

# Inland Empire Nurses Association Bylaws

Questions regarding the Bylaws of the Inland Empire Nurses Association may be directed to the Bylaws Committee or the Inland Empire Nurses Association business office at 328-8288 or e-mail at [IENA@aimcomm.net](mailto:IENA@aimcomm.net).

Revised 2006

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# INLAND EMPIRE NURSES ASSOCIATION

## BYLAWS AS REVISED APRIL 2006

### **ARTICLE 1. NAME AND JURISDICTION, PURPOSES AND FUNCTIONS**

#### Section 1. Name and Jurisdiction

The name of this association shall be the Inland Empire Nurses Association, hereinafter referred to as the IENA, District 4 of the Washington State Nurses Association, hereinafter referred to as the WSNA. As a constituent of the WSNA, the IENA's jurisdictional boundaries shall be designated by the WSNA Board of Directors and may be changed by a two-thirds vote of that board when there is mutual consent between the WSNA and the IENA: WSNA has final authority for boundary changes. The IENA's jurisdiction presently includes the following counties: Spokane, Pend Oreille, Stevens, Lincoln, and Adams.

#### Section 2. Purposes

The purposes of the IENA shall be to act and speak for the nursing profession and to promote and enhance the accountability and control of the nursing practice by the nursing profession through:

- A. Working for the improvement and availability of health standards and the availability of health care services for all people and
- B. Fostering high standards of professional nursing, and
- C. Stimulating and promoting the professional development of nurses.

#### Section 3. Functions

The functions of the IENA 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 ANA.
- B. Promote adherence to the ANA Code of Ethics for Nurses.
- C. Influence legislation, governmental programs, and public health policy.
- D. Promote and protect the economic and general welfare of nurses.
- E. Provide for the continuing professional development of nurses.
- F. Encourage research in nursing and the utilization of research findings as a basis for nursing practice.
- G. Represent nurses and promote relationships with allied healthcare professionals and local community leaders.
- H. Assume an active role as a health care advocate.
- I. Promote the profession of nursing as a career.
- J. Meet the qualification requirements as a constituent of WSNA.
- K. Promote relationships with local chapters of the State of Washington Associated

Nursing students, hereinafter referred to as SWANS.

## **ARTICLE II. MEMBERSHIP**

### Section 1. Composition

The IENA shall be composed of registered nurses who meet the qualifications stated in these bylaws unrestricted in accordance with WSNA and ANA bylaws.

The bylaws may establish classes of membership or associate membership under the direction of WSNA or ANA.

### Section 2. Qualifications

A. A 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, and who does not have a license under suspension or revocation in any state or is otherwise entitled by law to practice, and
2. Who lives or is employed within the jurisdictional boundaries of the IENA, and
3. Whose application for membership in the IENA has been accepted, and
4. Whose dues are not delinquent, and
5. Whose membership is not under revocation, and
6. Who holds concurrent membership in WSNA.

### Section 3. Membership Rights and Obligations

A. A member has the right to:

1. Receive a copy of the IENA bylaws.
2. Receive the official IENA publication and have access to the ANA, WSNA, and IENA official websites.
3. Seek elections or appointment to positions within the IENA.
4. Participate in the IENA district meetings as a voting member.
5. Participate in the WSNA General Assembly as a voting member.
6. Receive mail ballot(s) to vote for elected officials and the dues rate of the IENA.
7. Receive due process in the event of disciplinary action as hereinafter described.
8. Transfer into the IENA membership from another district or state nurses association for the remainder of a paid membership year providing the IENA membership qualifications are met.
9. Seek election as a delegate or alternate to the ANA House of Delegates.
10. Seek election or appointment to positions within the WSNA and the ANA. The right of an employee of the IENA shall be limited to an appointed position within the WSNA.
11. Attend the ANA House of Delegates, convention, and other unrestricted WSNA and ANA activities.
12. Attend the Congress of the International Council of Nurses.

13. Be accorded rights as provided under parliamentary authority and statutory law.
  14. The President of IENA may be financially reimbursed as designated by the IENA Board of Directors.
- B. A member has the obligation to:
1. Uphold the bylaws of the IENA and WSNA.
  2. Abide by the ANA Code of Ethics for nurses.
  3. Fulfill the requirements of an office when elected or appointed.
  4. Pay dues in accordance with policy adopted by IENA and WSNA.

#### Section 4. Discipline

A member may be disciplined for cause by the IENA or WSNA.

