

# Pierce County Nurses Association Bylaws

## Article I – Name, Purposes, and Functions

### SECTION 1: Title

The name of this association shall be PIERCE COUNTY NURSES' ASSOCIATION, ~~DISTRICT #3~~ (PCNA) of the Washington State Nurses' Association (WSNA), which shall comprise such territory as the Board of Directors of the WSNA shall designate.

### SECTION 2: Purposes

The purpose of the PCNA shall be to:

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

These purposes shall be unrestricted by consideration of age, color, creed, ~~handicap~~ability, gender identity, life style, nationality, race, religion, or sex orientation.

### SECTION 3: Functions

The functions of the PCNA shall be to

- A. Promote standards of nursing practice, nursing education, and nursing service as defined by the American Nurses Association, hereinafter referred to as the ANA.
- B. Promote adherence to the ANA Code for Nurses.
- C. Research and disseminate legislative information about health care issues to nurses and to the community.
- D. Promote and protect the economic and general welfare of nurses.
- E. Provide for the continuing professional development of nurses.
- F. Represent nurses and promote relationships with allied professional, community, and governmental groups and with the public.
- G. Assume an active role as consumer advocates in health.
- H. Meet the qualification requirements as a constituent of the WSNA.
- I. Promote relationships with Nursing Students of Washington State
- J. Provide for representation in the WSNA General Assembly

## ARTICLE II – MEMBERSHIP

### SECTION 1: Composition/Qualifications

The PCNA shall be composed of ~~WSNA members in good standing as defined in WSNA's bylaws who work and/or live within the boundaries of PCNA or WSNA members who have selected PCNA as their constituent association~~ registered nurses who meet the qualifications stated in these bylaws and shall be unrestricted by consideration of

age, color, creed, disability, gender identity, health status, life style, nationality, race, religion, or sexual orientation.

## **SECTION 2: Qualifications**

~~A. A regular member is one~~

- ~~1. Who has been granted a license to practice as a registered nurse in the State of Washington or is licensed in another state, District of Columbia, territory or possession of the United States who does not have a license under suspension or revocation in any state, or is otherwise entitled by law to practice, including an impaired nurse, in recovery who has surrendered a license to practice, or a nurse who has retired and/or no longer chooses to practice but whose license was in good standing with his/her licensing board at the time the nurse made the decision not to maintain an active license, and~~
- ~~2. Whose application for membership in the WSNA has been accepted, and~~
- ~~3. Whose dues are not delinquent, and~~
- ~~4. Whose membership is not under revocation, and~~
- ~~6. Who holds a concurrent membership in a constituent association, hereinafter referred to as a DNA.~~
- ~~7. Who has paid full dues to a transferring ANA/CSNA and meets WSNA membership qualifications and whose transfer has been signed by the secretary of the transferring C/SNA. This member shall not pay additional dues for the period covered by dues paid to the transferring C/SNA. The transferring constituent state nurses association shall not refund dues paid.~~

~~B. A member-at-large is one who~~

- ~~1. Meets the qualifications stated in A.1 through 5, and~~
- ~~2. Does not reside within the jurisdictional boundaries served by a constituent Association/DNA.~~

~~1 TO COMPLY WITH THE ANA BYLAWS DEFINITION: ANA Constituent/State Nurses Associations (C/SNA) are State Nurse Associations, multistate nurses associations, nurses associations of the District of Columbia, and territories of the United States of America, United States of America nurses overseas associations, and a federal nurses association composed of registered nurses who employers are members of the active component of the U.S. Army, Navy, Air Force, and the uniformed Public Health Service nurses are hereinafter referred to as C/SNAs.~~

## **SECTION 3: Membership Rights and Obligations**

~~Members who have joined through constituent associations/DNA's or as members-at-large as defined by these bylaws shall have membership rights and obligations.~~

~~A. A member has the right to~~

- ~~1. Receive a WSNA/ANA membership card, and the WSNA bylaws, the AMERICAN NURSE, and the ANA Code for Nurses.~~
- ~~2. Receive the WASHINGTON NURSE and other official publications of the WSNA.~~
- ~~3. Seek election or appointment to positions within WSNA; a member may not concurrently hold more than one Board, Cabinet or standing committee position except as specified in these bylaws.~~
- ~~4. Participate in the WSNA General Assembly as a voting member.~~
- ~~5. Vote for elected officials and the dues rate of the WSNA, delegates/alternatives to~~

