

WNA

SOUTHWESTERN  
DISTRICT #2

BYLAWS

# BYLAWS

## SOUTHWESTERN DISTRICT #2

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# **BYLAWS FOR SOUTHWESTERN DISTRICT NURSES ASSOCIATION**

## **ARTICLE I – NAME, MISSION, AND RELATIONSHIPS**

**Section 1.** The name of this association shall be the Southwestern District Nurses Association, District #2, Region 4 of the Wisconsin Nurses Association (WNA), which shall comprise such territory as the WNA Board of Directors shall designate. District #2 shall include the counties of Grant, Lafayette, Iowa, Green, and Rock in Wisconsin. Through WNA, members of District #2 shall have representation in the American Nurses Association (ANA) and the International Council of Nurses.

**Section 2.** The mission of Southwestern District Nurses Association shall be:

**Nurses caring for nurses and nursing, by preserving, supporting and advancing the profession of nursing.**

**Section 3.** The purposes of District #2 shall be to:

- A. Work for the improvement of health standards and the availability of health care services for all people.
- B. Foster high standards of nursing.
- C. Stimulate and promote the professional development of nurses and advance their economic and general welfare.

These purposes shall be unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion, or sexual orientation.

**Section 4.** The functions of District #2 shall be to:

- A. Promote through appropriate means, standards of nursing practice, nursing education, and nursing services as defined by ANA.
- B. Insure adherence to the code of ethical conduct for practitioners established by ANA.
- C. Participate in and support the legislative programs of WNA and ANA and promote legislation as required to further the purposes of the Association.
- D. Promote and support an understanding of the ANA and WNA efforts, to promote and protect the economic and general welfare of nurses.
- E. Represent nurses and serve as their spokesman with allied professional, community, and governmental groups and with the public.

- F. Provide for the continuing professional development of nurses.
- G. Provide for representation at meetings of the voting body of WNA.
- H. Promote relationships with local student nurses associations.
- I. Provide for the organization and functioning of clinical, occupational, and/or special interest groups of members as indicated.
- J. Actively recruit students for nursing.

**ARTICLE II - MEMBERSHIP AND DUES**

**Section 1.** Regular Membership of District #2 shall consist of members, each of whom hold concurrent membership in WNA and this district.

Eligibility for membership is limited to an individual:

- 1. Who holds or is eligible to hold current licensure to practice as a registered nurse in at least one state of the United States, the possessions, territories, or District of Columbia.
- 2. Whose license is not under suspension or revocation in any state
- 3. Who is an impaired nurse who while in treatment and/or recovery has surrendered a license to practice temporarily.
- 4. Who has completed a nursing education program qualifying the individual to take the NCLEX for registered nurses as a first time writer.

**Section 2.** Membership Rights - District #2 members shall have membership privileges as follows:

- A. Attend meetings and other unrestricted District #2 activities.
- B. Participate in the election of officers and members of the Board of Directors.
- C. Serve in any District #2 elected or appointed positions.
- D. Receive regular District #2 communications.
- E. Attend state and national conventions.
- F. Receive the official WNA and ANA publications.
- G. Participate in activities, meetings, and continuing education.

**Section 3.** Membership Obligations – District #2 members shall have the following obligations:

- A. Abide by District #2, WNA, and ANA bylaws.
- B. Abide by ANA Code for Nurses.
- C. Pay dues according to current policy.

#### **Section 4.** Disciplinary Procedure

- A. Cause for disciplinary action against a member shall be limited to:
  - 1. Violation of District #2 or WNA Bylaws
  - 2. Violation of the ANA Code for Nurses
  - 3. Other actions which are harmful to the purposes, goals, and functions of ANA, WNA, or other constituent DNAs.
- B. Disciplinary proceedings against a member will be referred to the WNA
- C. Any disciplinary action taken by any other constituent state nurses association against one of its members or against a member of this organization, shall be given full recognition and enforcement provided that such action was taken in accordance with the WNA or DNA's bylaws and disciplinary procedures.

