

Nurses Christian Fellowship International

# Constitution

Constitution Adopted October 7, 2014 Corporation Established January 8, 2013 Denver, Colorado. USA



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# The Constitution

#### Introduction

Nurses Christian Fellowship International, founded in 1958, is an independent, non-denominational, non-governmental, non-partisan\* corporation comprised of National Nurses Christian Fellowships (NNCFs)

Through the Constitution, NCFI states its purpose and aims and describes the relationship to its members.

For further guidance on the implementation of the objectives and detail of operational relationships, reference should be made to the <u>By-Laws</u> and relevant <u>Strategic Plan</u>.

Note: All words or phrases starred with an asterisk (\*) are defined in the NCFI

Official Definitions to the Constitution, which form part of this Constitution.

# ARTICLE 1: NAME

The full name of the non-profit corporation shall be Nurses Christian Fellowship International (NCFI).

#### ARTICLE 2: LOCATION

The organization shall have an international office at such places as shall be designated by the Board of Directors from time to time by resolution.

The international office is currently located in Denver, Colorado USA.

# ARTICLE 3: DESCRIPTION

NCFI is an international professional and ministry organization comprised of National Nurses Christian Fellowships (NNCFs)\* which are in compliance with this Constitution and have been formally admitted\* into membership. NCFI is controlled by nurses\* for the worldwide benefit of nurses.

#### ARTICLE 4: PURPOSE AND MISSION

The purpose of NCFI is to connect Christian nurses\* around the world, equipping them to live out their faith in professional practice.

The mission of NCFI is to equip and encourage Christian nurses to integrate Biblical principles and Christ-centered values in clinical practice, leadership, education and research.

#### ARTICLE 5: AIMS

The Aims of NCFI are to:

- 1. Encourage Christian nurses and nursing students to live out their faith in compassionate professional practice.
- 2. Deepen the spiritual life and cultural awareness of Christian nurses and nursing students around the world.
- 3. Promote friendship, communication, connection and collaboration among Christian nurses worldwide.
- 4. Support Regional NCFI Committees and National NCF organizations in their ministry with nurses.
- 5. Empower Christian nurses to examine and apply scripture as it relates to professional practice.
- 6. Equip and support the development of Christian nurse leaders around the world.
- 7. Represent Christian nursing in the global nursing and healthcare arena.

# ARTICLE 6: CORE VALUES

As an organization, NCFI is committed to values based on Biblical principles which apply to professional practice. (II Timothy 3:16-17). NCFI's decisions and ways of operating are to be based on God's promises and the truth of Scripture. The core values of NCFI are:

• Integrity: (Galatians 5:22).

As leaders within the profession, we strive to be honest and trustworthy. With the goal to humbly serve Christ, we recognize that Christ-like character is foundational to the quality of our work and the relationships we share.

• **Respect**: (Genesis 1:26-28; Isaiah 43:1-2).

Recognizing the intrinsic value and unique giftedness of each person as created in the image of God, we respect life, provide dignity to all people, and seek to help nurses reach their God-given potential.

• Unity: (Romans 15: 5-6)

We work together with a spirit of unity so that with one voice we bring glory to God in our profession.

• Love: (1 John 4:19-21).

We love because Christ first loved us. We interact with people with the compassion of Christ, including fellow members of NCFI and those in our professional workplaces.

• Equity: (I Corinthians 12:12-26)

Each part of the organization is important and has a distinct role, bringing vitality, diversity and growth.

# ARTICLE 7: STATUS

NCFI is a non-governmental, non-profit, non-denominational Christian nursing organization.

NCFI shall be non-partisan\* and shall not allow its funds or gatherings to be used for any partisan political purposes.

