

**AMERICAN SOCIETY OF HYPERTENSION (ASH)
CHAPTER LICENSING REQUIREMENTS**

In order to be licensed as a Regional Chapter of the American Society of Hypertension, Inc. (ASH), a Chapter must initially meet and maintain the following licensing requirements. Failure to meet these licensing requirements and performance criteria will constitute sufficient grounds for revocation of the Chapter license.

1. CHAPTER MISSION & PURPOSE STATEMENTS

ASH Chapters must adhere to the ASH Chapter Mission & Purpose Statement:

- ***The Chapters shall further the objectives of the American Society of Hypertension, Inc. (ASH) by organizing and conducting educational activities designed to promote and encourage the development, advancement, and exchange of scientific information in all aspects of research, diagnosis and treatment of hypertension, and related cardiovascular diseases in its geographical region.***
- ***Chapters will have a local impact on hypertension education by exercising a key role in promoting public awareness, prevention, timely detection and management of hypertension and related cardiovascular disease.***

2. SCOPE OF CHAPTERS

- The Chapter shall further the objectives of the American Society of Hypertension by organizing and conducting educational activities designed to promote and encourage the development, advancement, and exchange of scientific information in all aspects of research, diagnosis and treatment of hypertension, and related cardiovascular diseases in its geographical region.
- The Chapter will have a local impact on hypertension education by exercising a key role in promoting public awareness, prevention, timely detection and management of hypertension and related cardiovascular disease.
- The Chapter shall not engage in lobbying activities or attempt to influence government policy related to socioeconomic, reimbursement, or political issues [ASH Executive Council, May 15, 2002]
- The Chapter is licensed by the American Society of Hypertension, Inc. to serve the membership in the geographical region comprising the States of <state(s)>.

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- The Chapter adheres to the bylaws, purpose, objectives and policy of the American Society of Hypertension.
- The Chapter is a separate and distinct corporate structure from the American Society of Hypertension, and secures its own 501 © (3) tax-exempt status.

3. LICENSING OF CHAPTERS

- The Society will license to each Chapter the use of its copyrighted name "The American Society of Hypertension," once all licensing requirements have been processed. Requests for licensing of Chapters are formally submitted to the Chapter Relations Committee of the Society for review and recommendation for final approval to the Executive Council of the Society.
- In return for the Chapters' right to use this name a Chapter agrees to abide by the ASH Chapter Licensing Requirements, including continued compliance as incorporated in the annual Chapter performance criteria [q.v.].

4. COMMITTEE ON CHAPTER RELATIONS

Paragraph 2.0 of the Bylaws of the American Society of Hypertension provides for a Chapter Relations Committee, which will monitor and manage Chapters. The Chapter Relations Committee reports to the Executive Council.

ASH BYLAWS, 2.6 Chapter Relations Committee.

The Chapter Relations Committee, which shall report to the Executive Council, shall consist of the following persons: the Society's President, President-Elect, Vice-President, Secretary and Treasurer, all of whom shall have the right to vote, as well as the Society's Executive Director and the Chairman of the Board of Governors, neither of which shall have the right to vote. Each Chapter, by a majority vote of its Chapter Members, shall elect a Governor.

5. CHAPTER MEMBERSHIP

Individuals electing to become Chapter Members must be current members of the American Society of Hypertension. Chapter Membership is a voluntary, not mandatory option, for members of the American Society of Hypertension, Inc.

- The Chapter will determine chapter tangible and intangible membership benefits.
- Chapter Membership Dues, if any, over and above national dues to the American Society of Hypertension, Inc. will be determined by the Chapter.
- Chapter dues billing and collection, if any, for current Chapter Members will be processed by the American Society of Hypertension, Inc. and paid to the Chapter on a quarterly basis.

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- Each Chapter will recruit new members of the American Society of Hypertension each year. The national Society will process new Chapter Members.

6. CHAPTER BYLAWS

Each chapter must have its own by-laws, which shall conform to and be consistent with the Bylaws of the American Society of Hypertension, Inc. and the Chapter Bylaws template [q.v.].

Pursuant to these bylaws and/or other corporate documents, immediate disclosure of conflicts of interest will be required in order to prevent, for example, a Chapter board member who also holds an office with the American Society of Hypertension, Inc. from participating in and/or voting on any matters which concern or might concern both entities.