#### **Section 5.** Dues

- A. The amount of annual WNA dues shall be paid in accordance with policy regarding membership categories and dues amounts adopted by the WNA membership. DNA dues are a portion of the WNA dues.
- B. District #2 can vote to change district allocation/dues by changing the membership category according WNA policy through a 2/3 vote by the membership following a 60 day notice of the intent to change the category.
- C. WNA dues shall be paid in accordance with policy regarding membership categories & dues amounts adopted by the WNA membership.
- D. A nurse who has completed full payment of dues in another district may transfer to District #2 without payment of additional dues for the remainder of the membership year.
- E. No monies shall be refunded on resignation or change of dues classification within a membership year.

#### **Section 6.** Honorary Life Membership

- A. Honorary life membership in District #2 may be awarded by the Board of Directors to RNs who meet the following criteria as established by the Board:  
This will not include ANA.
  - 1. Is 62 years of age or older.
  - 2. Resides in Wisconsin or has resided in Wisconsin until recently.

3. Has made a contribution to ANA through service to the organization at the district, state, or national level.
  2. Is nominated by the district or any members approved by the ANA Board of Directors.
- B. Nominations must be submitted to the WNA office, Public Relations/ Membership Committee, 6117 Monona Drive, Madison, WI 53716, by July 1.
- C. Procedure following nomination:
1. Framed certificate presented at Awards Banquet biennial.
  2. Notify the District.
  3. Recognize the individual in STAT.
  4. Maintain the individual on the STAT mailing list.
- F. Honorary members shall have all the rights and obligations as specified in these bylaws.

### **ARTICLE III – MEETINGS OF THE MEMBERSHIP**

**Section 1.** Definition of the governing body – The District #2 members in attendance at the annual and/or special meetings constitute the governing and official voting body of the DNA.

**Section 2.** Authority – The membership in attendance at meetings shall:

- A. Take positions, determine policy and set direction on substantive issues of a broad nature necessitating the authority and backing of the official voting body of District #2.
- B. Adopt and maintain bylaws in conformity with ANA and WNA.

**Section 3.** Meetings:

- A. An annual meeting of the membership shall be held.
- B. Meetings of the membership shall be called by:
  1. The president or
  2. A majority vote of the Board of Directors, or
  3. Upon the written request of at least 10% of the members of District #2.
- C. Notice of meetings of the membership shall be given to members:
  1. Fourteen (14) days prior to the annual meeting.
  2. Seven (7) days prior to special meetings.

**Section 4.** Voting:

- A. For purposes of authorization to vote on business of District #2, members are defined as those individuals holding current membership in District #2. Voting can take place outside of a face-to-face meeting.

**Section 5.** Quorum – A quorum for a membership meeting shall consist of 3 members of the board including the President and/or Vice president, and current members present. In the absence of a quorum, the Board of Directors shall have the authority to conduct the business of any meeting.

**ARTICLE IV - OFFICERS**

**Section 1.** Officers

The officers of District #2 shall be the president, president-elect, corresponding and recording secretary, treasurer, and four elected directors.

**Section 2.** Term of Office – Officers shall serve as follows:

- A. The President shall:
1. Be elected in odd numbered years.
  2. Serve a two year term or until successor is elected.
- B. The President-Elect shall:
1. Be elected in even numbered years.
  2. Serve a two-year term.
  3. Shall assume the presidency at the end of the term as president-elect. In the event the president-elect cannot assume the office of president, the election of a president shall be provided in the odd numbered year.
- C. The Corresponding and Recording Secretary shall:
1. Be elected in the odd numbered years.
  3. Serve a two-year term.
- D. The Treasurer shall:
1. Be elected in the even numbered years.
  2. Serve a two year term or until their successor is elected.
- E. The officers shall assume office at the adjournment of the meeting at which their elections are declared.
- F. An officer who has served for more than half a term shall be considered to have served a full term in that office.
- G. Officers may serve more than two consecutive terms in the same office if so desired by the individual and the membership.

**Section 3.** Vacancies:

- A. In the event of a vacancy in the office of:
1. President, the president-elect shall succeed to that office.
  2. President-elect, the Board of Directors shall call a special election to fill the vacancy.
  3. All other vacancies shall be filled by appointment of the Board of Directors.
  4. The Board of Directors will share responsibilities of vacant positions until the vacancy is filled.