- A. Cause
- Cause for discipline may include violation of:
1. The ANA code of ethics for Nurses
  2. The WSNA bylaws
  3. The IENA bylaws
- B. Appeal
- Any appeal shall be made to the WSNA Board of Directors

#### Section 5. Student Affiliate

- A. Qualifications
- Generic nursing students holding current membership in the SWANS chapters located within the jurisdictional boundaries of the IENA shall be offered affiliate status in the IENA.
- B. Rights
- Affiliates shall be entitled to:
1. Non-voting representation at the IENA District meetings, programs, and events.
  2. Non-voting representation at the meetings of the IENA Board of Directors.
  3. Non-voting participation on IENA committees.
  4. Receive the official IENA publication and have access to the IENA website.

### **ARTICLE III. DUES**

#### Section 1. Authority

The rate of dues for members of the IENA shall be approved by a majority vote of the IENA membership voting through a mail ballot.

#### Section 2. Dues

- A. The dues for a member of the IENA shall be for the membership of twelve (12) consecutive months.
- B. Dues shall be paid for IENA at the same time that dues are paid the WSNA.
- C. Any changes in the present rate of assessment paid by WSNA to ANA shall be

- automatically incorporated into the annual dues paid by the IENA membership.
- D. Recommended changes in dues must be publicized and ballots to adopt changes mailed to IENA members at least 30 days after notification.

### Section 3. Categories of Membership

- A. The Board of Directors of IENA shall be authorized to establish categories of membership for IENA which are consistent with the WSNA's categories and to recommend to the IENA membership the rate of IENA dues for each category. Members in all categories shall retain full membership rights.
- B. Money shall not be refunded or additional money collected for a given membership year when a member requests a change in membership category or status during the year for which dues have been paid. The changes in dues rate shall become effective at the time the member renews or pays dues for an ensuing membership year.
- C. The rates of dues for categories of membership shall remain the same until an election by the IENA membership changes the rate of dues.

### Section 4. Failure to Pay Dues

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

## **ARTICLE IV. DISTRICT MEETINGS**

### Section 1. Meetings

- A. At least two regular district meetings of the membership shall be held at the time and place as designated by the Board of Directors. One of these meetings shall be the annual meeting. Notice of meetings shall be published in an official IENA publication.
- B. Special district meetings of the IENA may be called by the President upon a majority vote of the Board or upon the written request of five percent of the members of the IENA.

### Section 2. Quorum

One percent of the membership including two officers, one of whom must be the President, President-elect or Vice-President, shall constitute a quorum for the transaction of business at any district meeting.

### Section 3. Voting

The voting body at any district meeting shall consist of the members who are in attendance.

### Section 4. Eligibility for Voting

All IENA members shall have the right to vote on matters of business at the district meetings.

### Section 5. Elections

A. Voting

Voting for all elected officials and the dues rate of the IENA shall be by USPS mail ballot or by secured electronic mail.

B. Election procedure

1. Elections for IENA elected officials shall be held prior to the fall annual meeting. Election for a change in dues rate shall be held when determined by the Board of Directors.
2. A slate of candidates for office, prepared by the Nominations Committee shall be published in an official IENA publication and shall be mailed to each member.
3. Members may be nominated for office or declare their own candidacy by submitting in writing their names and consent to serve. The names of such candidates shall be published in an official IENA publication and appear on the election ballot. Write in candidates on the ballot shall be allowed.
4. Ballots shall be mailed to the IENA members at least within 30 days after publication of the slate of candidates. Ballots must be postmarked, presented in person at the IENA office or received by electronic mail by the date specified for the return ballot.
5. A plurality vote shall constitute an election. In case of a tie in the vote for an official, the choice shall be decided by lot. In case of a tie in the vote for dues, another election shall be held.
6. Results of the election shall be announced in an official IENA publication and website.

C. Challenge

Any challenge to the election shall be filed with the Secretary of the IENA within thirty (30) days after the official announcement of the election.

D. Records

All ballots and other records of the election shall be preserved for one year after the election.

## **ARTICLE V. BOARD OF DIRECTORS**

### Section 1. Definition

The Board of Directors is a body of officers and directors elected by members of the IENA.

### Section 2. Authority

The Board of Directors shall fulfill the responsibilities delegated to them by the membership of the IENA and as defined in these bylaws.

### Section 3. Accountability

The Board of Directors is accountable to the membership through the membership of IENA and its district meetings.

