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Form **990-EZ**

Short Form Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

► Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.

► The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-1150

2009**Open to Public Inspection**Department of the Treasury
Internal Revenue Service**A For the 2009 calendar year, or tax year beginning , 2009, and ending ,****B** Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Termination
☐ Amended return
☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

C
**MINNESOTA ORGANIZATION OF LEADERS
 IN NURSING**
 1821 UNIVERSITY AVENUE W. S256
 ST PAUL, MN 55104

D Employer identification number

41-1797109

E Telephone number

651-917-6247

F Group Exemption Number

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting method ☒ Cash ☐ Accrual
 Other (specify) ►

H Check ☒ if the organization is **not** required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

I Website: ► MOLN.ORG

J Tax-exempt status (check only one) — ☒ 501(c) (6) (insert no) ☐ 4947(a)(1) or ☐ 527

K Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally **not** more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if \$500,000 or more, file Form 990 instead of Form 990-EZ.

► \$ 121,295.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

		1	2	3	4	5a	5b	5c	6a	6b	6c	7a	7b	7c	8	9	10	11	12	13	14	15	16	17	18	19	20	21			
REVENUE	1	Contributions, gifts, grants, and similar amounts received																													
	2	Program service revenue including government fees and contracts																													
	3	Membership dues and assessments																													
	4	Investment income																													
	5a	Gross amount from sale of assets other than inventory																													
	5b	Less cost or other basis and sales expenses																													
	5c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)																													
	6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>																													
	6a	Gross revenue (not including \$ of contributions reported on line 1)																													
	6b	Less direct expenses other than fundraising expenses																													
EXPENSES	6c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)																													
	7a	Gross sales of inventory, less returns and allowances																													
	7b	Less cost of goods sold																													
	7c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)																													
	8	Other revenue (describe ► <u>SEE STATEMENT 1</u>)																													
	9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8																													
	10	Grants and similar amounts paid (attach schedule) <u>SEE STATEMENT 2</u>																													
	11	Benefits paid to or for members																													
	12	Salaries, other compensation, and employee benefits																													
	13	Professional fees and other payments to independent contractors																													
ASSETS	14	Occupancy, rent, utilities, and maintenance																													
	15	Printing, publications, postage, and shipping																													
	16	Other expenses (describe ► <u>SEE STATEMENT 3</u>)																													
	17	Total expenses. Add lines 10 through 16																													
	18	Excess or (deficit) for the year (Subtract line 17 from line 9)																													
19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)																														
20	Other changes in net assets or fund balances (attach explanation)																														
21	Net assets or fund balances at end of year. Combine lines 18 through 20																														

Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	123,021.	129,970.
23 Land and buildings		
24 Other assets (describe ►)		
25 Total assets	123,021.	129,970.
26 Total liabilities (describe ► <u>SEE STATEMENT 4</u>)	500.	500.
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	122,521.	129,470.

BAA For Privacy Act and Paperwork Reduction Act Notice, see separate instructions.Form **990-EZ** (2009)

Part III	Statement of Program Service Accomplishments (See the instructions.)
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What is the organization's primary exempt purpose? **SEE STATEMENT 5**

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, or other relevant information for each program title.

Expenses	
(Required for section 501(c)(3) and (4) organizations and section 4947(a)(1) trusts, optional for others)	

28 SEE STATEMENT 6

(Grants \$) If this amount includes foreign grants, check here

28 a

45,030.

29

(Grants \$) If this amount includes foreign grants, check here

29 a

30

(Grants \$) If this amount includes foreign grants, check here

30 a

31 Other program services (attach schedule)

(Grants \$ _____) If this amount includes foreign grants, check here

31 a

32 Total program service expenses (add lines 28a through 31a)

32

45,030.

Part IV	List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated (See the instrs)
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[illegible]

Part V Other Information (Note the statement requirements in the instrs for Part V.)