- ~~the ANA Membership Assembly or ANA House of Delegates as provided for in the ANA Bylaws,~~
- ~~6. Receive due process in the event of disciplinary action as hereinafter described.~~
  - ~~7. Transfer into the WSNA membership from another constituent member association, hereinafter referred to as ANA/CSNA, for the remainder of a paid membership year providing the WSNA membership qualifications are met.~~
  - ~~8. Seek election as a delegate/alternate to the ANA Membership Assembly or ANA House of Delegates as provided for in the ANA Bylaws.~~
  - ~~9. Seek election or appointment to positions within the ANA in accordance with ANA Bylaws and applicable policies.~~
  - ~~10. Attend the ANA Membership Assembly or ANA House of Delegates, conventions as provided for in the ANA Bylaws.~~
  - ~~11. Attend the Congress of the International Council of Nurses.~~
  - ~~12. Have access to the "Members Only" sections of the ANA and WSNA websites.~~
  - ~~13. Be accorded rights as provided under parliamentary authority.~~
  - ~~14. Receive reimbursement for expenses incurred in an elected or appointed position according to financial policies established by the WSNA Board.~~
  - ~~15. Be reimbursed, as WSNA President, for percentage of time worked while performing the duties of the office as defined in these bylaws and approved by the WSNA Board within the financial capabilities of the organization.~~
  - ~~16. Nominate candidates for WSNA offices.~~

~~B. A member has the obligation to~~

- ~~1. Uphold the bylaws of the PCNA, WSNA, and ANA~~
- ~~2. Abide by the ANA Code of Ethics for Nurses~~
- ~~3. Fulfill the requirements of an office when elected or appointed.~~
- ~~4. Promote fulfillment of the functions of the PCNA.~~
- ~~5. Pay dues as required by the WSNA~~

#### **SECTION 4: Discipline**

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~~A member may be disciplined for cause by the WSNA.~~

~~A. Cause~~

~~Cause for discipline may include violation of~~

- ~~1. The ANA Code of Ethics for Nurses~~
  - ~~2. The WSNA bylaws and ANA bylaws~~
  - ~~3. Constituent association/DNA bylaws~~
  - ~~4. Local unit rules~~
  - ~~5. The WSNA policy on Dual Unionism~~
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~~B. Disciplinary Action~~

- ~~1. Any member may file a charge for disciplinary action with the WSNA Board of Directors.~~
- ~~2. Within ninety (90) days of receipt of charge, a hearing panel shall be appointed by the WSNA Board of Directors.~~
- ~~3. The hearing panel shall meet and review charges within sixty (60) days after appointment of the panel.~~

- ~~4. The hearing panel may dismiss the charges, fine, censure or expel from membership the member against whom the charges have been filed.~~
- ~~5. Disciplinary action shall not be taken unless the member is serviced with written specific charges, given time to prepare a defense, and offered the opportunity for a full and fair hearing.~~

#### ~~C. Appeal~~

- ~~1. The decision of the hearing panel may be appealed to the WSNA Board of Directors whose decision shall be final. Request for appeal shall be made within ninety (90) days of notification of disciplinary action.~~
- ~~2. The WSNA Board of Directors shall respond to the request for appeal within ninety (90) days.~~

#### ~~D. Reinstatement~~

~~A member expelled from the WSNA may be reinstated by an affirmative vote of two-thirds of the members of the Board of Directors present and voting.~~

#### ~~E. Disciplinary Action by other State Nurses' Associations~~

~~Any disciplinary action taken by another SNA against one of its members or a member of the WSNA shall be given full recognition and enforcement provided such action was taken in accordance with the bylaws and disciplinary procedures of the SNA.~~

### **SECTION 5: Student Representatives**

#### ~~A. Qualifications~~

~~Generic nursing students holding current membership in the Nursing Students of Washington State, hereinafter referred to as NSWWS shall be offered representative status in WSNA.~~

#### ~~B. Rights~~

- ~~1. Representatives shall be entitled to
  - ~~a. receive the official WSNA publication THE WASHINGTON NURSE~~
  - ~~b. access to the WSNA Legislative Action Alert.~~
  - ~~c. Non-voting representation on the WSNA cabinets, councils and committees.~~
  - ~~d. Non-voting representation at meetings of the WSNA Board of Directors.~~~~
- ~~2. NSWWS Chapters with a minimum of fifteen (15) members holding representative Status in the WSNA, shall have the right to one voting representative in the General assembly.~~

## **ARTICLE III – DUES**

### **SECTION 1. Authority**

The rate of dues for members of the PCNA shall be approved by a majority vote of the

members voting through secret mail ballot.

