

The Nursing Organizations Alliance Policy and Procedures Manual

The Nursing Organizations Alliance

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SECTION 1

MEMBERSHIP AND DUES

101. Member Contact Information (Approved February 2008, Updated March 2013, November 2017)

NOA will make its membership mailing list available to NOA members upon request in hard copy or electronic format (Excel, Word, or pdf).

NOA Board of Directors will review requests and evaluate requests from outside parties for NOA membership mailing list and determine if the mailing list will be made available. If the request is approved, the mailing list will be distributed in hard copy or electronic format (Excel, Word or PDF). NOA does not sell or distribute its mailing list to non-members unless where specified.

NOA will distribute the attendance roster from NIWI, NALA, and the Fall Summit to those in attendance including members, non-members, exhibitors, sponsors, etc. in hard copy or electronic format (Excel, Word, or pdf).

102. Member Dues (Approved February 2008, Updated March 2013, Reviewed November 2017)

Membership dues are set by the Board of Directors. Members who have not paid their dues by March 31st will be considered delinquent and will be removed from the membership roster and all intended benefits of membership. The management company staff is responsible for sending membership dues invoices and for removing delinquent members from the membership roster. Members who lapse in payment and are inactive for 12 months or more must reapply for membership.

(Pursuant to IRS Regulations, The Alliance must notify anyone paying dues to the organization whether any part of the dues is not deductible because it is related to lobbying or political activities. Since NOA does not lobby, it includes the following statement on dues invoices: *“NOA qualifies as a tax-exempt organization pursuant to Section 501(c)(6) of the Internal Revenue Code. Therefore, dues to NOA are not deductible as a charitable contribution for federal tax purposes, but may be deductible as an ordinary and necessary business expense to the extent that they do not pertain to lobbying or political activities. We have estimated the nondeductible (lobbying) portion of your 20XX dues to be 0%. Please consult your tax advisor.”*

103. Reduced Annual Dues Policy (Approved February 2011, Updated August 2012, Reviewed November 2017)

If the current annual dues of \$1,000 create a financial burden to current or potential member organizations a request to reduce the dues by 50% may be submitted. Alliance staff, in conjunction with the Board of Directors Treasurer will review the request with supporting documentation on an individual case by case basis and provide a recommendation for approval to the full Board of Directors.

The requested supporting documentation includes:

- The most recent full year of financial statements
- Net revenue from operations for the two most recently completed fiscal years
- The most recently filed Form 990

- The current budget
- Statement from the President and/or Board of Directors that explains why paying full dues is a financial hardship
- An estimation of when or if the organization anticipates that it will be able to pay the full dues amount in the future

There is no limit to the number of times that an organization may qualify for reduced dues. Organizations requesting reduced annual dues for more than one dues cycle must reapply and provide updated documentation annually.

104. Research Participation Policy (Approved November 2013, Updated November 2017)

The Nursing Organizations Alliance will not provide access to Alliance member contact information or commit Alliance resources in support of an individual investigator's or an institution's research activity.

Alliance members may use the online member community (NOA Member Connect) to circulate spot surveys/polling questions and requests for information assistance and project partners.

NOA may participate in the research efforts of other associations/organizations or studies being conducted by (not just funded by) US governmental agencies following an evaluation of the research plan and objectives and approval by the Board of Directors. NOA does not commit financial resources unless there is a clear link to the mission of NOA and if the funding is within NOA's current budget. NOA will not give other organizations direct access to members but instead will communicate to the membership the opportunity for participation. Participation by Alliance members is always by choice of the individual member and NOA cannot commit such support on behalf of its members.

SECTION 2

FINANCE AND ADMINISTRATION

- 201. General Policy** (Approved February 2008, Updated March 2013)
As the responsible managing authority, The Nursing Organizations Alliance (NOA) Board of Directors has set forth the following financial policies to ensure that the financial assets of the organization are protected, adequately maintained, and used in a manner consistent with its values and purposes.

NOA follows the generally accepted principles of financial management for non-profit organizations.

- 202. Treasurer's Responsibilities** (Approved February 2008, Updated November 2017)
The Treasurer's responsibilities include:
- conducting a thorough review of the draft annual budget as prepared by the management company staff prior to presenting it to the Board of Directors
 - reviewing monthly financial statements prepared by management company staff for distribution to the Board of Directors
 - working with management company staff and CPA firm on audit/financial review

The Treasurer shall receive a check register monthly and may from time to time randomly select checks and deposits in order to review the documentation for these checks and deposits and other records as may be appropriate to ensure proper oversight. The Treasurer along with the Board of Directors shall ensure that the policies, objectives, and guidelines of the Investment Policy Statement are followed.

- 203. Accounting Method** (Approved February 2008, Reviewed November 2017)
NOA uses the accrual basis of accounting that recognizes revenues when they have been earned and expenses when they have been incurred.

- 204. Budget Process** (Approved February 2008, Updated March 2013, Reviewed November 2017)

The management company staff in coordination with the Treasurer is responsible for preparing the annual budget at least 90 days prior to the end of the fiscal year. Historical data for operating revenues/expenses, planned projects/programs, and resources necessary to implement NOA's goals will be considered during the budget preparation. The annual budget is presented for approval during the Board of Directors conference call held in the Fall. The approved annual budget is shared with the membership at the annual business meeting.

Money not spent at the end of the year will be rolled into NOA's fund balance and allocated according to the approved investment policy.

- 205. Financial Statement Preparation/Distribution** (Approved February 2008, Reviewed November 2017)
Monthly financial statements are prepared by the management company and are sent to the Treasurer for review. Upon review by the Treasurer, the statements are sent to the Board of Directors for review. The financial statements include a cover memo describing the financial activities for the month, balance sheet, consolidated statement of revenue over expenses, and statement of revenue over expenses for each activity. Budget variances are addressed by the Board of Directors on an as needed basis.

- 206. Private Inurement** (Approved February 2008, Reviewed November 2017)
No property or proceeds of the organization may inure to individual members, board or staff. Individual members may be paid for specific services rendered to the organization, provided an open bidding process for vendor contracts exist, and no member is given unfair advantage.

NOA Board of Directors members will sign a conflict of interest statement annually at the Fall Summit meeting.

- 207. Reserve Funds Policy** (Approved April 2015, Reviewed November 2017)
The reserves of NOA are unrestricted net assets which are calculated on a consolidated basis and are invested according to the guidelines in the Investment Policy. NOA will maintain adequate reserves to protect the organization against unforeseen economic emergencies with respect to NOA operations as well as provide adequate funding for expected major expenditures. NOA shall seek to maintain an amount equal to 6 months, or 50% of planned annual operating expenses.

Our reserves should balance our need to provide funds for maintaining operations during times of financial or other stress. If reserve funds are found to be in excess, reserve funds may be utilized for programs, services or investments that enhance benefits to NOA members upon approval by the Board of Directors.

- 208. Investment Policy Statement** (Approved April 2017, Updated November 2022)

Introduction

The Nursing Organizations Alliance (NOA) has been established for the purpose of bringing nursing organizations together to increase nursing's visibility and impact on health through communication, collaboration, education, and advocacy.

This statement of investment policy (IPS) has been adopted by the Nursing Organizations Alliance (NOA) to provide guidelines for the investment of funds held by the organization.

For the purposes of managing investment risk and to optimize investment returns within acceptable risk parameters, the funds held will be divided into three separate investment pools. The process for determining the dollar amount in each pool is set forth in the "Procedures" section of this document. The three investment pools shall be called the "**Operating Fund**", the "**Short Term Fund**" and the "**Long-Term Fund.**"

Assignment of Responsibility

Responsibilities of the Board of Directors

A Board of Directors, elected annually by the membership, is charged by law with the responsibility of managing NOA's assets and contracting with an Administrative Agent to serve as NOA's financial agent. The Board of Directors shall discharge its duties solely in the interest of NOA, with the care, skill, prudence and due diligence under the circumstances then prevailing, that a prudent person, acting in a like capacity and familiar with such matters, would use in the

conduct of an enterprise of like character with like aims. The specific responsibilities of the Board of Directors relating to the investment management of assets include:

1. Reviewing the financial needs of NOA and communicating such needs to the Investment Consultant on a timely basis;
2. Determining the risk tolerance and investment time horizon and communicating these to the appropriate parties;
3. Establishing reasonable and consistent investment objectives, policies and guidelines that will direct the investment of the assets;
4. Prudently and diligently selecting qualified investment professionals, including any Investment Manager(s), Investment Consultant(s), and Custodian(s);
5. Quarterly evaluation of the performance of the Investment Managers to assure adherence to policy guidelines and monitor investment objective progress;
6. Evaluating portfolio performance and other matters relating to the management of the funds; and
7. Developing and enacting proper controls and procedures.