	Yes	No
33 Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity		X
34 Were any changes made to the organizing or governing documents? If 'Yes,' attach a conformed copy of the changes	X	
35 If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.		
a Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
36 Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If 'Yes,' complete applicable parts of Schedule N		X
37a Enter amount of political expenditures, direct or indirect, as described in the instructions 37a 0.		
b Did the organization file Form 1120-POL for this year?		X
38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?		X
b If 'Yes,' complete Schedule L, Part II and enter the total amount involved 38b N/A		
39 Section 501(c)(7) organizations Enter		
a Initiation fees and capital contributions included on line 9 39a N/A		
b Gross receipts, included on line 9, for public use of club facilities 39b N/A		
40a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911 N/A , section 4912 N/A , section 4955 N/A		
b Section 501(c)(3) and 501(c)(4) organizations Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I 40b		
c Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 0.		
d Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax on line 40c reimbursed by the organization 0.		
e All organizations At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If 'Yes,' complete Form 8886-T 40e		X
41 List the states with which a copy of this return is filed NONE		

42a The organization's books are in care of **NONPROFIT SOLUTIONS** Telephone no **(651) 917-6240**
 Located at **1821 UNIVERSITY AVENUE W. ST. PAUL MN** ZIP + 4 **55104**

	Yes	No
b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If 'Yes,' enter the name of the foreign country 42b		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of a Foreign Bank and Financial Accounts.		
c At any time during the calendar year, did the organization maintain an office outside of the U S ? If 'Yes,' enter the name of the foreign country 42c		X

43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of **Form 1041** — Check here ☐ **N/A**
 and enter the amount of tax-exempt interest received or accrued during the tax year **43** **N/A**

	Yes	No
44 Did the organization maintain any donor advised funds? If 'Yes,' Form 990 must be completed instead of Form 990-EZ 44		X
45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If 'Yes,' Form 990 must be completed instead of Form 990-EZ 45		X

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

	Yes	No
46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I	46	
47 Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II	47	
48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E	48	
49a Did the organization make any transfers to an exempt non-charitable related organization?	49a	
b If 'Yes,' was the related organization a section 527 organization?	49b	

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter 'None.'

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account and other allowances

f Total number of other employees paid over \$100,000 ▶

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter 'None.'

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation

d Total number of other independent contractors each receiving over \$100,000 ▶

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.			
	Signature of officer Date <i>Sarah Held</i> 11/12/10		Type or print name and title SARAH HELD - TREASURER	
Paid Preparer's Use Only	Preparer's signature Date <i>[Signature]</i> 10/15/10	Check if self employed <input type="checkbox"/>	Preparer's Identifying Number (See instructions) P00041280	
	Firm's name (or yours if self-employed), address, and ZIP + 4 CARPENTER EVERY & ASSOCIATES 7760 FRANCE AVE. S. #940 BLOOMINGTON, MN 55435		EIN Phone no 41-1534805 (952) 831-0085	
	May the IRS discuss this return with the preparer shown above? See instructions ▶ <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			

BAA Form 990-EZ (2009)