**Section 4.** Duties:

- A. Each officer shall assume duties usually performed by such officers and as defined by these bylaws or by the District #2 Board of Directors.
- B. Each officer shall have full voting privileges on the Board of Directors for the business of District #2.
1. The president shall:
    - a. Chair meetings of the District #2 membership, the Board, and the Executive Committee.
    - b. Be an Ex-officio member without vote of all committees of the Board.
    - c. Serve as District #2 representative to WNA.
  2. The President-Elect shall:
    - a. Assume all duties of the President in the President's absence.
    - b. Assume other duties as assigned by the President and/or the Board of Directors.
  3. The Recording & Corresponding Secretary shall:
    - a. Be accountable for keeping the minutes of all proceedings of membership meetings and meetings of the Board of Directors.
    - b. Notify WNA of actions of District #2.
    - c. Maintain District #2 official membership roll.
    - d. Provide member list for mail balloting.
    - e. Issue notice of meetings.
    - f. Conduct general correspondence of District #2 and the Board of Directors.
    - g. Be custodian of District #2 records, with exception of the treasurer's books.
    - h. Prepare the ballots for all elections.
    - i. Provide Consent to Serve forms for all candidates for election.
    - j. Retain all Consent to Serve forms and ballots for a period of two (2) years following an election.

- k. Notify the Executive Administrator of WNA of the results of elections with names and addresses of all officers, directors, and committee chairpersons.

4. The treasurer shall:

- a. Report on District #2's financial condition to the membership and the Board of Directors,
- b. Be responsible for the preparation of the annual budget,
- c. Fulfill such responsibilities as may be required by law,
- d. Be the custodian of the treasurer's books,
- e. Chair appropriate financial committees.

## **ARTICLE V - DIRECTORS**

**Section 1.** Directors – There shall be four directors who will be elected at large from the membership.

**Section 2.** Term of Office

- a. Two directors shall be elected at large from the membership every year to serve for a two year term.
- b. Directors shall begin their term at the close of the annual meeting in the year elected.
- c. A director may not serve in two elected positions concurrently.

**Section 3.** Vacancies

- a. Vacancy in a director position shall be filled by appointment by the District #2 Board of Directors to serve the remaining term.

**Section 4.** Duties:

- a. Each director shall be a representative of the membership for matters that come before the Board of Directors.
- b. Directors will assume duties as defined by these bylaws or by the District #2 Board of Directors,
- c. Each director shall have full voting privileges on the Board of Directors for the business of District #2,
- d. Directors may chair or serve on committees appropriate for the business of District #2.

## **ARTICLE VI – BOARD OF DIRECTORS**

**Section 1.** Definition - The Board of Directors (Board) which serves as the agent of District #2 membership shall consist of 4 officers and the 4 directors.

**Section 2.** Meetings

- A. Meetings of the Board shall be held at least one time annually at the call of the President or upon the request of two members of the Board of Directors.
- C. A majority of the Board of Directors shall constitute a quorum at any board meeting.

**Section 3.** Powers and Duties

- A. Powers – The Board shall exercise responsibly the fiduciary duties of the District #2 consistent with applicable provisions of the law.
- B. The Board of directors shall not incur liabilities in excess of \$200.00 without the approval of the association members.
- C. General Duties – The Board shall:
  - 1. Give direction and act in an advisory capacity to the President.
  - 2. Provide for the implementation of action and directives of District #2 membership within statutory and fiscal responsibilities,
  - 3. Provide for the adoption of financial polices and of the budget,
  - 4. Provide surveillance of funds, an annual financial review, and report to the membership.
  - 5. Select a depository for funds and authorize the investment and deposition of such funds.
  - 6. Report to and be accountable to the membership regarding business transacted.
  - 7. Establish the date and place for membership and Board meetings.
  - 8. Review and approve the minutes for membership and Board meetings.