Responsibilities of the Investment Consultant

The role of the Investment Consultant is that of a non-discretionary advisor to the Board of Directors. Investment advice concerning the investment management of the assets will be offered by the Investment Consultant and will be consistent with the investment objectives, policies, guidelines and constraints as established in this IPS. Specific responsibilities of the Investment Consultant include:

1. Assisting in the development and periodic review of the Investment Policy Statement (IPS);
2. Conducting Investment Manager searches;
3. Providing “due diligence” on the Investment Managers;
4. Providing recommendations to hire and/or terminate any Investment Manager(s);
5. Acting on behalf of, and at the direction of, the Board of Directors in connection with the hiring or termination of Investment Managers or the selection of mutual funds;
6. Monitoring the performance of the Investment Managers to provide the Board of Directors with the ability to determine their progress toward the investment objectives;
7. Communicating matters of policy, manager research, and manager performance to the Board of Directors;
8. Reviewing investment history, historical capital markets performance and the contents of this IPS to any newly appointed members of the Board of Directors; and
9. Assisting the Board of Directors in monitoring the asset allocation of the Long-Term Fund

and providing the Board of Directors with recommendations for changing asset allocation within the guidelines set forth in this IPS.

Responsibilities of the Investment Managers

Each Investment Manager will have full discretion to make all investment decisions for the assets placed under its jurisdiction, while observing and operating within all policies, guidelines, and constraints, as outlined in this IPS. Specific responsibilities of the Investment Managers include:

1. Discretionary investment management, including decisions to buy, sell, or hold individual securities, and to alter asset allocation within guidelines established in this IPS and approved by the Board of Directors;
2. Communicating any major changes to economic outlook, investment strategy, or any other factors that affect implementation of the investment process;
2. Informing the Investment Consultant of any material change to the investment management organization. Examples include material changes in portfolio management personnel, ownership structure, investment philosophy, etc; and
3. Voting proxies on behalf of NOA, and, when requested, communicating information concerning such voting to the Board of Directors on a timely basis.

Responsibilities of the Custodian

The Custodian will physically (or through agreement with a sub-custodian) maintain possession of securities owned by NOA, collect dividend and interest payments, redeem maturing securities, and effect receipt and delivery following purchases and sales. The Custodian will also perform regular accounting of all assets owned, purchased or sold, as well as movement of assets within fund accounts.

Procedures

1. The following procedures will be followed to ensure the investment policy statement is consistent with the current mission of NOA and accurately reflects the current financial condition:
 - A.) This investment policy shall be reviewed periodically by the Treasurer for any necessary updates or revisions.
 - B.) Recommendations for any revisions or modifications will be made by the Treasurer to the Board of Directors for approval.
2. The following procedures will be used to determine the dollar amounts to be placed in the each of the three investment pools:
 - A.) The Treasurer will recommend the dollar amounts to be placed in the operating, short and long term funds.
 - B.) The Board of Directors will have final approval of the dollar amounts placed in

specific funds.

3. To assist NOA in the management of its Long Term, Short Term and Operating Funds, NOA may engage the services of an Investment Consultant. The following procedures shall be followed to engage a new Investment Consultant or to replace a current one
 - A.) The Administrative Agent will recommend the hiring or replacing of an Investment Consultant to the Board of Directors.
 - B.) The Board of Directors will review the candidate(s) and shall have final approval.
4. The structure of the Long-Term Fund will consist of separately managed accounts and/or mutual funds. The procedures for changing a managed account or a mutual fund will be as follows.
 - A.) The Investment Consultant will recommend changing the manager of an account and /or mutual fund to the Administrative Agent.
 - B.) The Administrative Agent will review the candidate(s) and make a commendation to the Board of Directors, who shall have final approval.

NOA OPERATING FUND

Purpose

The purpose of the Operating Fund is to provide sufficient cash to meet the financial obligations of NOA in a timely manner. NOA seeks to establish a target balance for all cash & cash equivalent accounts comprising the Operating Fund that represents one year's projected operating expenses.

Investment Objectives

The investment objectives of the Operating Fund are:

1. Liquidity;
2. Preservation of capital; and
3. To optimize the investment return within the constraints of the policy.

Investment Guidelines

Allowable Investments

The Treasurer and/or Administrative Agent shall be authorized to invest the Operating Fund as follows:

1. Federally-insured certificates of deposit not to exceed the insurable limit per institution including interest at commercial banks or savings and loans institutions;
2. Money market funds that invest in U.S. Government backed securities;
3. Interest bearing checking accounts in U.S. federally insured banks and savings and loans not to exceed federally insured amounts;
4. Direct obligations of the U.S. Government, its agencies and instrumentalities;
5. Federal Agency Discount Notes; and
6. Repurchase agreements with institutions whose senior debt rating is rated a double A or better by Standard & Poor's and /or Moody's or where physical delivery of the collateral is made to a third-party custodian.

Maturity

The maturities on investments for the Operating Fund shall be limited to twelve months or less.

Reporting

The Administrative Agent shall prepare the following reports for presentation on a quarterly basis to the Treasurer and the Board of Directors:

1. Schedule of investments,
2. Investment income year to date,
3. Current yield,
4. Unrealized/realized gains or losses year to date.

NOA SHORT-TERM FUND

Purpose

The Short-Term Fund is intended to meet the expenses occurring as the result of unanticipated activities and to fund projects which are approved by the Board of Directors. To the extent that there are balances that can be invested, the purpose is to improve the return on funds held for future expenditures while managing investment risk. NOA shall strive to maintain a Short-Term Fund balance of at least 6 month's operating budget.

Investment Objectives

The investment objectives of the Short-Term Fund are:

1. Preservation of Capital;
2. Liquidity
3. To optimize the investment return within the constraints of (1.) & (2.) above.

Investment Guidelines

Allowable Investments

The Treasurer and/or Administrative Agent shall be authorized to invest the Short-Term Fund as follows:

1. Federally-insured certificates of deposit not to exceed the insurable limit per institution including interest at commercial banks or savings and loans institutions;
2. Money market funds that invest in U.S. Government backed securities;
3. Interest bearing checking accounts in U.S. federally insured banks and savings and loans not to exceed federally insured amounts;
4. Direct obligations of the U.S. Government, its agencies and instrumentalities;
5. Federal Agency Discount Notes; and
6. Repurchase agreements with institutions whose senior debt rating is rated a double A or better by Standard & Poor's and /or Moody's or where physical delivery of the collateral is made to a third-party custodian.

Maturity

The Short-Term Fund shall have a weighted average maturity of three years or less. The Treasurer and/or Administrative Agent shall be responsible for scheduling the investment maturities

Reporting

The Treasurer and/or Administrative Agent shall prepare the following reports for presentation on a monthly basis to the Board of Directors.

1. Schedule of investments,
2. Interest income year to date,
3. Current yield.

NOA LONG-TERM FUND

Purpose

The purpose of the Long-Term Fund is to enhance the purchasing power of funds held for future expenditure and to maintain and improve the financial stability of the association.

