



Wyoming Nurses Association Bylaws

Amended September 2015

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**WYOMING NURSES ASSOCIATION BYLAWS
AMENDED SEPTEMBER 2015**

ARTICLE I: NAME, PURPOSES, AND FUNCTIONS

SECTION 1: NAME

The name of this Association shall be the Wyoming Nurses Association hereinafter referred to as WNA.

SECTION 2: PURPOSES

The purposes of WNA shall be:

- A. To foster high standards of nursing, promote the professional and educational advancement of nurses, and to promote the welfare of nurses to the end that all people may have better health care.
- B. Unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, religion, or sexual orientation.

SECTION 3: FUNCTIONS

The functions of WNA shall be to:

- A. Promote through appropriate means the standards of nursing practice, nursing education, and nursing services established by the American Nurses Association hereinafter referred to as ANA.
- B. Ensure adherence to the *Code of Ethics for Nurses* established by ANA.
- C. Support systematic study, evaluation, and research in nursing and disseminate information relative to research.
- D. Promote and protect the economic and general welfare of nurses.
- E. Promote and provide for the continuing professional development of nurses.
- F. Represent and serve as their spokesperson with professional and community groups and the public.
- G. Provide for representation to the ANA Membership Assembly.
- H. Promote relationships and collaboration with the Student Nurses Association.
- I. Stimulate and promote research in nursing, disseminate research findings, and encourage the use of new knowledge as a basis for nursing.
- J. Provide services to constituent Region nurses associations, hereinafter referred to as RNAs.
- K. Maintain communication with members through official publications.
- L. Assume an active role as a consumer advocate.
- M. Initiate and influence legislation, governmental programs, and state and national health policy.
- N. Ensure an archive for the collection and preservation of documents and other materials which have contributed to and continue to contribute to the historical and cultural development of nursing in the state.
- O. Promote and participate in surveys of nurse manpower resources in the state.
- P. Cooperate with other state nursing associations in activities, which concern both organizations.
- Q. Protect and promote advancement of human rights related to health care and nursing

ARTICLE II: MEMBERSHIP

SECTION 1: COMPOSITION

- A. Individual members of WNA shall be persons accepted as members in accordance with qualifications and other requirements described in WNA Bylaws. Membership shall be unrestricted by consideration of age, color, disability, gender, health status, lifestyle, nationality, race religion, or sexual orientation.
- B. Members shall have standing as either regular, associate, or special as follows:
 - a. A regular member shall be any registered nurse who does not qualify for associate or special standing.
 - b. An associate member shall be a registered nurse who is:
 - i. Not employed.
 - ii. A student in full-time study.
 - iii. A graduate of a basic nursing program for the first two years of membership and who has initiated membership within six months following graduation, and/or
 - c. A special member shall be a registered nurse who is:
 - i. 62 years of age and not employed, or
 - ii. Totally disabled.
- C. Any registered nurse holding membership in another state may hold dual membership in WNA, paying only WNA dues.
- D. Membership Options: Members will have the option of belonging to WNA only, ANA only, or holding both WNA/ANA memberships. These options are as follows:
 - a. WNA (State Membership only). These members will pay only WNA membership dues. They are eligible for state membership benefits.
 - b. ANA (National Membership only). These members will pay only National membership dues. They are eligible for national membership benefits.
 - c. WNA/ANA (Full membership). These members will pay dues to cover both state and national membership fees. They are eligible for both state and national membership benefits.

SECTION 2: QUALIFICATIONS

- A. A member is one:
 - a. Who has been granted a license to practice as a registered nurse in at least one state, territory, or possession of the United States and does not have a license under suspension or revocation in any state, or is otherwise entitled by law to practice.
 - b. Who has completed a nursing education program that qualifies the applicant to take the National Council License Examination for registered nurses as a first time writer, and
 - c. Whose application for membership to WNA has been accepted in accordance with association policy, and
 - d. Whose dues are not delinquent, and
 - e. Whose membership is not under revocation for violation of the Code of Ethics for Nurses or WNA Bylaws, or

- f. Who is an impaired nurse in recovery who has surrendered a license to practice.
 - g. Whose obligation is to abide by WNA and ANA Bylaws and the Code of Ethics for Nurses.
 - h. Renewal of membership of new graduates shall be contingent upon having been granted a registered nurse license.
- B. Members shall be unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, ethnic origin or sexual orientation.