## **SECTION 2. Dues**

- A. The dues of a member of the PCNA shall be for the membership year of twelve (12) consecutive months.
- B. Dues shall be paid for the PCNA at the same time that dues are paid for the WSNA.
- C. Changes in dues rate shall be recommended by the PCNA Board of Directors

## **SECTION 3. Distribution of Assets in Case of Dissolution.**

- A. Any monies remaining in the treasury of the Pierce County Nurses Association district at the time the district disbands shall be contributed to the Washington State Nurses' Foundation (WSNF) or, if the WSNF no longer is in existence, to another 501(c)(3) charitable organization.

## **~~SECTION 4. Categories of membership~~**

- ~~A. The Board of Directors shall be authorized to establish categories of membership and recommend to the members the rate of dues for each category. Members in all categories shall retain full membership rights.~~
- ~~B. Monies shall not be refunded or additional monies collected for a given membership category or status during the year for which dues have been paid. The change in dues rate shall become effective at the time the member renews or pays dues for an ensuing membership year.~~

## **~~SECTION 5. Transfer of membership~~**

~~A member who has made full payment of dues may transfer to or from PCNA to another DNA constituent member without additional dues payment or refund of dues.~~

## **SECTION 6 4. Failure to pay dues**

Failure to pay dues shall cause membership rights to be forfeited.

## **~~SECTION 7. Fee for "Student Representative"~~**

~~The Board of Directors shall be authorized to establish a fee for students who apply to become "Student Representatives" with the PCNA.~~

# **ARTICLE IV – BOARD OF DIRECTORS**

## **SECTION 1. Definition Composition**

The Board of Directors is a corporate body composed of officers and directors elected by members of the PCNA.

## **SECTION 2. Authority**

The Board of Directors shall fulfill the responsibilities delegated to the Board of Directors by the General Assembly and as defined in these bylaws and shall act as PCNA ambassadors to the community.

## **SECTION 3. Accountability**

The Board of Directors is accountable to the membership through the General Assembly.

## **SECTION 4. Responsibilities**

- A. The administrative responsibilities of the Board of Directors shall be to:
1. exercise the responsibility and fiduciary duties of the PCNA consistent with applicable provisions of law.
  2. Coordinate the functions and activities of the PCNA,
  3. Appoint, define the authority and responsibilities, and annually review the performance of the Executive Director of the PCNA.
  4. Appoint and disband standing and special committees,
  5. Define the responsibilities and delegated authority of each standing and special committee,
  6. Fill vacancies on the nominated committee and the Board of Directors, excluding the offices of President and president-elect,
  7. Remove appointed members from office when they do not fulfill the requirements of the office.
- B. The policy formation responsibilities of the Board of Directors shall be to:
1. determine and evaluate goals and objectives of the PCNA annually,
  2. adopt the financial policies and a budget for the PCNA,
  3. establish policies and rules for the transaction of general business of the PCNA between meetings of the General Assembly,
  4. establish policies for operation and maintenance of the PCNA office,
  5. establish fees for services and for specified activities of the PCNA,
  6. establish the procedures for nominations and elections,
  7. establish policies to determine and facilitate the PCNA's representation at national and state meetings, and
  8. Provide for the PCNA's liaison or representation at meetings of voluntary agencies upon request or as deemed appropriate.

## **SECTION 5. Composition**

The Board of Directors shall consist of the PCNA officers and directors all of whom shall hold membership in the WSNA and the PCNA.

## **SECTION 6. Officers and Directors**

- A. There shall be six officers: President, President – elect, Vice President, Secretary,

Treasurer, and Treasurer – elect.

B. There shall be seven directors.

### **SECTION 7 6. Executive Director**

There shall be an Executive Director as the administrator of the PCNA, employed by and accountable to the PCNA Board of Directors. The Executive Director shall fulfill responsibilities delegated **by** the Board of Directors and defined in the job description adopted by the Board of Directors for the administrator.