Investment Objectives

The objectives of the portfolio represent a long-term goal of maximizing returns without exposure to undue risk, as defined herein. It is understood that fluctuating rates of return are characteristic of the securities markets. The primary concern should be long-term appreciation of the assets and consistency of total return on the portfolio. Recognizing that short-term market fluctuations may cause variations in the account performance; the portfolio is designed to achieve the following objectives over a three-year moving time period:

1. The account's total return should exceed the Consumer Price Index by 3% annually. On a quarter-to-quarter basis, the actual returns will fluctuate and should exceed the target about half the time.
2. The account's total return should exceed the Treasury Bill Index by a minimum of 3% annually. On a quarter-to-quarter basis, the actual returns will fluctuate and should exceed the target about half the time.

Understanding that a long-term positive correlation exists between performance volatility (risk) and statistical returns in the securities markets, we have established the following short-term objective:

The portfolio should be invested to minimize the probability of low negative total returns, defined as a one-year return worse than negative 10% ¹ It is anticipated that a loss greater than this will occur no more than one out of twenty years.

Investment Guidelines

The investment policies and restrictions presented in this statement serve as a framework to achieve the investment objectives at the level of risk deemed acceptable. These policies and restrictions are designed to minimize interference with efforts to attain overall objectives, and to minimize the probability of excluding appropriate investment opportunities.

Prohibited Investments

Individual investments and investment activity not specifically approved by the Board of Directors are prohibited.

Diversification

¹ The estimate of downside risk is built upon the assumption that over time, the annual returns of the portfolio will be normally distributed and that a wide range of outcomes is possible based on the performance of the asset classes that are defined in this policy. The portfolio is statistically optimized in an effort to minimize the dispersion of the results while achieving the desired rate of return. To quantify the frequency of the negative performance identified above, the portfolio estimates are modeled to a 90% confidence interval which suggests that 90% of the returns would fall within 1.645 standard deviations of the mean and that 5% of the returns, (one out of twenty) could breach the 5% downside return.

The Long-Term Fund shall be so diversified so that the portfolio will, on average, yield higher returns and pose a lower risk than any individual investment found within the portfolio, unless under the circumstances it is clearly prudent not to do so.

Long-Term Fund Target Asset Mix

The Long-Term Fund shall be comprised of the asset classes listed in the table below. The target weight is the desired weight for each asset class. The minimum weights and maximum weights are to allow for normal market fluctuations and to allow for temporary over/underweight allocations that are believed to be desirable by the Board of Directors or the Investment Consultant.

The portfolio will be rebalanced when any asset class is outside the allowable policy guidelines or when cash flows into or out of the account. Rebalancing the portfolio will distribute funds toward the target allocations or toward a tactical allocation provided by the Investment Consultant. Tactical allocations must be within the maximum allocation limits provided. The Administrative Agent has the authority to approve these recommendations in order to maintain the allocation as stated below.

ASSET CLASS	MINIMUM WEIGHT	TARGET WEIGHT	MAXIMUM WEIGHT
EQUITY	20%	55%	67%
FIXED INCOME	20%	25%	30%
ALTERNATIVE INVESTMENTS	15%	20%	25%

Equities

The equity asset classes should be maintained at risk levels roughly equivalent to the sectors of the market represented, with the objective of exceeding a nationally recognized index measuring the performance of the designated sector over a five-year moving time period net of fees and commissions. Mutual funds conforming to the policy guidelines may be used to implement the investment program. The following definitions shall apply for the purposes of this policy:

U.S. Large Capitalization Stocks: A portfolio of stocks composed primarily of U.S.-based companies having a market capitalization, on average, exceeding \$10.0 billion and whose primary shares trade on a major U.S. exchange. The generally accepted, nationally recognized index for this asset class is the Standard & Poor's 500 Stock Index. (S&P 500)

U.S. Mid-Capitalization Stocks: A portfolio of stocks composed primarily of U.S.-based companies having a market capitalization, on average, of between \$2.0 billion and \$10.0 billion. The generally accepted, nationally recognized index for this asset class is the Russell Midcap Index.

U.S. Small Capitalization Stocks: A portfolio of stocks composed primarily of U.S.-based companies having a market capitalization, on average, of less than \$2.0 billion. The generally

accepted, nationally recognized index for this asset class is the Russell 2000 Index.

International Stocks: A portfolio comprised primarily of stocks of non-U.S. based companies, the primary shares of which are traded on exchanges outside the U.S. American Depository Receipts are considered International Stocks. The generally accepted, nationally recognized index for this asset class is the Morgan Stanley Capital International Europe-Australasia-Far East Index (EAFE).

Fixed Income

Investments in fixed income securities will be managed actively to pursue opportunities presented by changes in interest rates, credit ratings, and maturity premiums. Mutual funds conforming to the policy guidelines may be used to implement the investment program. The following definitions shall apply for the purposes of this policy:

Fixed Income - A portfolio consisting primarily of dollar denominated investment-grade fixed-rate taxable bonds that may include U.S. Treasuries, government-related issues, corporate bonds, mortgage-backed pass-through securities, asset-backed securities, and commercial mortgage-backed securities. The portfolio also may include, but is not limited to, other fixed income investments such as investments in Treasury Inflation Protected Securities (TIPS), non-investment grade corporate and international bonds. The generally accepted, nationally-recognized index for this asset class is the Barclays Capital Aggregate Bond Index.

Alternative Investments

Investment in alternatives may be considered by this organization within the context of an overall investment plan. The objective of such investments will be to seek to diversify the portfolio, complementing traditional equity and fixed-income investments and improving the overall performance consistency of the portfolio. It is acknowledged that there is no guarantee that this objective will be realized.

Alternative investments, including for example hedge funds, managed futures, commodities and other non-traditional investments, shall be utilized through mutual funds or professionally managed pools of such investments to provide for a prudent level of diversification. Performance comparisons will be made to an index or blend of indices with similar risk/return characteristics of the alternative composite including but not limited to the HFRI Fund of Funds Index.

Investment Manager Selection and Evaluation Criterion

Investment Manager Selection

In selecting the Investment Managers for the Long-Term Fund, the Board of Directors will consider a variety of statistical and non-statistical factors. These factors, measured over a multi-year period, may include the Investment Manager's investment objectives, performance relative to its index and peer group, risk characteristics, return characteristics, investment style, fees, manager tenure and turnover, style consistency and the degree of correlation with other Investment Managers employed by NOA.

Investment Manager Monitoring and Review

The on-going monitoring of investment options must be a regular and disciplined process. It is the mechanism for revisiting the Investment Manager selection process and confirming that the criteria originally satisfied remain so, and that an Investment Manager continues to be a valid selection. While frequent change is neither expected nor desirable, the process of monitoring investment performance relative to specified guidelines is an on-going process.

The Board of Directors, working with the Investment Consultant will monitor, on a periodic basis, the same factors identified above under "Investment Manager Selection." The placement of a manager on a "watch list" may be required if an Investment Manager:

1. has a change in manager or analytical staff;
2. has experienced style drift;
3. has performed unfavorably on an absolute basis relative to its index or peer group over rolling five-year periods;
4. has performed unfavorably on a risk adjusted basis relative to its index or peer group over rolling five-year periods;
5. has violated NOA's investment policy guidelines;
6. has material litigation filed against the firm;
7. has material changes in firm ownership structure; or
8. has exhibited any other unfavorable factors that the Board of Directors or the Investment Consultant deem material since the initial selection of the Investment Manager.

Watch list status is expected to last no longer than one quarter and will be used to evaluate the factors that led to the watch list designation. If, at the conclusion of the watch list evaluation, the Board of Directors has overall satisfaction with the Investment Manager, no further action is required. If areas of dissatisfaction exist, it is the responsibility of the Board of Directors, working with the Investment Consultant, to consider taking steps to remedy the deficiency, including the removal of the Investment Manager.

Investment Manager Removal

The Board of Directors, working with the Investment Consultant, may remove an Investment Manager when it believes such removal is in the best interest of the Long-Term fund, taking into account all relevant factors including, and without limitation, a lack of confidence in the Investment Manager's ability to:

1. Achieve performance and risk objectives;
2. Comply with investment guidelines; or
3. Maintain a stable organization and retain key relevant investment professionals.