### Section 4. Responsibilities

The responsibilities of the Board of Directors shall be to:

- A. Exercise the district responsibility and fiduciary duties of the IENA consistent with applicable provision of laws.
- B. Coordinate the functions and activities of the IENA.
- C. Establish the IENA priorities annually, based on the goals adopted by the membership of the IENA.
- D. Establish policies and rules of procedure for the transaction of business of the IENA between district meetings.
- E. Adopt the financial policies of a budget for the IENA.
- F. Define categories of membership and recommend to the members the rate of dues for each category.
- G. Establish fees for services, and fees for specified district activities.
- H. Appoint, define the authority and responsibilities and annually review the performance of the administrative Secretary of the IENA.
- I. Establish administrative policies for managing and governing the affairs of the IENA.
- J. Establish policies for the operations and maintenance of the IENA office.
- K. Establish policies for the publication and distribution of materials by the IENA.
- L. Define the responsibilities and the delegated authority of each standing committee that is established but is not defined in these bylaws.
- M. Establish and appoint special committees of the Board when necessary and define the purposes and delegated authority of each committee named.
- N. Make appointments which are delegated to the Board of Directors, fill vacancies in appointed positions, and remove appointed members from office when they do not fulfill the requirements of the office.
- O. Establish the procedures for nominations and elections.
- P. Determine time, place and dates for district meeting.
- Q. Establish policies to determine the IENA's representation at state meetings other than the General Assembly.
- R. Provide for an IENA liaison or representative to attend meetings of voluntary agencies upon request or as deemed appropriate.

## Section 5. Composition

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

## Section 6. Officers and Directors

- A. There shall be six officers: President, President-elect, Vice President, Past- President, Secretary and Treasurer.
- B. There shall be twelve directors: Six directors at large and five directors representing occupational groups and the nominating committee chairperson.

## Section 7. Elections

Officers and directors, except the President, shall be elected annually (some in even years; some in odd years) by mailed ballot or electronic mail to fill vacant positions. The President-elect shall automatically become the President upon the expiration of a President's term. The term of office shall commence at the close of the fall annual meeting.

## Section 8. Terms of Office

- A. Officers shall be elected for a two year term. An officer shall be eligible to serve only two consecutive terms or four consecutive years in the same office.
  - 1. The Vice President and Treasurer shall be elected in the odd numbered years for a two year term.
  - 2. The Secretary shall be elected in the even numbered years for a two year term.
  - 3. The President-elect shall be elected annually to serve one year and then will assume the Presidency to serve one year.
- B. Directors shall be elected as follows:
  - 1. Six directors at large shall be elected for two-year terms; three in odd years and three in even numbered years.
  - 2. Five directors representing the following occupational groups shall be elected for a one-year term:
    - a. Educational Administrators and Teachers
    - b. Staff Nurses
    - c. Independent Practitioners
    - d. Nursing Management
    - e. Public Health/Community Health Nurses
  - 3. A director shall be eligible to serve no more than six (6) consecutive years.
- C. A person who has served more than one-half of a term shall be considered to have serviced a full term.
- D. A person shall not serve more than six consecutive years on the Board of Directors.

## Section 9. Qualifications for Office

To be eligible for election as an officer or director, a person shall hold membership in the IENA and the WSNA.

## Section 10. Vacancies

- A. In the event of a vacancy in the office of President, the President-elect shall become President and serve for the remainder of the unexpired term, then serve their elected term.
- B. A vacancy on the Board of Directors shall be filled by Board appointment for the unexpired term. In the event there is a vacancy in the President-elect position, the board will fill by appointment for the remainder of the term.

## Section 11. Duties of Officers

- A. The President of the IENA shall:
  - 1. Serve as the representative of the IENA and as the official spokesperson on matters of policy.
  - 2. Serve as chair holder of the Board of Directors.
  - 3. Serve as an ex-officio member of all standing committees and special committees except the nominations committee.
  - 4. Appoint committees and perform other duties as designated by the Board of Directors.
  - 5. Serve as an official representative of the IENA to the WSNA Constituent Forum

and other WSNA activities. The President may appoint an alternate member to attend the Constituent Forum as the official representative when the President is unable to attend.

6. Serve for one year on the Board of Directors as immediate past President with full voting rights.
  7. Direct the administrative Secretary to send the names/addresses of all officers to the WSNA Secretary and the bylaws and amendments.
- B. The President-elect and Vice President shall:
1. In order of rank, assume the duties of the President in the President's absence or at the discretion of the President.
  2. Assume other duties as designated by the President and/or the Board of Directors.
    - a. President-elect will serve as Headquarters Committee Chair holder for one year.
    - b. Vice President will serve as Program Committee chair holder for two years.
- C. The Secretary shall:
1. Ensure the keeping of records for the IENA.
  2. Record minutes of the district meetings, Board of Directors and Executive Committee meetings
  3. Conduct the general correspondence of the association and the Board of Directors.
- D. The Treasurer shall:
1. Monitor the fiscal affairs of the IENA.
  2. Report on the financial condition of the IENA to the membership and to the Board of Directors.
  3. Submit the books of accounts for annual audit by the certified public accountant approved by the Board of Directors.
  4. Interpret the financial policies of the IENA.
  5. Serve as chair holder of the Finance Committee.
- E. Officers and directors shall fulfill the responsibilities of the Board of Directors as defined in these bylaws.