SECTION 3: RIGHTS

- A. WNA/ANA members shall have the right to:
- a. Receive a WNA/ANA membership card, all official publications of the American Nurses' Association, the *Wyoming Nurse*, and e-mail news from the WNA office.
 - b. Access to all information on WNA's and ANA's website – member only included.
 - c. Be a candidate for WNA/ANA elective or appointed positions in accordance with qualifications set forth in the WNA and ANA Bylaws.
 - d. Be a candidate for President, President Elect, Vice President, Secretary and Treasurer of WNA.
 - e. Advocacy and a voice for the profession on both state and federal levels.
 - f. Education and professional development and valuable personal benefits such as:
 - i. Continuing education opportunities at regional, state and national levels.
 - ii. Discounts to WNA sponsored continuing education programs.
 - iii. Reduced rates for on-line continuing nursing education.
 - iv. Committee and leadership opportunities.
 - v. Reduced-cost professional liability programs.
 - vi. Other retirement savings and insurance benefits.
 - vii. Unlimited access to the Nurse Consultant.
 - g. Submit proposals for consideration to the WNA Board of Directors and members.
 - h. Attend the Congress of the International Council of Nurses.
 - i. Due process in disciplinary matters including notice, full and fair hearings, and the right to appeal at the state level.
 - j. Be accorded other rights as provided for under common parliamentary or statutory law.
- B. WNA only members shall have the right to:
- a. Receive a WNA membership card, e-mail news from the WNA office, and the *Wyoming Nurse*.
 - b. Access to all information on WNA's web site.
 - c. Be a candidate for WNA elective or appointed positions, excluding President, President Elect, Vice President, Secretary, and Treasurer, in accordance with qualifications set forth in the WNA bylaws.
 - d. Submit proposals for consideration to the WNA Board of Directors and members.
 - e. Advocacy and a voice for the profession at the state level.
 - f. Education, professional development and valuable personal benefits such as:
 - i. Continuing education opportunities at regional and state levels.
 - ii. Discounts to WNA-sponsored continuing education programs.
 - iii. Committee and leadership opportunities.

- iv. Reduced-cost professional liability programs.
 - g. Due process in disciplinary matters including notice, full and fair hearings, and the right to appeal at the state level.
 - h. Be accorded other rights as provided for under common parliamentary or statutory law.
- C. ANA only members shall have the right to:
 - a. Receive an ANA membership card, the official publications of ANA, and the *Wyoming Nurse*.
 - b. Access to all information on ANA's web site – member only included.
 - c. Advocacy and a voice for the profession at the national level.
 - d. Education and professional development and valuable personal benefits such as:
 - i. Continuing education opportunities on a national level.
 - ii. Reduced rates for on-line continuing nursing education.
 - iii. Reduced-cost professional liability programs.
 - iv. Retirement savings programs.
 - v. Major and Comprehensive Medical and Dental Insurance.
 - vi. Life Insurance, Hospital Disability Income, and Excess Major Medical.
 - vii. Auto insurance discounts
- D. Due process in disciplinary matters including notice, full and fair hearings, and the right to appeal at the state level.
- E. Be accorded other rights as provided for under common parliamentary or statutory law.

SECTION 4: OBLIGATIONS

- A. Member shall have the obligation to:
 - a. Uphold the Bylaws of ANA, WNA, and RNA to which the member belongs.
 - b. Uphold the *Code of Ethics for Nurses* as adopted by the ANA Membership Assembly.
 - c. Pay dues as required by the WNA or ANA.
 - d. Fulfill the requirements of an office or committee if elected or appointed.

SECTION 5: DISCIPLINARY ACTION AND APPEAL PROCESS

- A. Cause for Disciplinary Action: Cause for disciplinary action by WNA against a WNA/ANA member shall be limited to failure to fulfill the obligations as cited in these bylaws; and other actions detrimental to the purposes, goals, and functions of WNA/ANA.
- B. Disciplinary Proceedings: Disciplinary proceedings shall be conducted in accordance with policies and procedures established by the Board of Directors which shall have final disciplinary authority over members.
- C. Disciplinary Action: Depending on the severity of the violation, a member may be reprimanded, censured, suspended from membership or permanently expelled from membership.
- D. Appeal of Disciplinary Action: A member may appeal any disciplinary action in accordance with procedures adopted by the WNA Board of Directors.
- E. Recognition of Disciplinary Action of Another ANA State Nurses Association: Any disciplinary action taken by another ANA State Nurses Association against one of its individual SNA/ANA members shall be given full recognition and enforcement provided such action was taken in accordance with the disciplining State Nurses Associations bylaws and disciplinary procedures.