The watch list is not the only route for removing an existing manager. The aforementioned events or conditions, or any other events or conditions of concern identified by the Board of Directors or the Investment Consultant, may prompt the immediate removal of an Investment Manager without it being watch listed. Any decision to remove an Investment Manager will be made on an individual basis, and will be made based on quantitative and qualitative review.

Performance Reporting

The Long-Term Fund will be evaluated quarterly on a total return basis. Returns will be compared to:

1. Consumer Price Index plus 3%;
2. Three-month Treasury Bill Index plus 3%
3. Nationally recognized indices measuring the performance of the classes specified in the target asset mix.

Comparisons will show results for the latest quarter, year to date and since inception. The report will be prepared by the Investment Consultant and will be presented to the Administrative Agent on a quarterly basis.

RECORDS MANAGEMENT

301. Access to Records by Members/Public (Approved February 2008, updated March 2013, updated November 2017)

Pursuant to IRS Regulations, it is the policy of NOA to allow public access to its original exemption application and to its IRS Form 990. This access will be provided at NOA's principal headquarters offices at a time mutually agreeable between its headquarters and the individual requesting the inspection during regular business hours. In addition, NOA will make each Form 990 information return available for a period of 3 years from filing. Headquarters will provide a copy of the exemption application or Form 990 without charge, other than a reasonable fee for reproduction and actual postage costs, as applicable. The copy must include all information furnished to the IRS as well as all schedules, attachments, and supporting statements, except for the name and address of any contributor to the organization. For further detailed information regarding these IRS requirements, refer to the *General Instructions for Form 990*.

When applicable, Form 990-T, Unrelated Business Income Tax Return, is a tax return, not an information return, and NOA [a 501(c)(6)] is not obligated to provide this information to the public.

For member access to records, it is the policy to allow members to inspect the following records: IRS Form 990, original application(s) for tax-exempt status, and audited financial statements or financial review reports.

Minutes from the Board of Directors meetings are available to members upon request. Approved Annual Business Meeting minutes are available through the online member community (NOA Member Connect).

302. Data Privacy and Security Policy (Approved April 2018)

It is the policy of the Nursing Organizations Alliance to protect against the unauthorized access, use, corruption, disclosure, and distribution of sensitive information in its possession, and to comply with all applicable state and federal laws and regulations regarding such information. The Nursing Organizations Alliance shall hold sensitive information in strict confidence and shall not release or disclose such information to any person except as required or authorized by law and only to such persons who are authorized to receive it. The Nursing Organizations Alliance shall not utilize any sensitive information for any purpose other than the administration of a receivership or in the event that it assists a regulator in the supervision of an insurer.

Information Systems

The Nursing Organizations Alliance shall adopt procedures for protecting and maintaining the security and integrity of its information systems including network infrastructure and software design, information processing, storage, transmission, retrieval and disposal. These procedures shall address the following matters:

1. Limiting access to those individuals necessary to carry out the Nursing Organizations Alliance's role with respect to sensitive information.
2. Protecting physical and electronic records from unauthorized access, interception, distribution or destruction.
3. Records back-up and off-site storage procedures to prevent inadvertent loss or destruction of records.
4. Data security procedures to prevent unauthorized access or interception of sensitive information.

5. Procedures for protecting data when changing, upgrading, or replacing servers, computers or other storage media.
6. Procedures for properly disposing of unneeded or outdated records.
7. Procedures to monitor, detect, and report upon any improper disclosure or theft of sensitive information.

Information Security and Response

In the event sensitive information is accessed by someone without proper authorization, the Nursing Organizations Alliance shall immediately investigate and take appropriate remedial actions to mitigate or prevent loss or damage to affected individuals. Each situation will be evaluated separately, and based upon the potential for loss or damage to affected individuals; the Nursing Organizations Alliance will take one or more of the following measures:

- Make such notifications to affected individuals as may be required by law.
- Report the incident to appropriate law enforcement officials.
- Determine the nature and cause of the security breach and implement corrective measures.

303. Document Retention and Destruction Policy (Approved February 2008)

This document retention and destruction policy of NOA identifies the record retention responsibilities of management company staff, volunteers, members of the Board of Directors, and outsiders (i.e., independent contractors via agreements with them) for maintaining and documenting the storage and destruction of the association's documents and records.

All paper and electronic documents indicated under the "terms for retention" below will be maintained to include:

- Collection and recording of important association records in an orderly fashion (well organized, properly filed & indexed, etc.);
- Removal and destruction of old records only in accordance with prescribed timeframes for retention;
- Prevention of records from alteration without authorized approval;
- Protection and safeguarding of records from damage, deterioration and unauthorized access (e.g., secure off-site climate controlled facilities).

Terms for Retention

No paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation.

Otherwise, the association will follow the timeframes (Permanent vs. 7-Year) for retention of association records as enumerated below.

Permanent Files (Itemized List)

100 Conferences

200 Board/Committees

Action items/Agendas

Minutes

300 Finance

Audits/Financial Review Reports

Budgets

Cancelled Checks. (tax, legal & special contractual matters)

Depreciation Schedules, when applicable

Year-End Financial Statements, Trial

Balance, General Ledger & Journals

Investment Reports
IRS Determination Letter & related exempt status correspondence
Tax Returns & related worksheets & correspondence

400 General

Articles of Incorporation
Bylaws
Charter
Constitution
Correspondence
(legal & important matters only)
Strategic Plan
Vision/Mission Statement
Deeds, Mortgages, Bills of Sale
Insurance Records, Current Accident Reports, Claims, Policies, etc.
Property Records & Appraisals, when applicable
Retirement & Pension Records, when applicable
Trademark Registrations and Copyrights
Training Manuals
Contractual Workplan / Service Agreements

800 Publications

Final Printed Copy

7-Year Files (Itemized List)

100 Conferences

Agendas
Brochures
Conference Insurance
Convention Contracts
Food & Beverage
Hotel Contracts
Programs
Registrations
Registration Packets
Remarks
Speakers
Sponsors

200 Board/Committee

Correspondence
Reports

300 Finance

AP Ledgers & Schedules
AR Ledgers & Schedules
Bank Statements
Cancelled Checks (except for ones to be kept Permanently)
Expense analyses/expense distribution schedule
Invoices to Customers/Members
Invoices from Vendors
Notes Receivable Ledgers & Schedules, when appl.
Publications Sales
Purchase Orders

Sales Records
Subsidiary Ledgers
Vouchers for Payments to Vendors, Staff, etc. (including: allowances and reimbursement of staff, officers, etc. for travel & entertainment expenses)

400 General

Contracts
D&O Insurance
Employment Applications, when appl.
Employee Personnel Records, when applicable
Payroll & timekeeping records, including benefits, when appl.
Withholding tax statements, when applicable
Garnishments, when appl.
Historical Strategic Planning Docs
Insurance Policies (expired)
Internal Reports
Inventories of Products, Materials, & Supplies
Legislative
Physical Inventory Tags, when appl.
Related Organizations

500 Grants

Contracts
Correspondence
Proposals
Reports (including grant financial)

600 Media/Public Relations

Clipping service
Correspondence
Media Kits
Press Releases
Reports

700 Members

Applications

800 Publications

Correspondence
Draft Copies
Final Draft

AUDIT AND TAX PREPARATION

401. Audited Financial Statement (Approved February 2008, Updated March 2013, Updated November 2017)

NOA will contract with an external CPA firm through an RFP process every three years to conduct an audit engagement. While the same CPA firm can be selected to perform an audit for consecutive audits, NOA will ensure that the lead auditor will be changed at least every two audit cycles. In the other years, a financial review will be performed by an external CPA firm. The review/audit will be conducted at the end of the fiscal year. The review/audit report will be distributed to the Board of Directors upon completion and will be provided to the members at the annual business meeting for review.

