

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 (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, 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 and shall be unrestricted by consideration of age, color, creed, ability, gender identity, health status, life style,

nationality, race, religion, or sexual orientation.

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. Failure to pay dues

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

ARTICLE IV – BOARD OF DIRECTORS

SECTION 1. 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 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.

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
 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. 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 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 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 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 8. Elections

All officers and directors shall be elected by 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.
- B. 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.
- E. The President shall appoint tellers to supervise the counting of the ballots.
- 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 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.

SECTION 10. Qualifications for Office

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

SECTION 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 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. Communicate to the membership the annual goals and objectives.

4. Represent the PCNA at meetings of the Constituent Forum or designate an alternate if unable to attend.
 5. Serve as ex-officio on all committees except the nominating committee.
 6. Report to the membership at the annual meeting, the progress of the achievement of goals and objectives and results of the election.
 7. Assume responsibility for the annual orientation of new officers and directors, and
 8. 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.
 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, 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 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 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 PCNA member may request in writing for an item to be added to the agenda.

SECTION 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 – Fiscal Year

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

ARTICLE VI –Official Publications

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

ARTICLE 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. Harmony with the WSNA/ANA

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