2009

FEDERAL STATEMENTS
MINNESOTA ORGANIZATION OF LEADERS
IN NURSING

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CLIENT 033003

41-1797109

STATEMENT 1
FORM 990-EZ, PART I, LINE 8
OTHER REVENUE

OTHER INCOME

TOTAL \$ 3,090.
\$ 3,090.STATEMENT 2
FORM 990-EZ, PART I, LINE 10
GRANTS AND SIMILAR AMOUNTS PAID

CLASS OF ACTIVITY:	SCHOLARSHIP	
DONEE'S NAME:	ARTHUR SIMPSON	
DONEE'S ADDRESS:	1502 PFEIFER	
	CARLTON, MN 55918	
RELATIONSHIP OF DONEE:	MEMBER	
CASH AMOUNT GIVEN:		\$ 500.
CLASS OF ACTIVITY:	SCHOLARSHIP	
DONEE'S NAME:	COURTNEY FORSYTHE	
DONEE'S ADDRESS:	2372 RICE LAKE ROAD	
	DULUTH, MN 55811	
RELATIONSHIP OF DONEE:	MEMBER	
CASH AMOUNT GIVEN:		\$ 500.
CLASS OF ACTIVITY:	SCHOLARSHIP	
DONEE'S NAME:	RHONDA NOGA	
DONEE'S ADDRESS:	1209 20TH STREET	
	GLENCOE, MN 55336	
RELATIONSHIP OF DONEE:	MEMBER	
CASH AMOUNT GIVEN:		\$ 500.
CLASS OF ACTIVITY:	SCHOLARSHIP	
DONEE'S NAME:	SUSAN LOUSHIN	
DONEE'S ADDRESS:	333 N SMITH AVENUE	
	ST PAUL, MN 55102	
RELATIONSHIP OF DONEE:	MEMBER	
CASH AMOUNT GIVEN:		\$ 500.
CLASS OF ACTIVITY:	SCHOLARSHIP	
DONEE'S NAME:	TAMMY FRASER	
DONEE'S ADDRESS:	200 E UNIVERSITY AVE	
	ST PAUL, MN 55105	
RELATIONSHIP OF DONEE:	MEMBER	
CASH AMOUNT GIVEN:		\$ 500.

STATEMENT 3
FORM 990-EZ, PART I, LINE 16
OTHER EXPENSES

BANK AND CREDIT CARD FEES	\$ 5,348.
BOARD EXPENSE	6,378.
CONFERENCES, CONVENTIONS, AND MEETINGS	32,443.
DUES	500.
EQUIPMENT RENTAL	1,089.
MISCELLANEOUS	2,562.

2009

FEDERAL STATEMENTS

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MINNESOTA ORGANIZATION OF LEADERS
IN NURSING

41-1797109

STATEMENT 3 (CONTINUED)
FORM 990-EZ, PART I, LINE 16
OTHER EXPENSES

NEWSLETTERS	\$	562.
OFFICE EXPENSES		3,200.
PROGRAM SUPPLIES		3,802.
TRAVEL		2,976.
TOTAL	\$	<u>58,860.</u>

STATEMENT 4
FORM 990-EZ, PART II, LINE 26
TOTAL LIABILITIES

	<u>BEGINNING</u>	<u>ENDING</u>
ACCOUNTS PAYABLE AND ACCRUED EXPENSES	\$ 500.	\$ 500.
TOTAL	<u>\$ 500.</u>	<u>\$ 500.</u>

STATEMENT 5
FORM 990-EZ, PART III
ORGANIZATION'S PRIMARY EXEMPT PURPOSE

FACILITATING THE PROFESSIONAL DEVELOPMENT OF NURSING LEADERS. THIS IS ACHIEVED THROUGH DISTRICT AND STATEWIDE MEETINGS AND CONFERENCES.

STATEMENT 6
FORM 990-EZ, PART III, LINE 28
STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

CONFERENCES -
TWO CONFERENCES WERE HELD DURING THE YEAR TO PROVIDE EDUCATIONAL OPPORTUNITIES FOR LEADERS IN THE NURSING PROFESSIONS. THE BETWEEN THE TWO CONFERENCES TOTALED 297 NURSES.

COMMUNICATIONS -
THE ORGANIZATION PRODUCED SIX NEWSLETTERS DURING THE YEAR THAT PROVIDED EDUCATIONAL MATERIALS FOR THEIR MEMBERS.

MEMBERSHIP AND ADVOCACY -
TO ORGANIZATION PROVIDED ADVOCACY, PUBLIC RELATIONS, AND RESOURCE DEVELOPMENT SERVICES FOR THE ORGANIZATIONAL MEMBERSHIP OF 267.