SECTION 6: DUES

- A. Dues shall be established by the WNA membership and be consistent with ANA policies that apply to WNA only, ANA only or WNA/ANA membership options.
- B. The WNA shall continue to pay dues to the ANA pursuant to the ANA Bylaws and House of Delegate policy until such time as two thirds (2/3) of the entire WNA/ANA membership votes to disaffiliate from the ANA. WNA membership is defined as individual members of WNA who have ANA rights and privileges of membership as a result of their WNA/ANA membership. The vote may occur by mail or electronic ballot, with appropriate notice and procedures to protect the integrity and validity of the vote.
- C. Members who qualify for associate status may elect to pay fifty percent (50%) of annual dues required for regular members.
- D. Members who qualify for special status may elect to pay twenty-five percent (25%) of annual dues required for regular members.
- E. Membership rights in WNA are forfeited when dues are thirty (30) days delinquent.

SECTION 7: CHANGE OF DUES CATEGORY

When a change in dues category is made within a membership year, no monies shall be refunded nor shall additional monies be collected.

SECTION 8: TRANSFER

- A. A WNA member who has completed full payment of dues in one RNA may transfer to another RNA. Transfer is requested through the WNA office.
- B. A member who has paid full dues may transfer to another SNA by requesting transfer through the WNA office.
- C. A member of another SNA who has paid dues may transfer to WNA without further payment or refund of dues for the remainder of the membership year.

ARTICLE III: CONSTITUENT NURSES ASSOCIATIONS

SECTION 1: DEFINITION

Constituent Nurses Associations of WNA are Region Nurses Associations, hereinafter referred to as RNAs. RNAs are organized in accordance with the WNA Bylaws and have adopted bylaws and policies that are in harmony with the Bylaws, functions, and purposes of WNA.

SECTION 2: BOUNDARIES

- A. Boundaries of a RNA shall be defined by the WNA Board of Directors. The boundaries may be changed in accordance with procedures adopted by the WNA Board of Directors.

- B. WNA has been divided into five (5) Regions using county lines, as follows:
 - a. Northwest Region—Park, Teton, Fremont, Hot Springs, Washakie and Big Horn Counties
 - b. Northeast Region—Sheridan, Johnson, Campbell, Crook and Weston Counties
 - c. Central Region—Natrona, Converse, Niobrara, Goshen and Platte Counties
 - d. Southeast Region—Albany, Laramie and Carbon
 - e. Southwest Region—Sweetwater, Lincoln, Sublette and Uinta Counties

SECTION 3: RNA BOARD OF DIRECTORS

- A. Composition: The RNA Board of Directors shall consist of four (4) elected officers: President, Vice President, Secretary and Treasurer.
- B. Terms of Office: The President and Treasurer shall be elected in the odd numbered years. The Vice President and Secretary shall be elected in the even numbered years. No one shall serve more than two consecutive two year terms in the same office.
- C. Elections: RNA elections will be held at the same time of the year for all Regions from April 1st through July 31st, for officers whose terms of office are ending in any given year.

SECTION 4: OBLIGATIONS

RNAs shall be required to:

- A. Assure that their members are qualified as provided in Article II of these bylaws.
- B. Adopt and maintain such bylaws as do not conflict with the Bylaws of ANA and WNA.
- C. Submit reports to the WNA Board of Directors upon request.
- D. Notify the WNA office of the names and addresses of officers, other members of the Board of Directors, and chairpersons of committees.
- E. Provide a copy of the RNA bylaws and amendments to the WNA office.
- F. Send, when requested and possible, nominations of qualified members and associates for WNA and ANA offices, delegates to ANA meetings, WNA and ANA committees, allied groups requesting representation, and names for submission to the Governor of Wyoming for appointment to the State Board of Nursing.
- G. Prepare an annual report for publication when required by the Board of Directors.
- H. Nominate representatives for the WNA Board of Directors.
- I. Assure representation of their Region on WNA Board of Directors.

SECTION 5: RIGHTS OF A RNA

Rights of a RNA shall be:

- A. Voting representation on the WNA Board of Directors.
- B. Scheduling RNA meetings with regard to frequency and content.
- C. Elections of officers without censure or interference by the WNA Board of Directors.

