified by the U.S. Department of Veterans Affairs. The amount of dues shall be based upon the following:

\$800.00 minimum
or
\$3.00 per Hospital bed
\$2.00 per Nursing Care bed
\$2.00 per Domiciliary bed
\$2.00 per Adult Day Health Care bed

In some instances, annual dues shall be prorated or adjusted for new member homes.

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 VI

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.

Revised Bylaws Approved and Adopted: July 9, 2007
New Orleans, Louisiana

Proposed Changes for Summer 2008 Conference