STATEMENT 7
FORM 990-EZ, PART IV
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
JEANNE JACOBSON 1821 UNIVERSOTY AVE W ST. PAUL, MN 55104	PAST PRESIDENT 2.00	\$ 0.	\$ 0.	\$ 0.
KAREN BRILL 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	PRESIDENT 2.00	0.	0.	0.
SARAH HELD 1821 UNIVERSOTY AVE W ST. PAUL, MN 55104	TREASURER 2.00	0.	0.	0.
MAUREEN IDEKER 1821 UNIVERSOTY AVE W ST. PAUL, MN 55104	SECRETARY 2.00	0.	0.	0.
DALE PFRIMMER 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
PAULA MESKAN 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
JANE WASVICK 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
JOANN PESEK 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
LISA NOREEN 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
JEYN MONKMAN 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
ESTHER BROMANDER 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
DEBRA STUEVE 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.

2009

FEDERAL STATEMENTS
MINNESOTA ORGANIZATION OF LEADERS
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STATEMENT 7 (CONTINUED)
FORM 990-EZ, PART IV
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
CRIS GILB 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	\$ 0.	\$ 0.	\$ 0.
COLETTE BRUST 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
SUSAN LAMOTTE 1821 UNIVERSITY AVE W ST. PAUL, MN 55104	DIRECTOR 2.00	0.	0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

MINNESOTA ORGANIZATION OF LEADERS IN NURSING

BYLAWS

ARTICLE 1 - Name

- 1.1 The name of the organization shall be the Minnesota Organization of Leaders in Nursing, hereafter referred to as "MOLN" or the "Organization", and is composed of seven districts based on boundaries defined by the Minnesota Hospital Association in 1994.

ARTICLE 2 - Mission

- 2.1 Mission: To influence healthcare by advancing Professional Nursing Leadership

ARTICLE 3 – Membership

- 3.1 For the purposes of these Bylaws, the term health care institution/system will be any health care provider.
- 3.2 There will be six categories of membership: Full Members, Associate Members, Legacy Members, Student Members, Business Partners and Young Professionals.
- 3.21 Full Members
- 3.211 Full membership in MOLN is open to licensed registered nurses who wish to further develop leadership skills through education and mentorship from RNs currently in formal positions of leadership.
- 3.212 All Full Members of MOLN have voting privileges, are eligible to run for any office, serve on any committee, serve as committee chair and fully participate in all organizational structures and activities.
- 3.22 Associate Members
- 3.221 Associate membership in MOLN is open to individuals who are not registered nurses and are leading or managing registered nurses who wish to further their leadership skills through education and mentorship from RNs currently in formal positions of leadership.
- 3.222 All Associate members have voting privileges, are eligible to run for any office, serve on any committee, serve as committee chair and fully participate in all organizational structures and activities.
- 3.23 Legacy Members
- 3.231 Legacy membership in MOLN is open to retired registered nurses who seek to plan and provide for the future of MOLN. Legacy membership is a one time, lifetime dues category.
- 3.232 All Legacy members of MOLN have voting privileges, are eligible to run for any office, serve on any committee, serve as committee chair and fully participate in all organizational structures and activities.
- 3.24 Student Members
- 3.241 Student membership in MOLN is open to students who do not hold an RN license and are registered in undergraduate registered nursing programs; Associate Degree, Diploma, and Baccalaureate programs.
- 3.242 All Student members have voting privileges, are eligible to run for any office, serve on any committee, serve as committee chair and fully participate in all organizational structures and activities.
- 3.25 Business Partner
- 3.251 Business Partner membership in MOLN is open to groups who support the mission and vision of MOLN. All Business Partners must support the mission and vision of MOLN.

All Business Partners must designate one individual from their organization as a main contact person, one delegate individual may also be designated.

- 3.252** All Business Partners are eligible to serve as a member of any committee, attend all business and educational meetings, receive all organizational mailings, and eligible for student scholarships. Business Partners are not eligible to vote, hold office, or serve as a committee chair or Board Member.

3.26 Young Professional Member

- 3.261** Young Professional membership in MOLN is open to licensed registered nurses who are under the age of 35 who wish to further develop leadership skills through education and mentorship from RNs currently in formal positions of leadership.