**Section 4.** Appointments – The Board shall:

- A. Make appointments and fill vacancies as provided for in these bylaws,
- B. Establish special committees and appoint members to ongoing committees,

**Section 5.** Removal from office:

- 1. The Board, by a 2/3 ballot vote, may remove an officer or director under any of the following conditions:
  - a. Inability to perform the duties of office.
  - b. Violation of the bylaws.
- 2. Procedure for removal:
  - a. The District #2 Board may remove an officer or director by a 2/3 ballot vote.

b. Following suspension:

-The person shall be given written notice of the proposed removal, which shall specify reasons for this action.

-If the removal is challenged, the person shall be afforded a fair hearing.

-If the person does not reply to the notice within sixty (60) days, the Board may, by a 2/3 ballot vote, declare the office vacant.

## **ARTICLE VII – COMMITTEES/STANDING COMMITTEES**

Committees shall be appointed per the discretion of the Board of Directors to accomplish the work of District #2.

### **Section 1.** Nursing Practice Committee

A. Composed of at least 2 members, one who is chairperson, appointed by the President to serve one year or until their successors is appointed.

B. Purpose:

1. Provide information to local membership on collective bargaining relating to nursing.
2. Report to local membership on current legislation, which may affect nursing.
3. Report on articles and information of interest on current nursing practice.

### **Section 2.** History and Bylaws

A. Composed of at least 2 members, one who is chairperson, appointed by the Board after the annual meeting for one year terms or until their successors are appointed.

B. Purpose:

1. Review the bylaws every 2 years on even numbered years.
2. Consider revisions and amendments proposed by this committee and/or by District # 2 members.
3. Collect and preserve materials pertinent to District #2 and nursing in general
4. Maintain these materials at
5. Maintain current Honorary Life Membership recognition?

### **Section 3.** Scholarship Committee

A. Composed of 2 members, one who is the chairperson, appointed by the Board to serve 2 years or until their successors are appointed.

**B. Purpose:**

1. Market scholarship to the community and professional organizations.
2. Meet with the executive committee to review scholarship applications.
3. Award the scholarship at local school awards day or designate substitute.
4. Track recipients' scholastic achievements.
5. Compile information and collaborate with Membership/Public Relations/Nominating Committee to do publications of the award in appropriate news media.

**ARTICLE VIII – NOMINATIONS AND ELECTIONS**

**Section 1.** Nominations

- A. In even numbered years, a slate of candidates for President, Treasurer, and 2 Directors shall be presented.
- B. In odd numbered years, a slate of candidates for Corresponding & Recording Secretary and 2 Directors.
- C. Ballots shall be constructed to provide for write-in candidates.
- D. Notice of ballot should be sent to all members either by postal mail or electronically two weeks prior to elections.

**Section 2.** Elections

- A. Elections shall be held at the annual November meeting by the membership or as a special election to replace a vacated office.
- B. All voting shall be by secret ballot.
- C. A majority vote of those voting, decides the elected position. In the case of a tie, the election shall be decided by lot.
- D. A consent to serve form should be signed by each candidate. These forms and the ballots shall be retained by the secretary for two years following the election.

**ARTICLE IX - PARLIAMENTARY AUTHORITY**

The current edition of ROBERT'S RULES OF ORDER, NEWLY REVISED, shall govern this association in all cases in which they are applicable and in which they are not inconsistent with the bylaws of this association.

## **ARTICLE X – REVIEW OF BYLAWS**

These bylaws shall be reviewed and amendments proposed every two (2) years or as needed. These bylaws may be amended at the annual meeting, a special meeting, or through a combined electronic and/or mail vote in one of the following ways:

**Section 1.** By a 2/3 vote of the members present and voting, provided previous written notice had been sent to all members at least fourteen (14) days prior to the face-to-face meeting date at which changes shall be presented for vote.

**Section 2.** By a 99% vote of those present and voting if no previous notice has been given.

**Section 3.** Members wishing to submit proposed amendments to the bylaws should send notice in writing to the President 60 days prior to the annual meeting.

Revised 10/77

Amended 10/78, 10/79, 10/81, 10/83, 10/88, 04/90

Revised 04/94, 10/97, 4/98, 4/09