## Section 12. Executive Committee

### A. Composition

The President, President-elect, Vice-President, Secretary and Treasurer and Immediate Past-President shall serve as the Executive Committee.

### B. Authority and Responsibility

The Executive Committee shall have all powers of the Board of Directors to:

1. Transact business which requires action between meetings of the Board of Directors.
2. Take action on matters delegated by the Board and report such action to the Board at the next meeting of the Board of Directors.
3. Submit to the Board of Directors rationale for action taken by the Executive Committee on matters which are not delegated by the Board.

## Section 13. Meetings

### A. Board of Directors

1. Regular meetings of the Board of Directors shall be held at such time and place as determined by the Board of Directors.
  2. Special meetings of the Board of Directors may be called with two days previous notice to each Board member.
    - a. The President shall upon written request of at least five directors call a special meeting of the Board of Directors with two days notice to all members of the Board of Directors.
    - b. 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 members of the Board of Directors shall be required and shall control the action of the IENA until the next meeting of the Board of Directors where such action shall be ratified.
- B. Executive Committee
- The President may call an Executive Committee meeting. The President shall call an Executive Committee meeting upon the request of three elected officers. The President shall determine the time and place for a called executive meeting.

#### Section 14. Quorum

- A. A majority of the Board of Directors including the President or President-elect or the Vice President shall constitute a quorum at any meeting of the Board of Directors.
- B. A majority of the Executive Committee shall constitute a quorum for meetings of the Executive Committee.

## **ARTICLE VI. STANDING COMMITTEES**

#### Section 1. Definition

- A. There shall be five standing committees: Bylaws Committee, Nominations Committee, Finance and Investments Committee, Legislative Committee and Headquarters Committee.
- B. The Board of Directors may appoint special committees and shall define the authority, responsibility and term of office for each appointed committee and number of committee members. These may include, but are not limited to:
 

Membership	Nursing Practice
Program	Scholarship
Careers	
- C. Bargaining unit and non-bargaining unit members from different health agencies of IENA should be reflected in committee appointments.

#### Section 2. Bylaws Committee

- A. Composition
 

The Bylaws committee shall consist of at least three members appointed by the Board of Directors. The chair holder shall be named by the Board of Directors.
- B. Responsibilities
  1. Interpret the bylaws.
  2. Review proposed amendments to the bylaws and recommend proposed action to

the Board of Directors.

3. Present to the membership, proposed amendments to the bylaws upon recommendation of the Board of Directors.

C. Term of Office and Vacancies

The Board of Directors shall determine the term of office for members of the Bylaws Committee and fill any vacancy which may occur.

### Section 3. Nominations Committee

A. Composition

There shall be five members on the Nominations Committee. Three shall be elected by mail or electronic mail ballot and two shall be appointed by the Board of Directors. Committee will select a chair/or co-chairpersons by consensus. Persons who are not elected to the committee shall serve as alternates in the order of votes received.

B. Responsibilities

The Nominations Committee shall:

1. Request names of candidates for elective office according to procedures adopted by the Board of Directors.
2. Prepare a slate of qualified nominees for office which reflects a broad representation of the membership and submit the slate for publication at least 30 days prior to the election.

C. Obligation

A member of the Nominations Committee shall resign from the committee if the member is to be a nominee of the slate proposed by the Nominations Committee.

D. Term of Office and Vacancies

1. Members of the Nominations Committee shall serve for a two-year term. A person is eligible to serve only two consecutive terms or four years. Terms of office shall begin upon adjournment of the first regular meeting of the newly elected Board of Directors.
2. If a vacancy occurs on the Nominations Committee in an elected position, it shall be filled by the person who received the next highest vote in the election for office or the Board of Directors shall appoint the replacement for the position if there are no other candidates.

### Section 4. Finance and Investments Committee

A. Composition

The Finance and Investments Committee shall consist of at least three IENA members including the Treasurer of the IENA who shall serve as the chair holder. Members of the committee shall be appointed by the Board of Directors.