SECTION 6: DISSOLUTION OF A RNA

- A. Dissolution of a RNA can be accomplished by a three-fourths (3/4) vote of a majority of the current membership and approved by a majority vote of the Board of Directors of the WNA, provided sixty (60) days notice was given the total RNA membership of such proposed action.
- B. The Board of Directors of the WNA shall continue to manage the affairs of the RNA until such time as the dissolution is complete and final payments of indebtedness are made.
- C. When a RNA is disbanded for any reason, any funds remaining in the treasury after all debts have been paid shall be handled in one of the following ways:
 - a. In the event that all members of the disbanded RNA join another RNA, the balance of funds will go into the operating fund of that RNA.
 - b. If the members of the disbanded RNA join more than one other RNA the funds will be divided proportionally among the constituent associations involved. Any funds remaining in escrow at the end of the two years will be deposited in the WNA general account.
 - c. Within three (3) months following disbanding, a final report shall be sent to the WNA office, by the President and/or Treasurer of the disbanded RNA.

SECTION 7: REINSTATEMENT

Reinstatement of a RNA that has been disbanded may be reinstated by a seventy-five percent (75%) vote of the WNA Board of Directors.

SECTION 8: DISQUALIFICATIONS

A RNA which fails to comply with the requirements of these Bylaws or for other causes deemed sufficient may be disqualified as a constituent Region association of the WNA by a seventy-five percent (75%) vote of the WNA Board of Directors provided due notice has been given. Such RNA and its members must be notified before the vote is taken and shall have opportunity for a hearing with the Board within ninety (90) days prior to the hearing.

SECTION 9: MERGING OF RNAS

If one RNA merges with another RNA, the funds remaining in the treasury shall be allocated in the operating fund of the RNA with which it is merging.

ARTICLE IV: WNA GOVERNANCE

SECTION 1: DEFINITION

Governance of WNA is through the Executive Committee (EC) and the Board of Directors (BOD), henceforth defined as the Governing Body (GB) of the organization.

SECTION 2: COMPOSITION OF THE GOVERNING BODY (EC AND BOD)

- A. The Executive Committee (EC) shall be composed of WNA elected officers (President, President-Elect, Vice-President, Secretary and Treasurer) and the WNA Executive Director (ED), who is a non-voting member.
- B. The Board of Directors (BOD) shall be composed of the EC and all Region Presidents/elected representatives. One new graduate nurse within two years of initial licensure shall be appointed the BOD.
- C. The immediate past President, shall be ex-officio member of the BOD.
- D. The WNA President is the presiding officer over the Governing Body.

SECTION 3: AUTHORITY

The Governing Body shall have the duty and power, delegated to it by the membership, of acting for the membership in the intervals between Annual Meetings, as well as other duties and powers as defined in these Bylaws.

SECTION 4: ACCOUNTABILITY

The Governing Body shall be accountable to the WNA membership.

SECTION 5: RESPONSIBILITIES

The Governing Body shall:

- A. Exercise the corporate responsibility and fiduciary duties of the Association consistent with the applicable provisions of law.
- B. Provide for implementation of Association policies and positions approved by the WNA membership.
- C. Provide direction and approval of the functions of the Executive Committee.
- D. Establish financial policies and procedures, adopt the budget, fix and approve amount of bond for appropriate officers and staff, and present an annual financial statement to the membership. Professional audit consultation shall be utilized as deemed necessary.
- E. Establish policies and procedures for the transaction of Association activities, and operation and maintenance of the WNA Executive Office.
- F. Establish policies and procedures for nominations and elections.
- G. Establish standing and special committees of the Board as deemed necessary for the performance of its duties and define the purpose of authority of such committees.
- H. Define qualifications for appointive office, make appointments and fill vacancies as delegated to the Board in these Bylaws.
- I. Appoint, define the authority and the responsibilities of, and annually review the performance of the WNA Executive Director.
- J. Establish fees for the Annual Meetings, specified activities, and services.
- K. Provide for WNA liaison or representation at meetings of voluntary organizations and of public or governmental agencies.

- L. Establish relationships and collaboration with the Wyoming Student Nurses Association.
- M. Assume other duties as may be provided for elsewhere in these Bylaws and by the WNA membership.
- N. Confer constituent membership on RNAs meeting the qualifications established in these Bylaws.
- O. Establish policies and procedures for disciplinary action against members and RNAs.
- P. Control the use of the official WNA logo and the procurement and sale of replicas thereof.
- Q. Establish policies and procedures approving publications and other printed materials prior to their distribution.
- R. Establish policies and procedures for the collection, analysis, and dissemination of information.
- S. Ensure the maintenance of an archive for the collection and preservation of documents and other materials that have contributed and continue to contribute to the historical and cultural development of nursing in the state.
- T. Establish the mechanism to advocate for and protect the human rights and ethical concerns of the nursing profession.