7. CHAPTER INCORPORATION

Each Chapter must be a separate and distinct corporate structure, and secure its own 501 © (3) tax-exempt status. The American Society of Hypertension, Inc. and its Chapters will have separate corporate existences in order to preclude the Society's exposure to liability for acts of any Chapter(s).

- The Articles of Incorporation for each Chapter will incorporate the Purpose and Objectives of the Council as specified above and must not conflict with any aspects of the American Society of Hypertension, Inc. *Bylaws* and *Policy & Procedures*.
- The Articles of Incorporation for each Chapter will receive final approval through the *Procedures* established at the national level.

8. CHAPTER GOVERNANCE

Each Chapter must have a Board of Directors to govern the affairs of the Chapter. The Board of Directors of each Chapter will consist of a President/Governor, Vice President and Secretary/Treasurer, in addition to Members-at-large. See Chapter Bylaws template.

9. BOARD OF GOVERNORS

The Board of Governors serves as the component of the Society to coordinate activities of Chapters. The Board of Governors makes recommendations and reports to the Executive Council.

The elected Governor from each Chapter shall constitute the Board of Governors and shall, by a majority vote, elect the Chairman of the Board of Governors. In the event the Governors deadlock with respect to election of the Chairman, the voting members of the Chapter Relations Committee shall elect the Chairman.

8. CHAPTER COMMITTEES

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Each Chapter must have at least the following Committees: Executive Committee, Nominating Committee and Scientific Program Committee. As needed Chapters may additionally have other committees such as a membership, finance, community service, third party reimbursement, government relations, etc.

9. CHAPTER COMMUNICATION WITH CHAPTER MEMBERS

Each Chapter must establish a mechanism to communicate Chapter activities and news to Chapter Members.

10. CHAPTER ANNUAL SCIENTIFIC MEETINGS

Each Chapter must host an annual scientific meeting which will be held so as not to conflict with the Annual Scientific Meeting of the American Society of Hypertension, Inc.

11. CHAPTER IDENTIFICATION NUMBER

Each Chapter must apply for a chapter Employer Identification Number (EIN) And provide same to the American Society of Hypertension, Inc. The EIN should be recorded and given to new officers each year along with other pertinent chapter documents.

12. CHAPTER TAX EXEMPT STATUS

Each chapter must obtain a 501(c)(3) tax exempt status classification from the Internal Revenue Service (IRS) or face possible annual tax payments. The tax-exempt status can be obtained by filing appropriate forms with the IRS.

- Each Chapter licensed by the American Society of Hypertension, Inc. will obtain recognition of exemption from Federal income tax through the Internal Revenue Service.
- If a Chapter does not elect to seek exemption from Federal income tax, it is considered a taxable entity and is required to file appropriate IRS Form(s) annually with possible tax payments.
- The procedure to become exempt from Federal income tax involves a one-time payment and the filing of information with the IRS. Once the exemption letter has been obtained. The exempt status is maintained through a simple annual filing procedure.
- If the Chapter is not exempt, it will need to file an application for exemption with the IRS. The application should request exemption pursuant to Section 501 © (3) of the Code; the appropriate exemption category for a trade association entity.
- The application must be filed with IRS key district director in the district in which the principal place of business or principal office of the state council organization is located.

- The Chapter must file IRS Form 1024 in order to obtain the Federal tax exemption, but it is not required to file the annual information return (Form 990 Package) unless its annual gross receipts normally exceed \$25,000.

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- Even if exempt, the Chapter still will be subject to tax on interest income.
- Section 501-© (3) exemption, while exempting an organization from Federal income tax, will not necessarily entitle the organization to exemption from other taxes, such as state and local taxes. Entitlement to exemption from the latter taxes is a matter of state and local law.

13. CHAPTER INSURANCE COVERAGE

Each Chapter must acquire all necessary insurance coverage as required by law for not-for-profit corporation within the respective state, including General Liability and Director and Officer (D&O) liability coverage for Chapter officers, committee members, and representatives. The American Society of Hypertension, Inc. will be named as “an additional insured” on the Chapter D&O policy.