# ARTICLE 8: STATEMENT OF FAITH

NCFI holds the following Statement of Faith:

- 1. The one true God, Creator of all things, eternally exists in three persons–Father, Son and Holy Spirit. (Deut.6:4; Colossians 1:1519)
- 2. The divine inspiration, entire trustworthiness and authority of the Bible in all matters of faith and conduct. (II Timothy 3:16-17)
- 3. All people are created in God's image but alienated from God because of sin. (Romans 3:23 and 6:23)
- 4. Jesus Christ, God's only Son, fully divine and fully human, born of the Virgin Mary, came to reconcile humankind to God the Father. (Luke 1:35; I John 4:9)
- 5. The shed blood of Jesus Christ and His resurrection provides the only ground for salvation and justification for all who repent and believe. (John 1:12; Romans 5:8; Ephesians 2:8-9)

6. The indwelling presence and transforming power of the Holy Spirit calls all believers to love, serve others, seek justice, resist evil, and to proclaim Jesus, crucified and raised.(Romans 1:16; Galatians 2:20)

7. The future personal return and victorious reign of Jesus Christ who will judge all people with justice and mercy. (John 16:8; Acts 1:11; I Corinthians 15:52

# ARTICLE 9: BOARD OF DIRECTORS

The Board of Directors (BOD) shall be responsible for the legal and financial governance of the organization and shall be known as the Governing Board. The Board of Directors must approve any contractual obligation entered into by the organization.

# ARTICLE 9.1: Membership

The Board of Directors shall consist of a minimum of five (5) members and such additional members as may be set forth from time to time by the By-laws of the organization.

- 1. The initial Board of Directors are selected at Incorporation to serve until successors are selected by the International Board.
- 2. The majority of Board of Directors shall be nurses who are unrelated individuals.
- 3. Members of the Board of Directors are nominated by the International Board and appointed by the existing Board of Directors.
- 4. The President and Vice President of the International Board shall be members of the Board of Directors.
- 5. The term of office for each Director shall not exceed eight (8) years and members shall not be reappointed until two years have elapsed.
- 6. The Board of Directors shall elect a Chair to serve a term of four years.

# ARTICLE 9.2.: Meetings

The Board of Directors shall meet at least annually during the NCFI year\*, either in person or by electronic communication.

- 1. Each Director shall have one vote.
- 2. In order to conduct business, a quorum, consisting of a majority of the Directors, must be present.
- 3. The Directors can take action by written consent without an official meeting.

#### ARTICLE 9.3.: Power and Authority

The Board of Directors are denied the ability to establish their compensation. Directors serve the organization without pay or compensation.

- 1. The Board of Directors has the authority to delegate power and authority to the International Board of NCFI for strategic direction, policies, procedures and the general operations and functioning of the organization.
- 2. The Board of Directors has the authority by majority vote of all Directors, to revoke any action taken by the International Board or the Executive Committee and thereby make the action null and void.

# ARTICLE 9. 4.: Indemnification

The corporation will indemnify the Board of Directors against personal liability.

# ARTICLE 10: NCFI LANGUAGE

The official language of NCFI is English.

For NCFI purposes, the term official language shall mean the language in which all files and legal documents are kept and in which all meetings of committees and advisory groups are conducted. Should any questions arise as to the meaning in translated documents, the meaning in the text written in the official language shall prevail.

#### ARTICLE 11: MEMBERSHIP

There are three categories of membership within the organization:

Full Membership, Associate Membership and Affiliate Membership.

#### ARTICLE 11 .1: Full Membership

Full Membership into NCFI is granted to a country<sup>\*</sup> that has a National Nurses Christian Fellowship (NNCF) organization which seeks to join with other NNCFs internationally, is committed to the mission, aims and work of the organization, and is in agreement with the Statement of Faith.

- Full Membership is granted by a majority vote of the members of the International Board\*, when the NNCF has completed the written application process and is judged to have met the criteria for membership.
- 2. Full Membership status grants the NNCF full membership full rights, privileges, and obligations including the right to a full voice and voting privileges at the business meetings of NCFI members (Regional Forum \* and International Forum\*) and an obligation to support the work of the NCFI organization through active participation and financial donations.

#### ARTICLE 11.2: Associate Membership

Associate Membership is granted to an individual nurse when the nurse does not have a NNCF that they can join in their country of residence and the nurse is committed to the mission, aims and strategic initiatives works of the organization, and is in agreement with the Statement of Faith.

- 1. Associate Membership is granted by a majority vote of the members of the International Board with a recommendation from an NCFI Officer, when the individual nurse has completed the written application process and is judged to have met the criteria for membership.
- Associate membership status has restricted rights, privileges, and obligations within the organization. Associate members have the right to a voice in the organizational business through their Regional Committees\*. Associate members do not have voting privileges. Associate members have an obligation to support the work of the NCFI organization through active participation and financial donations.