SECTION 6: TERM OF OFFICE

- A. Officers shall be elected for a two-year term. The President-Elect and Treasurer shall be elected in even numbered years. The Vice-President and Secretary shall be elected in the odd-numbered years.
- B. The Governing Body shall appoint the new graduate nurse in even numbered years for a two-year term. Only new graduates within two years of initial licensure will be eligible for this position.
- C. No one shall serve more than two (2) consecutive terms in the same office or more than eight (8) consecutive years on the Governing Body. Any person who has served less than a full term but more than twelve (12) months shall be considered to have served a full term in that office.
- D. Persons may again serve on the Governing Body following a two (2) year absence.

SECTION 7: QUALIFICATIONS

To be eligible to serve on the Governing Body, a person shall:

- A. Hold current membership in the WNA and the RNA represented if a RNA representative.
- B. Not concurrently serve as an officer or director of another organization if such participation might result in a conflict of interest with WNA.

SECTION 8: VACANCIES

- A. In the event of a vacancy:
 - a. In the office of President, the President-Elect shall become President for the remainder of the term and shall continue in the office as President during the following biennium.
 - b. In the office of President-Elect, the Vice-President shall become President-Elect for the remainder of the term and shall perform the duties of the Vice-President and President-Elect until assumption of Presidential duties.

- c. In both the offices of President and President-Elect, the office of President shall be filled by the Vice-President who shall serve until the next general membership meeting when both vacancies shall be filled by election.
- d. In case of any other office, or chairpersons of standing committees, the Governing Body shall appoint a replacement to serve the remainder of the term.
- e. Any member of the Governing Body absent without notice from two (2) consecutive meetings of the Governing Body shall be considered to have resigned. Upon confirmation by the Secretary of two (2) unexcused absences, the vacancy shall be filled in the manner stated above.

SECTION 9: DUTIES OF OFFICERS

- A. The President of WNA shall serve as the spokesperson on matters of Association policy and positions. Specifically, the President of WNA shall:
 - 1. Be chairperson of the Executive Committee, and the Governing Body.
 - 2. Preside at all meetings of the WNA.
 - 3. Present a yearly report at the Annual Meeting.
 - 4. Serve as a representative to the ANA Membership Assembly.
 - 5. Serve as WNA ex-officio member of all committees except the Nominating Committee.
- B. The President-Elect shall assume the duties of the President in his/her absence or at the direction of the President. The President-Elect shall serve as a representative to the ANA Membership Assembly. The President-Elect shall serve as co-chairperson of the Legislative Committee.
- C. The Vice-President shall assume the duties of the President in the absence of the President and President-Elect. The Vice-President shall serve as co-chairperson of the Technology and Public Relations Committee. The Vice-President shall serve as the elected First Alternate representative to the ANA Membership Assembly.
- D. The Treasurer shall be responsible for monitoring the fiscal affairs of the Association and shall provide reports and interpretations of WNA's financial condition to the Governing Body and the WNA membership. The Treasurer shall serve as co-chairperson of the Finance Committee. The Treasurer shall serve as the elected Second Alternate representative to the ANA Membership Assembly.
- E. The Secretary shall be responsible for ensuring that Records are maintained of meetings of the WNA, the Board of Directors, and Executive Committee of the Governing Body, and shall notify members of the meetings of WNA. The secretary shall serve as co-chairperson of the Nursing Practice Committee. The Secretary shall serve as the elected Third Alternate representative to the ANA Membership Assembly.
- F. Officers shall fulfill the assigned responsibilities and duties as outlined under Committee Functions.
- G. Officers and other members of the Governing Body shall fulfill the responsibilities of the Governing Body as defined in these Bylaws.

SECTION 10: EXECUTIVE COMMITTEE

There shall be an Executive Committee of the Governing Body composed of the officers that shall have the power to transact business between Board Meetings in accordance with the rules established by the Governing Body. Such transactions shall be reported at the next regular meeting of the Governing Body. The Executive Committee shall review WNA policies and procedures each year in January.