- 3.262** All Young Professional Members of MOLN have voting privileges, are eligible to run for any office, serve on any committee, serve as committee chair and fully participate in all organizational structures and activities.

ARTICLE 4 - Dues and Other Monies

- 4.1** Annual dues cover a twelve-month period. Legacy Members dues cover a lifetime membership. The dues structure shall apply to both the state and district organizations. No portion of the dues shall be refundable for any reason.
- 4.2** The amount of membership dues will be recommended by the Board of Directors of the MOLN. Notification of any proposed increase in dues will be given to the Members thirty (30) days prior to a business meeting, at which time the recommendation will be put to vote.
- 4.3** The Board of Directors, in conjunction with the approval of the annual budget, will determine the amount of dues to be allocated back to the districts based on the goals of MOLN for that budget year.
- 4.4** All dues paid to MOLN shall become the property of the MOLN, which shall allocate operating funds upon presentation and approval of an annual budget. MOLN's planning and budget cycle shall be the calendar year, January 1 through December 31.
- 4.4** Any funds or property that may be donated to further the work or programs of MOLN shall become property of MOLN and shall be used for the purpose designated by the donor.

ARTICLE 5 - Board of Directors

5.1 Composition

- 5.11** The Board shall consist of the following MOLN officers: President, President-elect or Past-President, Secretary and Treasurer, seven district directors, all elected by the members at large, and standing committee chairs, endorsed by the Board. Each officer, director and committee chair shall have one vote.

- 5.12** Each officer, director and committee chair shall be a Full Member in good standing with MOLN.

- 5.13** Appointed liaisons will serve as ex-officio board members without a vote.

5.2 Duties

- 5.21** The Board of Directors shall have the authority to:
- a. Develop strategic direction for MOLN;

- b. Establish major administrative policies governing the affairs of MOLN;
- c. Assumes fiduciary accountability for MOLN;
- d. Review and act upon reports, resolutions or actions of officers, committees and task forces;
- e. Review and act upon the annual budget and identify an appropriate dues base; and
- f. Serve as official members of all committees and task forces as appropriate.

5.3 Meetings

- 5.31** The Board of Directors of MOLN shall meet regularly to conduct business of MOLN. Additional meetings may be called by the president or at the request, in writing, of any two or more MOLN Board Members.
- 5.32** Notice of special meetings of MOLN shall be communicated to each director at least two (2) days before the day on which the meeting is to be held.

5.4 Quorum

- 5.41** A minimum of 51% of voting members present shall constitute a quorum for Board of Director meetings. At any meeting where a quorum is present, each matter shall be decided by a majority vote. Members of the Board who will be absent from the meeting may assign their proxy vote to any other member of the Board when they desire to be represented on specific issues.

5.5 Removal from the Board

- 5.51** Any elected director may be removed at any time, with cause, by MOLN Board of Directors. Such removal shall be either automatic or discretionary.
- 5.52** Automatic removal from the Board shall be effected if the director moves out of the MOLN district from which he or she was elected, but only if such relocation occurs more than six (6) months before the natural expiration of the director's term.
- 5.53** Discretionary removal may be exercised by a fair hearing process, against directors who:
 - a. Lose their status or eligibility as a Full Member of MOLN;
 - b. Have demonstrated an inability or unwillingness to carry out and facilitate the approved policies and purposes of the MOLN;
 - c. Have resigned or have been removed as MOLN officers; or
 - d. Do not meet generally accepted ethical behavior standards (as such standards are determined by the Board).

5.6 Term of Office

- 5.61** The term of president-elect is one year, after which the president-elect succeeds to the office of president. The term of president shall be for two years. The outgoing president becomes immediate past-president for a one-year term.
- 5.62** The terms of Secretary and Treasurer shall be for two years, with election in alternate years. Elected members shall serve no more than two consecutive two-year terms.
- 5.63** Elected district directors:
 - a. Shall hold office for two years. Elected directors may serve no more than two consecutive full terms. A director who has served more than half a term shall be considered to have served a full term.
 - b. One (1) individual from the following districts shall serve on the Board of Directors of MOLN:

- Districts A, B, C, D, E, F, and G.