14. CHAPTER LEGAL COUNSEL

Each Chapter (except New York) must retain its own local counsel who will regularly communicate with General Counsel of the American Society of Hypertension, Inc. who will act as, among other things, a liaison with respect to all chapters.

15. CHAPTER FINANCIAL MANAGEMENT

Each Chapter will must annual financial reports with the American Society of Hypertension, maintaining its financial records in accord with generally accepted accounting principles, and following Internal Revenue Service regulations.

- The American Society of Hypertension, Inc. will provide a one (1)-time grant of \$25,000 to each Chapter to initiate Chapter activities.
- The Chapter fiscal year will coincide with the ASH fiscal year, i.e., commencing on October 1st and concluding the following September 30th.
- The Chapter will establish checking and savings accounts, with guidelines for check signing.
- The chapter will set up a chart of accounts, appropriate ledgers, and budget proposal for review and approval by the Chapter Board of Directors.
- The Chapter will submit annual financial reports to the American Society of Hypertension, Inc. reporting revenue and expenses.
- Each Chapter will complete and file Form 990 or 990EZ directly with the Internal Revenue Service, if applicable.

17.CHAPTER MANAGEMENT AND ADMINISTRATION

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Each Chapter will identify and appoint staff or an administrator to process the management, administration and files of the chapter.

18. CHAPTER ADDRESS

Each Chapter will establish a permanent mailing address, telephone & voice mail system and Chapter file storage site(s).

19 ANNUAL CHAPTER REPORTING REQUIREMENTS AND PERFORMANCE CRITERIA

Each Chapter must submit a Chapter Annual Program Report to the American Society of Hypertension, Inc. within 60 days of fiscal year end (the fiscal year end is September 30th of each year) The Annual Report will address each of the items identified in the ongoing licensing requirements and performance criteria as listed below. This report must be approved by majority vote of the Chapter Relations Committee in order for a Chapter to maintain its license.

Each Chapter has the responsibility to file any change of data on its respective Annual Report with the American Society of Hypertension, Inc. as changes occur.

- **CHAPTER MEMBERSHIP**

Submit Chapter Membership Statistics (total members) as of end of Fiscal year. Submit Chapter members enrolled during the past Fiscal year. Each Chapter will recruit new members of the American Society of Hypertension, Inc. each year.

- **CHAPTER BYLAWS**

Submit copy of current Bylaws.

- **CHAPTER INCORPORATION**

Submit copy of current incorporation document and current year registration with the Secretary of State.

- **CHAPTER GOVERNANCE**

Submit roster of current Chapter Board of Directors. Submit copies of Board Meeting Minutes.

- **BOARD OF GOVERNORS**

Identify Chapter Governor.

- **CHAPTER COMMITTEES**

Identify active committees; describe committee programs, outcomes.

- **CHAPTER COMMUNICATION WITH CHAPTER MEMBERS**

Identify mechanism and frequency of communication and submit samples.

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- **CHAPTER ANNUAL SCIENTIFIC MEETING (S)**

Submit dates and sites of immediate past Scientific Meeting and future meetings, as well as a copy of annual meeting program book for the last Scientific Meeting.

- **CHAPTER IDENTIFICATION NUMBER**

Submit copy of identification number.

- **CHAPTER TAX EXEMPT STATUS**

Submit cover page of Chapter tax-exempt status from the I.R.S.

- **CHAPTER DIRECTORS & OFFICERS LIABILITY INSURANCE COVERAGE**

Identify Insurance company/carrier, policy number, broker, amount of coverage, annual premium, with the American Society of Hypertension, Inc. listed as an additional insured.

- **CHAPTER LEGAL COUNSEL**

Submit name, address, telephone, fax, email address.

- **CHAPTER FINANCIAL MANAGEMENT**

Submit the following documents:

- Balance Sheet at end of Fiscal Year [October 1 – September 30]
- Statement of Revenue and Expenses at end of Fiscal Year: General and Functional Areas.
- Chapter Form 990 or 990EZ filed with the Internal Revenue Service, as applicable.

- **CHAPTER MANAGEMENT AND ADMINISTRATION**

Submit name Chapter Administrator, address, telephone number & voicemail, FAX number, e-mail address.

- **CHAPTER ADDRESS**

Submit Permanent Chapter mailing address, telephone & voice mail system, fax number and e-mail address