### **SECTION 8 7. Executive Committee**

- A. There shall be an executive committee composed of the President, President – elect, Vice – President, Secretary, Treasurer, and Treasurer – Elect. This committee shall have all the powers of the board of Directors to transact business ~~or~~ **of an** urgent nature between meetings of the Board of Directors. A majority of officers shall constitute a quorum. All transactions of this committee shall be reported at the next regularly scheduled meeting of the Board of Directors.
- B. The President and any **PCNA** member may request a meeting of the Executive committee to consider concerns of the membership.

### **SECTION 9 8. Elections**

All officers and directors shall be elected by ~~mail~~ **secret** ballot.

- ~~A. Ballots will be sent to members annually~~ At least thirty (30) days prior to the date of the annual meeting of the PCNA, ~~the Secretary shall mail a ballot with two return envelopes enclosed to each member of the PCNA as follows: one small envelope having the word "BALLOT" printed thereon, and one larger envelope self-addressed.~~
- ~~B. A second ballot shall not be given or sent to any member for any reason.~~ **Ballots are due by the date indicated on the ballot.**
- C. Members may vote for persons other than those whose names are on the ballot. ~~Space shall be provided on the ballot for write-in names of qualified candidates who have consented to serve if elected.~~
- ~~D. At least seven (7) days before the annual meeting, the marked ballot shall be returned to the PCNA office. Each ballot shall be sealed in the outside envelope bearing the printed name of the voter in the upper left-hand corner. The office secretary shall place in safekeeping, the unopened envelopes and deliver them to the appointed tellers upon request.~~
- E. The President shall appoint tellers ~~who shall check the names of the voters on the outer envelopes against the list of members entitled to vote, discard the outer envelopes and deposit the inner envelopes in a ballot box. The tellers shall~~ **to** supervise the counting of the ballots and ~~only those ballots received in envelopes postmarked seven days before the annual meeting shall be counted.~~
- F. A plurality of votes cast by those entitled to vote and voting shall constitute an election. In case of a tie, the choice shall be determined by lot at the annual meeting.
- G. The president shall announce the results of the election at the annual meeting.

## **SECTION 40 9. Terms of Office**

- A. The President – elect and the treasurer – elect shall both have a three year commitment. The first year will be in a “trainee” position and the last two years holding the office. The Vice President and the Secretary shall be elected for two-year terms: the Vice – President in the odd numbered year and the Secretary in the even year. The office of the President will be filled by the out-going president-elect in the even year and the office of the Treasurer shall be filled by the out-going Treasurer-elect on the odd year. The terms of office shall commence at the adjournment of the annual meeting.
- B. Directors shall be elected for a two-year term. Each even numbered year four Directors shall be elected, and each odd numbered year three Directors shall be elected to serve for two years ~~or until their successors are elected.~~
- ~~C. No officer or director shall serve more than two consecutive terms in the same office. An officer or director who has served more than half a term shall be considered to have served a term in that office.~~

## **SECTION 44 10. Qualifications for Office**

To be eligible for election as an officer or director, a person shall hold current membership in PCNA/WSNA.

## **SECTION 42 11. Vacancies**

- A. In the event of a vacancy in the office of President, the Vice-President shall become President for the remainder of the term.
- B. In the event of a vacancy in the office of Treasurer, the Treasurer-elect shall serve as Treasurer for the remainder of the term.
- C. In the event of a vacancy in the office of President-elect, Vice President, Secretary, treasurer-elect, or Director, an experienced member of the PCNA shall be appointed by the Board of Directors for the unexpired term.
- D. Officers shall deliver all records and accounts to elected successors within thirty (30) days following their retirement from office.

## **SECTION 43 12. Duties of the Officers**

- A. The President of the PCNA shall:
  - 1. Serve as chair holder of the Board of Directors.
  - 2. Preside at all meetings of the PCNA and conduct them in a formal manner of business.
  - ~~3. Appoint a Parliamentarian from the membership.~~
  - 4. Communicate to the membership the annual goals and objectives.
  - 5. Represent the PCNA at meetings of the Constituent Forum or designate an alternate if unable to attend.
  - 6. Serve as ex-officio on all committees except the nominating committee.
  - 7. Report to the membership at the annual meeting, the progress of the achievement of goals and objectives and results of the election.
  - 8. Assume responsibility for the annual orientation of new officers and directors, and
  - 9. Serve as a representative of the PCNA and as the official spokesperson on