SECTION 11: DUTIES OF THE EXECUTIVE DIRECTOR

The Executive Director shall:

- A. Manage the Association in accordance with policies established by the Board.
- B. Be accountable to the Board of Directors.
- C. Employ, direct, promote, and terminate staff of the Association.
- D. Represent the Association and serve as spokesperson on matters of established policy and positions.
- E. Prepare and submit required ANA reports.
- F. Be responsible for the publication of the *Wyoming Nurse*.
- G. Attend the ANA national meetings.
- H. Serve as an ex-officio member of the Board of Directors and standing committees.
- I. Serve as the elected Fourth ANA Alternate to the Membership Assembly only if the Executive Director is an RN member of WNA.

SECTION 12: MEETINGS

- A. Meetings of the Governing Body shall be held at least two (2) times annually at a time and place determined by the Governing Body. Special meetings may be called by the President and shall be subject to ratification at the next regular meeting of the Governing Body.
- B. Business requiring action by the Governing Body may be conducted by mail or other media. Such action shall be subject to ratification at the next regular meeting of the Governing Body.
- C. Unexcused Absence from two consecutive regular meetings of the Governing Body shall be cause for declaring a vacancy in the position. Such vacancy shall be determined by a majority of the Governing Body.

SECTION 13: QUORUM

A minimum of five members of the voting membership of the Governing Body, one of whom shall be the President, President-Elect, or Vice-President, shall constitute a quorum of the Governing Body. Minutes shall be distributed to all members of the Governing Body within sixty (60) days of any meeting.

ARTICLE V: WNA MEETINGS

SECTION 1: FREQUENCY

The WNA general membership shall meet at least annually, at such place and time as shall be determined by the Governing Body.

SECTION 2: SPECIAL MEETINGS

Special Meetings of the WNA can be called by the Governing Body and shall be called by the President upon written request of a majority of the Regions.

SECTION 3: NOTICE OF MEETINGS

- A. Notice of the annual business meeting and convention shall be mailed to the membership at least thirty (30) days before the first day of the business meeting.
- B. Notice of special business meetings shall be mailed to the membership at least fifteen (15) days before the first day of the business meeting.

SECTION 4: QUORUM

Five (5) members of the Governing Body, one of whom shall be the President, President-Elect, or Vice-President, and representatives from at least three of the RNAs shall constitute a quorum for transaction of business at any regular or special meeting of WNA.

SECTION 5: VOTING BODY

The voting body at all annual and special meetings should consist of all members in good standing who are in attendance.

ARTICLE VI: COMMITTEES

SECTION 1: STANDING COMMITTEES

WNA standing committees shall include: Legislative, Nursing Practice, Technology and Public Relations, Bylaws and Finance.

SECTION 2: COMPOSITION

A standing committee shall be composed of at least three (3) members.

SECTION 3: APPOINTMENT

Each standing committee shall be composed of three (3) members of WNA and shall have been appointed by the WNA Governing Body.

- A. The President shall appoint a chairperson for the Bylaws Committee and at least one member of the Board of Directors to serve on this committee.
- B. The President-Elect shall also serve as the co-chairperson of the Legislative Committee.
- C. The Vice-President shall serve as the co-chairperson of the Technology and Public Relations Committee.
- D. The Secretary shall serve as the co-chairperson of the Nursing Practice Committee.
- E. The Treasurer shall serve as the co-chairperson of the Finance Committee.

SECTION 4: TERM OF OFFICE

- A. Members of all standing committees may serve two (2) terms or until their successors are appointed.
- B. Members of all standing committees may serve for two (2) consecutive terms on the same committee and may serve again following a two (2) year absence from that committee and no more than eight (8) years on the Governing Body without a two year absence.
- C. No members of WNA shall serve on more than two (2) standing committees at a time.
- D. One member of the Finance, Legislative, Technology and Public Relations, and Nursing Practice Committee will be appointed in the even years. The remaining two (2) members of these committees will be appointed in the odd years.

SECTION 5: ATTENDANCE

Unexcused absence from two (2) consecutive committee meetings shall be cause for declaring a vacancy in the position. Such vacancy shall be filled by appointment by the Governing Body for the remainder of the unexpired term.

SECTION 6: ACCOUNTABILITY

Standing committees shall be accountable to the WNA Governing Body and submit reports as required by these Bylaws.

SECTION 7: QUORUM

A majority of any committee shall constitute a quorum at any committee meeting.