#### ARTICLE 11.3: Affiliate Membership

Affiliate Membership is granted to an institution or organization which seeks to join NCFI for purposes of mutual benefit. Benefit is committed to the mission, aims and strategic initiatives works of the organization, and agrees with the Statement of Faith.

- Affiliate Membership is granted by a majority vote of the members of the International Board with a recommendation from an NCFI Officer, when the organization has completed the written application process, is judged to have met the criteria for membership and has paid annual dues.
- Affiliate membership status has restricted rights and obligations within the organization. Affiliate member organizations have a right to a voice and influence in the organizational business through their Regional Committees and/or the International Institute of Christian Nursing.\*. Affiliate members do not have voting privileges. Affiliate members have an obligation to pay annual dues.

# ARTICLE 11.4.: Membership Dues and/or Donations

NCFI reserves the right to charge membership dues and/or request member donations.

# ARTICLE 11.5.: Withdrawal from Membership

Full Members, Associate Members and Affiliate Members may choose to resign from NCFI by giving written notice to the International Board by December 31 of any year. Any member withdrawing its membership shall receive formal acknowledgement of International Board action. The member shall relinquish all rights, privileges and obligation of membership at the end of the twelvemonth period following notice of withdrawal.

# ARTICLE 11. 6: Suspension and Termination of Membership

Membership may be suspended or terminated when a member no longer complies with one or more criteria set for admission into membership. Suspension occurs when a member does not fulfill its obligation to the organization for a period of two years or more. Suspension status shall be limited to a maximum of four years. Termination occurs when, after a period of suspension, a member has failed to communicate or meet their obligations to NCFI for a period of four years or more. Suspension and termination of membership requires a three–fourth majority vote of the members of the International Board.

#### ARTICLE 11.7: Reinstatement and/or Readmission

A member who has had membership status suspended and terminated may have membership reinstated after all obligations have been met and dues or donations have been received. Membership termination for more than four years shall require a readmission application.

#### ARTICLE 12: PARTNERSHIP

NCFI, by majority vote of the International Board, may partner with other Christian organizations whose aims, and purposes are compatible with NCFI. Partnership\* is entered and established by Memos of Understanding (MOUs) for the mutual benefit of both organizations. Partner organizations are not members of NCFI and do not have rights, privileges or obligations to the NCFI organization.

#### ARTICLE 13: INTERNATIONAL BOARD

The International Board (IB) shall have the authority to make decisions, establish strategic direction, develop policies/procedures and carry out the work the organization to accomplish its purposes within constitutional authority.

#### ARTICLE 13.1: Membership

The International Board shall consist of three representative nurse members from each NCFI region, one of which will be the Regional Committee Chair. International Board members are nominated from and elected by the Regions at a Regional Committee Meeting.

#### ARTICLE 13.2: Meetings

The International Board shall meet at regular intervals and at least every four years during the International Congress.

# ARTICLE 13.3: Roles and Responsibilities

The International Board of NCFI is a working board with the expectation that each International Board member will actively serve the organization either in the role of an officer or committee/ministry chair.

- 1. The International Board shall conduct the business of the organization.
- 2. Committees of the Board shall be established during International Board meetings and shall serve to facilitate the strategic initiatives of the organization. Committee Chairs shall be International Board members. Committee membership may be solicited from time to time from NNCFs.

# ARTICLE 13.4.: Executive Committee

The Executive Committee will be responsible to the International Board for the daily operations of the organization, implementation of the strategic plan and work of the organization. The Executive Committee works in collaboration with Regions and through NCFI Committees with specific functions and responsibilities.

• The Executive Committee shall normally consist of a minimum of six (6) members, with a spread of membership from the NCFI worldwide regions. The officers of the International Board will serve on the Executive Committee. Administrative staff may serve as exofficio members of the Executive Committee.

# ARTICLE 14: INTERNATIONAL FORUM

NCFI shall hold an International Forum every four (4) years normally during the International Congress. The purpose of the International Forum is for country NNCF members to participate in the business of the organization, contribute to the strategic plan of NCFI and ensure that key priorities of the membership are addressed.