B. Responsibilities

The Finance and Investments Committee shall:

1. Prepare the annual budget for submission to the Board of Directors for final approval.
2. Recommend fiscal policies the Board of Directors.
3. Advise the Board of Directors of income, expenditures and investments and make recommendations.
4. Monitor the budget.

C. Term of Office and Vacancies

The Board of Directors shall determine the term of office for members of the Finance and Investments Committee and fill any vacancy which may occur.

Section 5. Headquarters Committee shall:

1. Consist of four members: the current President. Vice-President, Past-President, President elect.
2. President-elect to serve as chair holder.
3. Provide for the administration and maintenance of the headquarters office and equipment.
4. Review policy manual annually and update as needed.
5. Complete performance appraisal of the Administrative Secretary.

Section 6. Legislative Committee

A. Composition

The Legislative Committee shall be representative of the various geographic areas of the district and the various areas of nursing practice. This committee shall be appointed by the Board of Directors.

B. Responsibilities

The Legislative Committee shall:

1. Develop a plan consistent with the WSNA Legislative Platform.
2. Assist with implementation of the plan as directed by the Board of Directors.
3. Continuously evaluate the plan with respect to ongoing legislative action.
4. Study proposed federal, state and local legislation and recommend appropriate action to the Board of Directors.
5. Support WSNA legislative efforts.

C. Term of Office and Vacancies

The Board of Directors shall determine the term of office for members of the Legislative Committee and fill any vacancy which may occur.

Section 6. Quorum

A majority of any standing or special committee shall constitute a quorum.

## **ARTICLE VII. WASHINGTON STATE NURSES ASSOCIATION**

Section 1. Definition

The Washington State Nurses Association (WSNA) is the state nursing organization whose membership is comprised of individual registered nurses who meet the qualifications for membership.

Section 2. Relationship

The IENA 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 IENA members in the WSNA General Assembly.
- D. Submit proposals for consideration by the WSNA.
- E. Submit nominees for the WSNA elective and appointed positions.

- F. Submit the IENA bylaws to the WSNA upon their request.
- G. Uphold the purposes, functions and bylaws of the WSNA and the ANA.
- H. Speak for nurses holding membership in the IENA.

## **ARTICLE VIII. FISCAL YEAR**

The fiscal year of the IENA shall be the calendar year.

## **ARTICLE IX. OFFICIAL PUBLICATION**

The Inland Empire Nurses Association Newsletter, The Washington Nurse, and The American Nurse shall be the official publications of the IENA/WSNA/ANA.

## **ARTICLE X. PARLIAMENTARY AUTHORITY**

The latest edition of Robert's Rules of Order Newly Revised shall govern meetings of IENA in all cases to which they are applicable and in which they are not inconsistent with these bylaws and special rules adopted by the IENA.

## **ARTICLE XI. AMENDMENTS**

### Section 1. Amendments with Notice

- A. These bylaws may be amended at any district meeting by a two-thirds vote of the members of the voting body present and voting or by USPS mail or electronic mail provided previous notice has been given by publication in the official IENA publication and amendments are posted on the IENA website at least 30 days prior to the vote.
- B. Notice of proposed amendments to the bylaws shall be given by USPS mail, electronic mail, newsletter or website.

### Section 2. Amendments without Notice

These bylaws may be amended at any district or annual meeting without previous notice by a 99 percent vote of those members of the voting body present and voting!

### Sections 3. Conformity with WSNA

If at any time amendment to these bylaws is required to meet the qualification for recognition as a constituent/DNA of the WSNA, the Board of Directors shall direct the Bylaws committee to amend IENA bylaws to provide acceptable qualification and present them to the IENA Board of Directors and to its membership for vote.

## **PROVISOS TO IMPLEMENT THE IENA BYLAWS**

- A. These bylaws shall take effect upon approval of the membership
- B. In the event the Executive Director position is created, the following will be inserted in

the appropriate Article and Section.

"The President will serve as liaison for the Board of Directors with the executive director between meetings of the Board of Directors."

Also, "the Executive Director, employed by and accountable to the Board of Directors, is the executive administrator for the IENA and is delegated the authority to:

1. Execute policies determined by the Board of Directors.
  2. Represent the IENA as spokesperson on matters of established policy and positions.
  3. Manage the IENA office.
  4. Serve as an official representative of the IENA with full voting privileges to the Constituent Forum of the WSNA."
- C. The Executive Director shall fulfill other responsibilities delegated by the Board of Directors and defined in the description adopted by the Board of Directors for the executive administrator.
- D. The Executive Director holds a courtesy seat without vote on the Board of Directors and the Executive Committee.