- matters of policy.
- B. The Vice President shall assist the President and assume the duties of the President, in the absence of the President.
  - C. The Secretary shall keep the minutes of all meetings of the PCNA and of the Board of Directors.
  - D. The Treasurer shall:
    - 1. Prepare a budget annually for the Board of Director's approval.
    - 2. Monitor the fiscal affairs of the PCNA.
    - 3. ~~Receive, deposit, and provide for the expenditure of all funds through utilization of the dual signature voucher as approved by the Board of Directors at each scheduled meeting of the Board.~~
    - 4. Report at each scheduled meeting of the Board of Directors, the financial standing of the PCNA and make a full report to the district at each annual meeting.
    - 5. Submit the books of accounts for **an annual internal review.** ~~audit or review to a certified public accountant approved by the Board of Directors,~~ and
    - 6. Serve as chairperson of the Finance Committee.
  - E. A member of the Finance Committee shall assume the duties of the Treasurer in the Absence of the Treasurer.

#### **SECTION 14 13. Meetings**

- A. Regular meetings of the Board of Directors shall be held at such time and place as set by the Board of Directors.
- B. Absence without notification from three (3) consecutive meetings will constitute a resignation.
- C. Special meetings of the Board of Directors may be called by the President with two days' notice to each Director.
- D. The President shall call a meeting of the Directors upon ~~written~~ request of four or more of its Directors.
- E. Business of the Board of Directors, which, in the opinion of the President, requires immediate action, may be conducted by mail or other media. Official minutes of the business transacted shall be kept. An affirmative vote of the majority of the Directors shall be required and shall control the action of the PCNA until the next meeting of the Board of Directors where such action shall be ratified.
- ~~F.~~ The meetings of the Board of Directors are open to any PCNA member except when called to executive session by a two-thirds (2/3) vote of the Directors. Members attending Board of Director's meetings shall have no voting privileges, but may speak to issues before the Board of Directors at the discretion of the President. ~~Any three (3) members of the PCNA may present in writing, a request for items to be placed on the agenda.~~ **Any PCNA member may request in writing for an item to be added to the agenda.**

#### **SECTION 15 14. Quorum**

A majority of the Board of Directors, including the President or the Vice President shall constitute a quorum at any meeting of the Board of Directors.

## **ARTICLE V – Relationship**

### **SECTION 1. Definition**

~~The WSNA is the state nursing organization whose membership is comprised of individual registered nurses who meet the qualifications for membership.~~

### **SECTION 2. Relationship**

~~The PCNA relationship to the WSNA shall be to:~~

- ~~A. Maintain membership in the WSNA by meeting the qualifications for membership.~~
- ~~B. Maintain liaison relationships with the WSNA staff.~~
- ~~C. Hold voting rights for PCNA members in the WSNA General Assembly.~~
- ~~D. Submit Proposals for consideration by the WSNA.~~
- ~~E. Suggest nominees for the WSNA and ANA elective and appointive positions.~~
- ~~F. Submit the PCNA bylaws to the WSNA upon their request.~~
- ~~G. Uphold the purposes, functions, and bylaws of the WSNA and the PCNA, and~~
- ~~H. Speak for nurses holding membership in the PCNA as a member of the WSNA.~~

## **ARTICLE VI V – Fiscal Year**

The fiscal year of the PCNA shall be July 1 through June 30.

## **ARTICLE VII VI –Official Publications**

The newsletter PCNA Newsletter shall be the official publication of the PCNA.

## **ARTICLE VIII VII – Amendments**

### **SECTION 1. With Previous Notice**

These bylaws may be amended at any annual or regular meeting by a two-third (2/3) vote of the members present and voting, provided the proposed amendments have been made available to all members at least two (2) weeks previous to the meeting **or by secret ballot with a two-third (2/3) vote of members voting.**

### **SECTION 2. Without Previous Notice**

The bylaws may be amended without previous notice at any annual meeting by a ninety-nine (99) percent vote of the members present and voting.

### **SECTION 3. ~~Conformity~~ **Harmony** with the WSNA/ANA**

If at any time an amendment to these bylaws is required ~~for conformity~~ **to be in harmony** with ANA or WSNA policy, the Board of Directors shall and is hereby authorized to amend these articles to ~~conform~~ **to be in harmony** with such policies, notifying the PCNA membership of the change in the next newsletter.

Article III, Section 3 "~~Distribution of Assets in Case of Dissolution~~" was added this day, the 16th day of April, 2012, after a vote to all PCNA members was conducted by postal mail and agreed-upon.