Effective for audits of fiscal periods beginning 12/15/06 and thereafter (01/01/07 for NOA), SAS No. 114, *The Auditor's Communication with Those Charged with Governance*, requires that independent auditors provide a standard letter to NOA's governing body that communicates audit matters that are significant and relevant to those individuals charged with governance in overseeing the overall financial reporting process of NOA. Included within the letter will be communication of such matters, where applicable, as:

- The auditor's responsibility under US Generally Accepted Auditing Standards;
- Planned Scope and Timing of the Audit;
- Significant Audit Findings;
- Management's responsibility for the selection and use of appropriate accounting policies;
- Accounting Estimates prepared by management as an integral part of the financial statements and the most sensitive estimates affecting the financials;
- Sensitive financial statement disclosures;
- Any difficulties encountered in performing the audit or disagreements with management;
- Any corrected and uncorrected misstatements;
- Other audit matters.

The external CPA performing an audit will issue this letter to the Board of Directors. The letter will be distributed to the Board of Directors by management company staff upon receipt.

402. Contributions/Donations (Approved February 2008, Updated March 2013, Reviewed November 2017)

As a 501(c)(6), contributions to NOA are not deductible as a charitable contribution but may be deductible as an ordinary business expense depending on a contributor's individual tax circumstances. Pursuant to IRS Regulations, solicitation materials for nondeductible contributions by NOA must include a statement that payments to it are not deductible as charitable contributions for federal income tax purposes. In addition, it is the policy of this organization to send thank you letters on NOA's letterhead acknowledging all contributions, regardless of the amount, and indicating the dollar amount contributed and the non-deductibility IRS disclosure.

403. Reporting Requirements (Approved February 2008, Updated March 2013, Reviewed November 2017)

NOA files the following required reports, as prescribed by IRS Regulations:

- Form 990, *Annual Information Return of Organization Exempt from Income Tax* - original due date is May 15th, before any extensions;
- Form(s) 1099, annually, as applicable – IRS requires organizations to complete Form 1099 for individuals/independent contractors who are not employees and who receive \$600 or more. Form 1099 should be issued to recipients by January 31st and the SSA copy submitted by the end of February.
- Form 990-T, annually, when applicable. IRS requires an exempt organization that has \$1,000 or more of gross income from an unrelated business activity to file. It is the policy of NOA to refrain from activities that could be deemed “an activity that is not substantially related to the purpose that is the basis for the organization’s exemption.”
- Payroll Tax Returns (federal, state & local) – not applicable as long as NOA has no employees.

Form 990 is prepared by an external CPA firm in conjunction with the annual audit and/or review and provided to appropriate management company staff who review the information return and forward to the President or Treasurer for final signature. The return is returned to the management company and the originals are mailed and signed copies maintained for permanent records.

Form(s) 1099 are prepared, signed, and mailed by management company staff (Finance Director or above) in accordance with IRS due dates.

404. Audit Committee Charter (Approved February 2008, Updated November 2017)

The Audit Committee of NOA will have the oversight responsibility, authority, and specific duties as described below.

- Composition: The Committee will be comprised of the Board of Directors and chaired by the Treasurer.
- Responsibility: The function of the Committee is to assist the Board of Directors in fulfilling its oversight responsibilities with respect to (i) the annual audit, or review; (ii) the selection of an independent accountant; and (iii) the internal controls over financial management and reporting.
- Meetings: The Committee may meet in separate executive session with outside, independent certified public accountant(s) each year that an Annual audit is performed when deemed necessary, and at other times when considered appropriate.
- Specific Duties - In carrying out its oversight responsibilities, the Committee will:
 - Review with the Account Executive the association’s accounting and financial reporting controls.
 - Review with the Account Executive significant accounting and reporting principles, practices and procedures applied in the preparation of the financial statements.
 - Authorize the annual selection of an independent certified public accountant to perform an (a) Audit, or (b) Review.
 - Authorize the scope and general extent of the annual (a) Audit, or (b) Review by evidence of the signed engagement letter, as provided by independent accountant to document the understanding of the terms & conditions of engagement.

- At the completion of an annual Audit, the Committee may choose to meet with the Account Executive and the independent accountant(s) to have presented the final results of the Auditor's report and accompanying financial statements; discuss any relevant significant recommendations that the outside accountant(s) may have, particularly those characterized as 'material' or 'reportable conditions.' As part of this annual meeting, an opportunity will also be provided for the Committee to meet in separate executive session with outside accountant(s), excluding staff.

405. Procedure for review of 990 Prior to IRS Filing (Approved February 2008, Updated November 2017)

An electronic copy of NOA's annual IRS Form 990 (including required schedules) will be provided to each voting member of the governing body prior to its filing with the IRS.

Upon tax preparer completion of IRS Form 990, the form and accompanying schedules will first be reviewed by the association management company's President and Controller. Thereafter, an electronic copy of the Form 990 (and accompanying schedules) will also be made available by Account Executive to each voting member of governing body via a secure area of NOA's website, with electronic e-mail notification and instruction for contacting association headquarters with comments or questions, if any. A 2-week open timeframe will be provided for governing body comments or questions.

Following the open timeframe for governing body comments & questions, and following the resolution of any questions or other matters that have arisen, the paper filing version of the Form 990 and accompanying schedules will be provided by the Account Executive to the designated association officer (Treasurer or President) for final authorizing signature.

The signed Form 990 will be returned to association management company for copying and then mailed to the IRS by the due date of return.

STAFFING/MANAGEMENT COMPANY

501. Staffing/Management Company (Approved February 2008, Updated March 2013, Reviewed November 2017)

The Board of Directors may appoint and supervise an Administrative Officer. The Officer's duties, remuneration, benefits and payment of expense account will be set by the Board of Directors. The Board of Directors is responsible for reviewing and approving the contract and the President has the authority to execute it. No team member shall serve as a salaried staff member of NOA or its management company while serving as a Board of Directors member.

502. Policy for Annual Review of Association Management Company (Approved February 2011, Reviewed November 2017)

NOA Board of Directors shall participate in an annual review of the services, value and relationship provided by NOA's contracted Association Management Company (AMC). The review will include, but not be limited to, the completion of an annual client satisfaction survey administered by the AMC.

A report reviewing the services and value of NOA's contracted AMC will be provided to the full NOA membership at the Annual Business Meeting by a designated member of the Board of Directors.

503. Contract Signing Authority (Approved February 2008, Reviewed November 2017)

The management company staff has approval to sign contracts for NOA as approved by the signed management contract. The management company follows an internal contract signing policy which determines who on its staff has the authority to sign contracts.

504. Check Signers (Approved February 2008, Reviewed November 2017)

The management company staff has approval to sign checks for NOA as approved by the signed management contract and in accordance with the approved budget. The management company follows an internal dual signature check signing policy which prescribes who on its staff has the authority to sign checks.

BOARD OF DIRECTORS

601. Board of Directors Travel Policy (Approved February 2008, Updated April 2012, Updated November 2017)

NOA will reimburse necessary and reasonable travel expenses for Board of Directors members to allow them to participate in Board of Directors meetings, the Fall Summit and for Board of Directors liaisons to attend their respective meetings.

If you need to seek reimbursement, please complete the online NOA expense reimbursement form. In order to receive reimbursement, expenses must be submitted to the NOA HQ office *within 90 days* of the date that the expense was incurred and accompanied by all appropriate documentation. Reimbursement should be sought within the same fiscal year in which the expense occurred.

Please Note:

- The registration fee will be waived for Board of Directors members to attend the Fall Summit and for liaisons to attend their respective meetings.
- Expenses are reimbursable for Board of Directors member travel only; guest travel is not reimbursable.

Policy on Specific Types of Expenses

- **Air:** Board of Directors members are encouraged to utilize the approved travel agent when booking airfare. This reduces the amount of administrative work by the management company staff. This method allows NOA to be billed directly for airfare. If travel is not booked through the approved travel agent, reimbursement will be made for the actual cost of travel to and from a meeting, not to exceed the cost of direct route, coach class. The use of discounted or other economical fares is encouraged. You will be notified of most meetings with enough advance notice to secure discounted fares.
- **Auto Mileage:** Reimbursement for use of automobile transportation shall be calculated at the current IRS rate per mile. Reimbursement for use of automobile transportation to and from air terminals will be reimbursed at the same rate. Any tolls or parking expenses will also be reimbursed. If a taxi or ride share service is substituted as transportation to and from the air terminal, this cost will be reimbursed.
- **Auto Rental:** Reimbursement for auto rental will be approved if this mode of transportation becomes necessary because of the unique location or other unusual circumstances.
- **Hotels:** Room charges will be billed to the NOA master account. As it applies, meals and internet connectivity charges may be charged to the room/NOA master account or may be submitted for reimbursement by NOA.
- **Meals:** Reasonable, actual expenses for meals, when not provided by NOA will be reimbursed. The reimbursement will be based on actual expenses. Receipts must be provided.