- Election of one director from each of districts A, C, E, and G will alternate years with election of one director from each of districts B, D, and F.

c. The district directors are responsible for providing communication to their respective districts.

- Districts shall be governed by MOLN Articles of Incorporation and Bylaws.

- Each district will determine their own leadership structure.

5.64 The term of office for all officers elected at the annual meeting shall commence at the beginning of the calendar year and shall continue until the expiration of their respective terms of office or until their successors are known.

5.7 Vacancies and Appointments

5.71 If the office of president becomes vacant during the first year of the term, the past-president shall revert to the office of president and shall continue to serve as president for the remainder of that year. At the next regular election a president shall be elected to carry out the remaining year of this term and a president-elect shall be elected in accordance with the provisions of these bylaws. If the office of president becomes vacant during the second year of the term, the president-elect shall succeed to the office of president and shall continue to serve as president for the subsequent term.

5.72 If the office of both president and president-elect/past-president shall become vacant, the Board of Directors shall appoint, from the membership of the Board of Directors, a president pro tempore to serve for the remaining portion of the unexpired term. At the next regular election, a president and president-elect shall be elected in accordance with the provisions of these bylaws.

5.73 If the office of president-elect/past-president shall become vacant, the Board of Directors shall appoint a president-elect pro tempore from membership of the Board of Directors. At the next regular election, a president-elect shall be elected in accordance with the provisions of these Bylaws.

5.74 If other board positions shall become vacant, the Board of Directors shall fill the vacancy by appointment of an eligible member of MOLN for the unexpired term.

5.75 No board member shall hold two positions on the board at any one time.

5.75 A MOLN director may resign at any time by giving written notice to the MOLN president. The resignation shall become effective upon the date specified therein, or, if no date is specified therein, upon the receipt of such resignation by the president.

ARTICLE 6- Conflict of Interest

6.1 Directors and Officers shall discharge the duties of their positions in a manner that the Director or Officer reasonably believes to be in the best interest of the Organization and with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

6.2 It shall be the duty of Officers and Directors to make prompt and full disclosure to the Board of Directors or any Committee considering any matter of the Officers' or Directors' personal, professional or financial interest in the matter under discussion which is adverse, or might reasonably be perceived to be adverse, to the interests of MOLN.

6.3 An adversely interested Officer or Director shall not vote on any matter in which the Officer or Director has a personal, professional or financial interest adverse to MOLN and shall not participate in discussion or

debate of the matter without the affirmative consent of the Board of Directors or committee after a full and complete disclosure of the adversity.

ARTICLE 7 - Nominations and Elections

7.1 Committee on Nominations

7.11 Composition. The Committee on Nominations (for purposed of this Article 7, the "Committee") shall consist of seven (7) elected members representing seven (7) districts and the immediate past president or, in the absence of a past president, the president, who shall be the chairperson. Members of the Committee shall not be eligible to run for office. In the event of a vacancy on the Committee, the Board of Directors shall appoint a member in good standing to complete the unexpired term. Elected members shall serve no more than two consecutive one-year terms.

7.2 Elections

7.21 Ballots will be mailed to all members a minimum of forty-five (45) days prior to the annual meeting. Completed ballots must be received by the chairperson of the Committee no later than five (5) days before the annual meeting.

7.22 No ballot shall be valid if postmarked later than the return date identified on the ballot.

7.23 Results of the election will be presented by the chairperson of the Committee to the members of MOLN at the annual meeting.

ARTICLE 8 – Membership Meetings

8.1 Meetings

8.11 There shall be at least two business meetings for the transaction of affairs of the MOLN and at least one program meeting per year. The Fall meeting shall be known as the annual meeting.