- 1. Each country with Full Membership in NCFI shall have two delegates, each with one vote, at the International Forum.
- 2. Each Associate Member and Affiliate Member of NCFI has a voice in the discussion at the International Forum. Associate Members and Affiliate Members of NCFI do not have a vote.

#### ARTICLE 15: REGIONS

NCFI Regions are formed when two or more country members in a defined geographic location join together to assist each other in accomplishing the purposes of NCFI. Regions implement strategic initiatives of NCFI including but not limited to:

- 1. Regional Conferences: held every four years mid-way between the International Congress.
- 2. Regional Expansion and growth of new National NCF organizations
- 3. Regional communication which facilitates the work of NCFI
- 4. Funding for the region and the international organization
- 5. Nomination and election of International Board members

# ARTICLE 15.1: Regional Committees

The Regional Committee is comprised of representatives from countries within the region. The Regional Committee oversees the work of the region.

- 1. Each Regional Committee shall elect a Chair who serves on the International Board.
- 2. Regional Committees shall meet on a regular basis to conduct the work of the region and to facilitate the work of NCFI within the region.

# ARTICLE 15.2.: Regional Forum

Regions shall hold a Regional Forum every two year, normally during the International Congress and Regional Conference. The functions of the Regional Forum are to elect a Regional Committee every four years for member countries to contribute to the strategic plan for the region, and to ensure that key priorities and needs of countries are addressed.

- 1. Each country with full membership in NCFI shall have two delegates with one vote each at the Regional Forum.
- 2. Each non-member country of NCFI has a voice in the discussion at the Regional Forum. Non-member countries of NCFI do not have a vote.
- 3. Regional Committee members and Regional International Board members have one vote each

#### ARTICLE 16: AUTONOMY OF NATIONAL NURSES CHRISTIAN FELLOWSHIPS (NNCFs)

NCFI has no authority over the internal affairs of any National Nurses Christian Fellowship (NNCF).

NCFI has no legal or financial obligations to any NNCF.

#### ARTICLE 17: FRIENDS OF NCFI

Friends of NCFI are individuals who support the work of the organization and may include nursing students, interns, volunteers, donors, retired nurses and former NCFI International Board members.

#### ARTICLE 18: PRESIDENT EMERITUS

A President of NCFI who has served the organization for a minimum of eight (8) years or more may be granted the title of President Emeritus and may continue to serve the organization as requested.

# ARTICLE 19: AMENDMENTS TO THE CONSTITUTION

No amendments shall be made to this Constitution except by a majority vote of the International Board and by approval of the Board of Directors. All proposed amendments to the Constitution shall be at the NCFI international office at least six (6) months prior to the International Board meeting.

#### ARTICLE 20: DISSOLUTION OF NURSES CHRISTIAN FELLOWSHIP INTERNATIONAL

Should the continuation of Nurses Christian Fellowship International become untenable, the Board of Directors, in consultation with the members of the NCFI International Board, will dissolve the organization by three-fourths majority vote. In the case of dissolution, after all full payment of debts, the net assets of the organization will be transferred to one or more Christian non-profit organizations. Assets may not, under any circumstances, be returned to individuals or to members, nor may they be used for their benefit ,benefit, in whole or in part, or in any manner whatsoever. Christian non-profit organizations shall be selected by a majority vote of the Board of Directors.

#### ARTICLE 21: APPLICABLE LAW

Nurses Christian Fellowship International is governed by US Law and by the present Constitution.

# NCFI Official Definitions to the Constitution

#### Controlled by Nurses:

Nurses have the authority to direct and make decisions on all nursing matters with the organization.

#### Country:

A 'Country' is any state or customs territory that can exercise legal and regulatory authority with internal autonomy. In situations where the "country" status may be in question, or where there is a change in status, a recommendation on action will be forwarded to the International Board by the Board of Directors.

#### Formally Admitted:

When an applicant NNCF has completed the application process, the International Board has accepted the NNCF into membership by three-fourths majority vote. An NNCF will be officially recognized as formally admitted into membership at the next International Forum held at the next International Congress.