602. Election Policy (approved August 2012, Updated November 2017)

I. Objectives

The Board of Directors shall be responsible for the recruitment and slating of candidates, for presenting the ballot to the voting membership, and for overseeing and maintaining the integrity of the election process. Activities shall be implemented in a fair and consistent manner. All information will be maintained in a confidential manner.

II. Responsibilities and Timeline

- a. The President presents a call for nominations at least three months prior to the date of the Fall Summit. Nominations are to be sent to the management company and recorded as to date of receipt.
- b. The call for nominations shall be publicized at least six weeks prior to the deadline for nominations. The Campaign Rules shall accompany the call for nominations. See number 8 below.
- c. All nominees must complete the online Application for Nomination. It is the nominee's responsibility to assure that the completed application is submitted by the application date and as per instructions on the application form.
- d. Upon receipt of a nomination form, Alliance staff will reach out to the sponsoring organization requesting written endorsement of the candidate for the (potential) full term on the NOA Board of Directors.
- e. The Management Company, in collaboration with the Board of Directors President, reviews candidates to assure they meet qualifications as published. The right is reserved to disqualify any candidate who submits an incomplete or incorrect application (i.e. instructions are not followed).
- f. The deadline for submitting applications may be extended by unanimous approval of the Board of Directors. Any extension of the deadline will be communicated to the membership via the online member community (NOA Member Connect).
- g. The President will present the slate of qualified candidates to the Board of Directors at least 4 weeks prior to the election and will notify slated candidates immediately following the process.
- h. Candidates will adhere to the campaign rules:
 - i. Information regarding the candidates will be communicated to the membership by the Board of Directors. Ballot information will include only data submitted on the official nomination form.
 - ii. All campaigning activities are prohibited by potential or actual slated nominees to include direct mail, electronic communication, or written campaign materials or solicitation of any kind by the candidate or their colleagues. Speakers must also refrain from promoting a candidate during their session.
 - iii. Each candidate will have the opportunity to address the membership on the day of the election at the Annual Business Meeting.
- i. The Board of Directors shall have the right to remove a candidate from the ballot or void a candidate's election as a result of violation of the campaign policy.
- j. Ballot information will be posted on the online member community (NOA Member Connect) at least 3 weeks prior to the election and members will be notified of the posting at that time.
- k. Information about the candidates will be published in the online syllabus which all members receive.
- l. Should the Board of Directors decide to use a ballot process, printed ballots shall be distributed and collected during the Business Meeting by members appointed by the Board of Directors. Those same members will count the ballots. The winners will be announced by the President prior to the conclusion of the Business Meeting.
- m. Some circumstances may permit the Board of Directors to establish alternate voting processes prior to the election, as outlined in the organization's bylaws.
- n. A challenge may be filed in writing by any NOA member eligible to vote up to ten (10) business days following the election. The challenge should be submitted to a member of the Board of Directors or Management Company staff and shall specify the nature of the complaint, including any violation of NOA bylaws or procedures, and explain the basis for why the member believes the outcome of the election was affected by the complained of conduct. Written challenges will be reviewed by the Board of Directors. If there is a recount or other challenge to

the election process, the member, or the member's authorized representative, may inspect and review the ballots (if used). Once the ballots are counted and the results are announced, the Management Company will store the ballots in a secure place for at least one year after the election.

603. Antitrust Policy (Approved February 2008, Reviewed November 2017)

Board of Directors members shall comply fully with trade regulations and antitrust laws, and avoid all conduct which is unlawful, or which may give the appearance of being unlawful. All Board of Directors meetings and activities are to be conducted in accordance with these laws.

604. Annual Questionnaire to Disclose Board Independence, Relationships, and Certain Reportable Transactions Pursuant to IRS Form 990 (Approved February 2008, Reviewed November 2017)

(To be completed: Following Closure of the Organization's Tax Year – Ended 12/31) – may also consider incorporating the annual Conflict of Interest Policy disclosure

PRINT NAME: _____

TITLE: _____

PART I - BOARD INDEPENDENCE (_____ check if section does not apply)

This section is to be completed only by voting members of the governing body.

As a voting member of the governing body, you are considered to be independent as long as none of the following 3 circumstances applied at any time during the organization's tax year:

1. Were you compensated as an **officer or other employee** of this organization (or a "related organization," such as a parent/ subsidiary/ supporting organization to this Organization)? **Yes**____ **No**____
2. Did you receive total compensation or other payments > \$10,000 from this Organization (or a related organization) as an **independent contractor**, other than expense reimbursements and reasonable compensation for services provided in the capacity as a member of the governing body (*e.g., a person who receives expense reimbursements & reasonable compensation as a director does not cease to be independent merely by also receiving payments for other arrangements*). **Yes**____ **No**____
3. Were you, or any family member of yours, involved in any of the following "**Organization's Transactions with Interested Persons,**" enumerated in Part II, with this Organization (or any related organization)? **Yes**____ **No**____

PART II - ORGANIZATION'S TRANSACTIONS WITH INTERESTED PERSONS

This section is to be completed by current officers, directors, trustees, and key or highly compensated (>100K) employees (if any) pertaining to transactions during the Organization's tax year. *Also, should be completed by former (5-year lookback pd.) officers, directors, trustees, or key employees receiving at least \$10,000 compensation (W-2/1099) in the Organization's tax year.*

For any question answered "Yes," please attach a description of the transaction(s).

1. Were you involved in any loans to or from this Organization (including salary advances, and other advances or receivables)? **Yes** ___ **No** ___
2. Did you (or a person related to you) receive a grant or other financial assistance (including provision of goods, services, or use of facilities), regardless of amount, at any time during the Organization's tax year? **Yes** ___ **No** ___
3. Are you aware of any grant or other financial assistance being provided by the Organization to a "substantial contributor" (a person that contributed at least \$5,000 during the Organization's tax year), or a family member, employee (or child of an employee) of the substantial contributor? **Yes** ___ **No** ___
4. Were you involved in "**business transactions**" with this Organization for which *payments during the tax year* exceeded one or more of the following reporting thresholds described below:
 - a. Total payments for all transactions between you and this Organization exceeded \$100,000? **Yes** ___ **No** ___
 - b. All payments during the year from a single transaction exceeded \$10,000? **Yes** ___ **No** ___
 - c. The transaction(s) involved payment of compensation to a family member in excess of \$10,000? **Yes** ___ **No** ___

Note: "Business Transactions" include but are not limited to contracts of sale, lease, license, and performance of services, whether initiated during the Organization's tax year or ongoing from a prior year. Also included are joint ventures. Yet, the Organization's charging of membership dues to its officers, directors, etc. is not considered within the definition for these reporting purposes.

5. Were you involved in business transactions with this Organization, through ownership of > 35% in another entity (individually, or collectively with other current or former officers, directors, trustees, key employees, or their family members), and meeting the above thresholds? **Yes** ___ **No** ___
6. Were you involved in business transactions with this Organization, through service as an officer, director, trustee, key employee, or partner/shareholder of a non tax-exempt entity doing business with this Organization, and meeting the above thresholds? **Yes** ___ **No** ___

PART III – RELATIONSHIPS AMONG OFFICERS, DIRECTORS, TRUSTEES OR KEY EMPLOYEES

This section is to be completed by current officers, directors, trustees, and key employees, pertaining to relationships at any time during this Organization's tax year.

For any question answered "Yes," please attach a description of the relationship.