SECTION 8: RESPONSIBILITIES

- A. The Finance Committee shall:
- a. Be co-chaired by the Treasurer and ED. In collaboration, the co-chairs shall recruit at least one other member.
 - b. Prepare and submit annually a WNA budget.
 - c. Appoint an audit committee to perform an internal audit bi-annually at the close of the Treasurer's term of office and submit a report to the Governing Body.
 - d. Determine policies and procedures which shall be consistent with these Bylaws.
 - e. Monitor WNA financial affairs including investments and expenditures.
 - f. Provide fiscal reports and interpret WNA financial condition to the Governing Body and membership.
 - g. Consult with appropriate accounting and fiscal experts as needed to make recommendations to the Governing Body.
- B. The Legislative Committee shall:
- a. Be co-chaired by the President-Elect and the WNA lobbyist.
 - b. Lead in legislation and health policy by recommending positions on current legislative issues to the WNA Governing Body while keeping the Governing Body current on legislative affairs.
 - c. Actively participate in the legislative process as committee members and by mentoring WNA membership in the legislative process.
 - d. Keep WNA membership informed regarding legislative issues compatible with WNA legislative agenda.
 - e. Submit an annual budget to the Finance Committee.
- C. The Technology and Public Relations Committee shall be:
- a. Co-chaired by the Vice-President and an appointed Technology and Public Relations committee member from Region Presidents.
 - b. Promote the development of nursing leaders.
 - c. Influence workforce initiatives.
 - d. Help sustain organizational viability by using current information and data technologies to increase and sustain WNA membership and facilitate achievement of WNA goals.
 - e. Submit an annual budget to the Finance Committee.
- D. The Nursing Practice Committee shall:
- a. Be co-chaired by the Secretary and an appointed Nursing Practice Committee member from Region Presidents.
 - b. Advance the professional development of nurses by strengthening WNA members' nursing practice through educational, consultative, and publication services.
 - c. Promote the creation of a professional work environment for the enhancement of the practice of nursing.
 - d. Develop position and policies for recommendations to the WNA Governing Body related to relevant nursing practice issues.
 - e. Submit an annual committee budget to the Finance Committee.

- E. The Bylaws Committee shall be appointed for a two-year term in the even years. The Bylaws committee shall:
- a. Be chaired by a WNA member appointed by the President.
 - b. Be composed of at least one member of the BOD or Region Presidents appointed by the President.
 - c. Review WNA and Region bylaws.
 - d. Interpret WNA bylaws.
 - e. Receive and prepare proposed amendments to WNA bylaws.
 - f. Maintain currency of WNA bylaws.
 - g. Submit an annual budget to the Finance Committee.

SECTION 9: REPORTS

All standing committees shall prepare an annual report to be published for the general membership. These reports are to be submitted to the WNA office at least sixty (60) days prior to the first day of the Annual Meeting.

SECTION 10: SPECIAL COMMITTEES

- A. The Governing Body shall establish special committees as deemed necessary to carry out the functions of WNA.
- B. The Nominating Committee shall serve as a special committee and shall be appointed for two year terms in the odd years. Members shall serve until their successors are appointed. There shall be three members of the committee, each representing a different Region or geographical area of the state. The committee members shall elect their chairperson. The functions of the Nominating Committee shall be to:
- a. Request the names of candidates for elective offices.
 - b. Prepare a slate of qualified candidates and publish each slate at least thirty (30) days prior to the Annual Meeting.
 - c. Present the slate of candidates to the WNA membership.
 - d. Implement the policies and procedures for nominations and elections as established by these Bylaws and the WNA Governing Body.
 - e. Submit an annual budget to the Finance Committee.

ARTICLE VII: ORGANIZATIONAL AFFILIATE MEMBERS

SECTION 1: DEFINITION

An organizational affiliate member of WNA is an association that:

- A. Is a nursing organization that meets the criteria established by the WNA membership.
- B. Has a governing body composed of a majority of registered nurses, which is not meant to preclude the participation of associate nursing organizations.
- C. Has been granted organizational affiliate/membership status by the WNA Governing Body.
- D. Has paid an organization affiliation fee to WNA.

SECTION 2: RESPONSIBILITIES

Each organizational affiliate member shall maintain a mission and purpose harmonious with the purposes of WNA

SECTION 3: RIGHTS AND SERVICES

Rights and services of the organizational affiliate member shall be determined by the WNA. These rights and services do not include ANA rights, including the right to vote for ANA delegates and alternates. Rights and services of organizational affiliates shall be posted on the WNA website.