8.12 In case of an emergency, the Board of Directors, by a two-thirds vote, may cancel a business meeting. All members will be notified of the cancellation.

8.2 Notice of Meetings

8.21 The president of the MOLN shall notify the membership of any meeting no less than thirty (30) days prior to the date of the meeting.

8.3 Voting

8.31 Only Full Members of MOLN who are present shall be entitled to vote.

8.32 Matters submitted to vote shall be determined by majority vote of the Full Members present and voting.

8.4 Quorum

8.41 Ten Percent (10%) of members eligible to vote shall constitute a quorum for business meetings.

ARTICLE 9 - Committees and Task Forces

9.1 Standing Committees

- 9.11** The Board of Directors shall, at its first meeting following the annual meeting, approve the standing committee's chairs and determine the need for liaisons based on the goals for the year.
- 9.12** The Executive Committee shall consist of the President, President-elect or Past-President, Secretary and Treasurer, and shall meet at the call of the President. The Committee shall have the power to transact all regular business of the MOLN between board meetings as necessary to expedite the organization's business, except as expressly limited by these Bylaws. The Executive Committee shall be responsible for directing strategic planning and maintaining financial oversight of the MOLN.
- 9.13** The MOLN Board of Directors may designate other committees or task forces to aid and assist in the management of the affairs of MOLN.

ARTICLE 10 - Dissolution

- 10.1** Upon the dissolution, any assets of MOLN remaining after payment of just debts shall be distributed according to the Articles of Incorporation.

ARTICLE 11 - Parliamentary Authority

- 11.1** Robert's Rules of Order Newly Revised shall govern the proceedings of MOLN in all cases not provided for in these bylaws or in standing rules.

ARTICLE 12 - Amendments

- 12.1** These Bylaws may be amended, upon recommendation by the Board of Directors and by a two-thirds vote of the members present and voting at any meeting of MOLN. Notice of proposed amendments shall be sent to all Full Members not less than thirty (30) days in advance of the meeting.
- 12.2** Amendments to the Bylaws may be proposed by petition of at least twenty-five (25) Full Members of MOLN in good standing. Amendments so proposed shall be filed with the president at least forty-five (45) days prior to the annual meeting. Notice of proposed amendments shall be sent to all members not less than thirty (30) days in advance of the meeting.

MOLN Bylaws drafted: August 18, 1994
MOLN Bylaws APPROVED: October 7, 1994
MOLN Bylaws changes APPROVED: October 6, 1995
MOLN Bylaws changes APPROVED: October 3, 1997
MOLN Bylaws changes APPROVED: April 26, 2002
MOLN Bylaws changes APPROVED: April 29, 2005
MOLN Bylaws changes APPROVED: August 26, 2005
MOLN Bylaws changes APPROVED: October 4, 2007
MOLN Bylaws changes APPROVED: March 20, 2009

I certify that this copy of our Bylaws is a complete and accurate copy of the original documents.

Karen Brill

Karen Brill, President

Minnesota Organization of Leaders in Nursing

March 20, 2009

Date

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	MINNESOTA ORGANIZATION OF LEADERS IN NURSING	41-1797109
	Number, street, and room or suite number. If a P.O. box, see instructions	For IRS use only
	CARPENTER EVERT & ASSOCIATES 7760 FRANCE AVE. S. #940	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	BLOOMINGTON, MN 55435	

Check type of return to be filed (File a separate application for each return)

- | | | | |
|---|--|--------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 4720 | <input type="checkbox"/> Form 8870 |
| <input checked="" type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 5227 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ☒ NONPROFIT SOLUTIONS
Telephone No (651) 917-6240 FAX No (651) 917-1835
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15, 20 10

5 For calendar year 2009, or other tax year beginning _____, 20____, and ending _____, 20____

6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension AUDIT IS NOT COMPLETE. RETURN IS BASED ON AUDIT.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs.	8c \$

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature [Signature] Title CPA Date 8/5/10