1. Did you have a family relationship with any other officer, director, trustee, or key employee? **Yes** ___ **No** ___
2. Did you have a "business relationship" with any other officer, director, trustee, or key employee? **Yes** ___ **No** ___

Note: “Business Relationship” as defined here includes any of the following:

- One person is employed by the other or within an organization by which the other is associated as officer, director, trustee, key employee, or >35% owner; or
- One person is transacting business with the other (***except in the ordinary course of either party’s business on the same terms as are generally offered to the public***) directly in (or indirectly, as an officer, director, trustee, key employee, or >35% owner) one or more contracts of sale, lease, license, loan, performance of services or transactions involving transfer of cash or property >\$10,000 in the aggregate during tax year; or
- The two persons are each an officer, director, trustee, or >10% owner in the same business or investment entity.

I declare that the answers I have provided herein are true, correct, and complete, to the best of my knowledge and belief.

Signature of Person Completing Form

Date

MEETINGS

701. Facilitation of Outside Meetings at the Fall Summit (Approved February 2008, Updated March 2013, Reviewed November 2017)

NOA will not facilitate any outside meetings during the Fall Summit which extends from the opening reception on Thursday through the Board of Directors meeting on Saturday.

702. Fall Summit Exhibitor Policy (Approved February 2008, Updated March 2013, Reviewed November 2017)

Association Management Companies are not allowed to exhibit at NOA Fall Summit. Exhibitors are allowed to attend the opening general session at the Fall Summit.

703. Registration Fees (Approved February 2008, Reviewed November 2017)

Fees for any meeting shall be determined by the Board of Directors and shall be payable by members and auditors, exhibitors, or any other individual organization as determined by the Board of Directors.

704. Meeting Accessibility (Approved November 2017)

NOA will hold meetings, conferences and other professional events where barriers of any type do not exclude people from attending or participating. NOA's practices also follow the state laws where the meeting or event is to be held.

705. Religious and Non-Religious Observances (Approved November 2017)

When scheduling conferences NOA will consult a multi-faith calendar and make every effort to avoid hosting conferences on religious or non-religious holidays. NOA inquires about food accommodations on conference registration forms, and offers a variety of food choices (e.g., Kosher, vegetarian, etc.) onsite.

706. Conference/Event Anti-Harassment Policy (Approved April 2018)

The Nursing Organizations Alliance (NOA) has a zero-tolerance policy for unlawful discrimination on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation or military status, in any of its activities or operations. The Nursing Organizations Alliance (NOA) conferences are intended for networking and collaboration in the nursing community. We value the participation of each member of the community and want all attendees to have an enjoyable and fulfilling experience. Accordingly, all attendees are expected to show respect and courtesy to other attendees throughout the conference and at all conference events, whether officially sponsored by NOA or not.

NOA policy applies to all attendees, vendors, sponsors, exhibitors, guests, association staff at all event sessions, venues, events and event-related social activities.

Shorter version: Suitable for footers on announcement emails, webpages, news stories, etc.: The Nursing Organizations Alliance (NOA) is dedicated to a harassment- and discrimination-free conference experience for everyone. In general, prohibited conduct includes abusive

conduct that has the purpose or effect of unreasonably interfering with another person's ability to enjoy and participate in the conference, including social events related to the conference. Our anti-harassment and discrimination policy can be found at: [URL for full anti-harassment and discrimination policy]

Medium version: Suitable for the conference website and longer announcements:

The Nursing Organizations Alliance (NOA) is dedicated to providing a harassment- and discrimination-free conference experience for everyone regardless of gender, gender identity and expression, sexual orientation, disability, race, age or religion. NOA does not tolerate harassment of conference participants in any form. Conference participants violating these rules may be sanctioned or expelled from the conference (without a refund) at the discretion of the conference organizers. Our anti-harassment and discrimination policy can be found at: [URL for full anti-harassment and discrimination policy]

Long version: Suitable for the conference website and conference program material:

The Nursing Organizations Alliance (NOA) is dedicated to providing a harassment- and discrimination-free conference experience for everyone regardless of gender, gender identity and expression, sexual orientation, disability, race, age or religion. NOA does not tolerate harassment of conference participants in any form. Conference participants violating these rules may be sanctioned or expelled from the conference (without a refund) at the discretion of the conference organizers. Our anti-harassment and discrimination policy can be found at: [URL for full anti-harassment and discrimination policy]

All communication should be appropriate for a professional audience including people of many different backgrounds. Sexual language and imagery is not appropriate for any conference venue, including talks.

Be kind to others. Do not insult or put down other attendees. Behave professionally. Remember that discrimination, harassment and sexist, racist, or exclusionary jokes are not appropriate for NOA events.

Harassment may include, but is not limited to:

- Verbal comments that reinforce social structures of domination related to gender, gender identity and expression, sexual orientation, disability, race, age, veteran status, religion and/or [your specific concern here].
- Inappropriate sexual images
- Deliberate intimidation or "stalking" or excessive following
- Harassing photography or recording
- Sustained disruption of talks or other events
- Inappropriate physical contact
- Unwelcome sexual attention
- Advocating for, or encouraging, any of the above behavior

Enforcement:

Prompt and appropriate action by association staff will be taken by NOA Staff and/or Volunteer Leadership to politely and calmly interrupt or stop any presentation, event or incident that repeatedly or seriously violates the anti-harassment and discrimination policy.

Participants asked to stop any harassing or discriminatory behavior are expected to comply immediately.

If a participant engages in harassing or discriminatory behavior, event organizers retain the right to take any actions to keep the event a welcoming environment for all participants. This includes warning the offender or expulsion from the conference (with no refund).

NOA Staff and/or Volunteer Leadership may take action to redress anything designed to disrupt, or with the clear impact of disrupting, the event or making the environment hostile for any participant.

An attendee, vendor, sponsor, exhibitor, guest or staff member may be expelled by the decision of the NOA Staff and/or Volunteer Leadership for any violation of the anti-harassment and discrimination policy. However, here are some general guidelines for when a participant should be expelled:

- Continuing to harass after any "No" or "Stop" instruction
- A pattern of harassing behavior
- A single serious offense (e.g., punching or groping someone)
- A single obviously intentional offense (e.g., taking up-skirt photos)

Hotel/venue security and local authorities will be contacted when appropriate.

WEBSITE

801. Web Posting Policy (Approved February 2008, Reviewed November 2017)

NOA does not allow postings from members or non-members to its website other than events submitted by members for the member events page or announcements posted to the homepage.

802. NOA Web Site Copyright Statement (Approved February 2008, Reviewed November 2017)

The official website of the Nursing Organizations Alliance, Inc. (NOA) is www.nursing-alliance.org. Content found directly on this website is copyrighted by NOA unless otherwise indicated. NOA holds no copyright of content found on other websites linked from NOA's website. No part of this website shall be reproduced without the written or e-mailed consent of NOA. Requests for permission to print or use material posted on this website shall be made directly to NOA at info@nursing-alliance.org. Reproduced content must be attributed to NOA.

803. NOA Website Privacy Statement (Approved February 2008)

Privacy is Important

Privacy is important to NOA. To better protect a user's privacy, NOA provides this notice explaining its online information practices and the choices a user can make about the way information is collected and used.

Information Collection and Use

This notice applies to all information collected or submitted on the www.nursing-alliance.org website. NOA is the sole owner of the information collected on this site. It is necessary to be a member of NOA to use some parts of this website.

Conference Registration

NOA requests information from the user on our registration form. Here a user must provide contact information (i.e. name and shipping address) and financial information (i.e. credit card number and expiration date). This information is used for billing purposes and to process the registration. If NOA has trouble processing a registration, this contact information is used to get in touch with the user. NOA uses the information a user provides when registering only in the context of the user's involvement with NOA. NOA does not share this information with outside parties except to the extent necessary to complete the user's registration.

Our Commitment to Data Security

NOA takes every precaution to protect its users' information. To prevent unauthorized access; maintain data accuracy; and ensure the correct use of information, NOA has put in place appropriate physical, electronic, and managerial procedures to safeguard and secure the information it collects online.