ARTICLE VIII: NOMINATIONS AND ELECTIONS

SECTION 1: NOMINATIONS

- A. RNAs and organizational units shall be requested to submit a list of members who are qualified and willing to serve in elective offices.
- B. Candidates for any elective office shall meet established qualifications and shall complete a WNA resume/consent form.
- C. Members shall be considered eligible for only one office in WNA at any one time.
- D. A member who meets the established qualifications for any elective office may declare as a candidate by writing to the WNA office.
- E. The slate of candidates shall be sent to the membership at least thirty (30) days prior to the Annual Business meeting.
- F. The committee will strive to have at least two nominees for each position to be filled and placed on the ballot
- G. Nominees must sign "Consent to Serve" forms.

SECTION 2: ELECTIONS

- A. Elections shall be by secret ballot. A mail ballot is permissible.

- B. The ballots shall clearly state that candidates for President and President-Elect are concurrently running as representatives to the ANA Membership Assembly. Furthermore, Vice-President, Treasurer, and Secretary, are concurrently running as First Alternate, Second Alternate, and Third Alternate representatives to the ANA Membership Assembly, respectively. This representation is for two year terms each or until a successor is elected.
- C. All WNA/ANA members in good standing are eligible to vote.
- D. Members may vote for a member whose name does not appear on the ballot by writing in the name of the member if the member is qualified and has consented to serve if elected.
- E. A plurality vote shall constitute an election. In a tie, the choice shall be by lot.
- F. The terms of office shall begin at the adjournment of the WNA Annual Meeting.
- G. All ballots and credentials shall be preserved for sixty (60) days after the adjournment of the WNA Annual Meeting.

SECTION 3: CHALLENGE

Any challenge to the election shall be filed with the office of WNA not more than thirty (30) days after the adjournment of the WNA Annual Meeting.

SECTION 4: REMOVAL OF ELECTED OFFICERS

- A. Any officer elected by WNA may be removed whenever such action is deemed to be in the best interest of the Association, or for just cause. Removal of an elected officer requires a majority vote of WNA membership.
- B. Removal of an elected officer shall be handled as a vacancy and the provisions covering vacancies elsewhere in these Bylaws shall apply.

ARTICLE IX: RELATIONSHIP WITH THE AMERICAN NURSES ASSOCIATION

SECTION 1: MEMBERSHIP

WNA is a constituent member of the American Nurses Association. WNA shall pay dues to ANA in accordance with the policies adopted by the ANA Membership Assembly

SECTION 2: REPRESENTATION

- A. Membership Assembly: WNA is entitled to representation at regular and special meetings of the ANA Membership Assembly in accordance with ANA Bylaws and policy.
 - a. The WNA President and President-Elect shall serve as permanent ANA Membership Assembly Delegates. The WNA President-Elect shall be elected as President-Elect and ANA Membership Assembly Delegate. When the President-Elect becomes President, election as an ANA Membership Assembly delegate must occur.

- b. The Vice-President, Treasurer, Secretary, and Executive Director will serve as first, second, third, and fourth Membership Assembly Delegate Alternates respectively.
- c. Vacancies shall be filled only by elected alternates.

ARTICLE X: AMENDMENTS

SECTION 1: AMENDMENTS WITH NOTICE

- A. The Bylaws Committee chairperson shall receive proposed amendments to these Bylaws at least ninety (90) days prior to the WNA Annual Meeting.
- B. Amendments proposed by the Bylaws Committee for action by membership shall be submitted to the WNA office sixty (60) days prior to the WNA Annual Membership Meeting and shall be appended to the Annual Meeting notice.
- C. These Bylaws may be amended with prior notice at an annual or special meeting of the WNA by a secret ballot and a two-thirds (2/3) vote of the membership voting.

SECTION 2: AMENDMENTS WITHOUT NOTICE

- A. These Bylaws may be amended without prior notice at an annual or special meeting of the WNA by a secret ballot and a seventy-five (75%) percent of the membership present and voting.
- B. These Bylaws may be amended by the Board of Directors in the event such amendments are required for conformity with the ANA requirements, by two-thirds (2/3) vote of the Governing Body present and voting.

ARTICLE XI: WYOMING NURSE

The ***Wyoming Nurse*** shall be the official publication of WNA and shall be published and provided to each member of WNA according to WNA policies.

ARTICLE XII: PARLIAMENTARY AUTHORITY

The most recent edition of ***Roberts Rules of Order*** governs this association in all parliamentary situations that are not provided for in the law or in the charter, Bylaws, or adopted rules of WNA.