When NOA's order form asks users to enter sensitive information (such as credit card number), that information is encrypted and protected with Secure Sockets Layer (SSL) software. While on a secure page, such as the order form, the lock icon on the bottom of Web browsers becomes locked, as opposed to un-locked, or open, when a user is just "surfing."

Links

This website contains links to other sites. Please be aware that NOA is not responsible for the privacy practices of such other sites. NOA encourages its users to be aware when they leave

the site and to read the privacy statements of each and every website that collects personally identifiable information. This privacy statement applies solely to information collected by this website.

How To Contact NOA

Should a user have other questions or concerns about these privacy policies, please contact NOA at info@nursing-alliance.org or (859) 514-9157.

MISCELLANEOUS

901. Insurance (Approved February 2008)

NOA carries Association Professional Liability Insurance and General Liability Insurance which is reviewed at least annually to ensure coverage and limitations meet the needs of NOA.

902. Online Member Community (NOA Member Connect) Policy (Approved February 2008, Updated October 2012, November 2017, February 2019)

The NOA Member Connect is a valuable networking and communication tool for members. The types of messages that are acceptable include spot surveys/polling questions, NOA sponsored activities, and requests for information assistance and project partners. It should not be used for job searches, newsletter distribution, press releases, personal research, personal gain or meeting announcements. NOA has set up a calendar on the website for organizational member meeting announcements. Announcements can be submitted via an online form at www.tnoa.memberclicks.net/nea-member-events.

NOA welcomes the use of the online community and relies on each organization to contribute in order to optimize its utility to NOA members. Ultimately, who an organization chooses to subscribe is at their discretion, but NOA recommends that the CEO/Executive Director, President and President-Elect from an organization be subscribed to the listserv. Organizations are encouraged to update NOA headquarters at any time throughout the year when leadership roles change.

The online community is provided as a service for the members of NOA. NOA is not responsible for the opinions and information posted on this site by others. We disclaim all warranties with regard to information posted on this site, whether posted by NOA or any third party; this disclaimer includes all implied warranties of merchantability and fitness. In no event shall NOA be liable for any special, indirect, or consequential damages or any damages whatsoever resulting from loss of use, data, or profits, arising out of or in connection with the use or performance of any information posted on this site.

Information or other material protected by copyright without the permission of the copyright owner should not be posted. By posting material, the posting party warrants and represents that he or she owns the copyright with respect to such material or has received permission from the copyright owner.

Messages should not be posted if they encourage or facilitate members to arrive at any agreement that either expressly or impliedly leads to price fixing, a boycott of another's business, or other conduct intended to illegally restrict free trade. Messages that encourage or facilitate an agreement about the following subjects are inappropriate: prices, discounts, or terms or conditions of sale; salaries; profits, profit margins, or cost data; market shares, sales territories, or markets; allocation of customers or territories; or selection, rejection, or termination of customers or suppliers.

The Nursing Organizations Alliance (NOA) has a zero-tolerance policy for unlawful discrimination on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation or military status, in any of its activities or operations. To ensure the best possible experience for all members, we have

established this anti-harassment policy for participation. We do not tolerate harassment of participants in any form. Defamatory, abusive, profane, threatening, offensive or illegal materials are strictly prohibited.

This code of conduct applies to all NOA online community spaces, including discussion forums, committee pages and general announcement pages. Anyone who violates this code of conduct may be sanctioned or expelled from these spaces at the discretion of NOA.

Harassment includes:

- Offensive comments related to gender, gender identity and expression, sexual orientation, disability, mental illness, neuro(a)typicality, age, race, veteran status or religion.
- Deliberate mis-gendering or deliberate use of 'dead' or rejected names.
- Gratuitous and/or off-topic sexual images or behavior in spaces where they're not appropriate.
- Simulated physical contact (e.g., textual descriptions like “*hug*” or “*backrub*”) without consent or after a request to stop.
- Threats of or incitement of violence.
- Deliberate intimidation.
- Online “stalking” or excessive following.
- Harassing photography or recording, including logging online activity for harassment purposes.
- Sustained disruption of discussion.
- Unwelcome sexual attention.
- Pattern of inappropriate social contact, such as requesting/assuming inappropriate levels of intimacy with others.
- Continued one-on-one communication after requests to cease.

NOA does not actively monitor the site for inappropriate postings and does not on its own undertake editorial control of postings. However, in the event that any inappropriate posting is brought to the attention of NOA we will take all appropriate action. NOA reserves the right to terminate access to any user who does not abide by these guidelines.

903. WHISTLEBLOWER POLICY (Approved February 2008)

NOA is committed to conducting its business under the highest standards of business and personal ethics and integrity and to comply with all applicable laws and regulations. This whistleblower policy (a) encourages staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted Alliance policies; (b) specifies that NOA will protect the person from retaliation; and (c) identifies where such information can be reported.

Encouragement of Reporting

NOA encourages complaints, reports or inquiries about illegal practices or serious violations of NOA's policies, including illegal or improper conduct by NOA itself, by its leadership, or by others on its behalf. Appropriate subjects to bring forward under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies.

Protection from Retaliation

NOA prohibits retaliation by or on behalf of the organization against volunteers or management company staff for making good faith complaints, reports or inquiries under this policy or for participating in a review or investigation under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. NOA reserves the right to discipline persons who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.

Where to Report

Complaints, reports or inquiries may be made under this policy on a confidential or anonymous basis. They should describe in detail the specific facts demonstrating the bases for the complaints, reports or inquiries. They should be directed in writing to NOA's Account Executive and President; if both of these individuals are implicated in the complaint, report or inquiry, it should be directed to the Treasurer. Upon receipt of a complaint, report or inquiry, the recipient shall inform the Board of Directors, which shall oversee a prompt, discreet, and objective review or investigation. Staff or volunteers must recognize that NOA may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously.

904. Anti-Discrimination Policy (Approved February 2019)

The Nursing Organizations Alliance (NOA) has a zero-tolerance policy for unlawful discrimination on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation or military status, in any of its activities or operations. These activities include, but are not limited to, selection of volunteers and vendors, and provision of services.

We are committed to providing an inclusive and welcoming environment for all members of our staff, clients, volunteers, subcontractors, and vendors.

Definition of Discrimination: Discrimination refers to bias or prejudice resulting in denial of opportunity, or unfair treatment regarding selection, promotion, or transfer. Discrimination is practiced commonly on the grounds of age, disability, ethnicity, origin, political belief, race, religion, sex, etc. factors which are irrelevant to a person's competence or suitability.

Definition of Sexual Harassment: Sexual harassment does not refer to occasional compliments of a socially acceptable nature. It refers to behavior that is not welcome, is personally offensive, debilitates morale and, therefore, interferes with work effectiveness.

Sexual harassment may include:

- Unwelcome sexual advances
- Requests for sexual favors
- Sexual flirtations, advances, or propositions
- Verbal comments or physical actions of a sexual nature
- Sexually degrading words used to describe an individual
- A display of sexually suggestive objects or pictures
- Sexually explicit jokes
- Unnecessary touching or other verbal or physical conduct of a sexual nature

Definition of Other Harassment: Harassment on the basis of any other protected characteristic is also strictly prohibited. This conduct may include, but is not limited, to the following:

- Epithets, slurs, or negative stereotyping
- Threatening, intimidating or hostile acts
- Display or circulation of written or graphic material that denigrates or shows hostility or aversion toward an individual or group

Definition of Retaliation

Retaliation refers to taking some action to negatively impact another based on them reporting an act of discrimination or harassment.

Scope of Policy

This policy applies to all attendees at NOA activities, including attendees, guests, staff, vendors, and exhibitors, participating in the sessions, tours, and social events of any NOA meeting or other activity.

Behavior and language that are welcome/acceptable to one person may be unwelcome/offensive to another. Consequently, individuals must use discretion to ensure that their words and actions communicate respect for others. This is especially important for those in positions of authority since individuals with lower rank or status may be reluctant to express their objections or discomfort regarding unwelcome behavior.