

WISCONSIN ASSOCIATION OF SCHOOL NURSES, INC.

Federal income tax exempt, **Non-stock** State of Wisconsin Corporation

BYLAWS

Revised April 2009

Article I- Name

The name of the corporation shall be the
Wisconsin Association of School Nurses, Inc.

(WASN)

(Hereafter known as the Corporation).

Article II – Mission and Goals

Section 1. ***Mission: To strengthen and support professional school nurses as leaders in building healthy school communities to promote a successful learning environment.***

Section 2. ***Goals:***

- To operate as an educational organization on a nonprofit basis.
- To promote and advance the quality of school health services and health education throughout the state.
- To promote high standards of preparation and practice in the specialized field of school nursing in order to improve the health of youth and personnel in the school setting.
- To study, recommend and/or support legislation pertinent to school health.

Article III – Affiliations

Section 1. The corporation is an affiliate of the National Association of School Nurses, Inc.

Section 2. The corporation is an affiliate of the Wisconsin Nursing Coalition.

Article IV – Membership

Section 1. Any person meeting the qualifications set out herein shall be eligible to become a member upon submitting an application and dues NASN/WASN.

Membership categories are set forth below.

Section 2. Membership Categories and Rights.

A. There shall be three categories of membership:

B. Active Membership: available to any employed professional registered nurse currently licensed by the Wisconsin Board of Nursing.

-Active members exercise full membership privileges such as voting and holding office.

C. Retired Membership is available to any nurse who is a member of WASN, upon retirement.

- Members in this classification shall enjoy the privileges of membership in the Corporation except that of being a candidate for an elective office.

D. Student Membership:

1. Shall be available to a student of a school of baccalaureate nursing, not currently employed as a school nurse on a full or part-time basis.

2. Will require validation of full time student status.

- Members in this classification shall enjoy privileges of the Corporation except holding elective office or voting.

Section 3. Individuals or organizations that are not members of WASN may subscribe to WASN NOTES for a fee. No membership privileges shall be granted.

Article V

Fiscal and Membership Year, Dues

Section 1. Fiscal Year. The fiscal year of the Corporation shall be from July 1 to June 30.

- Section 2. Membership Year. The membership year of the Corporation shall be from calendar month to calendar month.
- Section 3. Dues:
The annual dues for all categories of membership shall be established by the Board of Directors, as necessary to meet the financial needs of the Corporation, and subject to approval by members at the annual spring meeting.

Article VI – Operations Manual

The Manual shall identify the duties and responsibilities of Officers, the Board of Directors and committee members and define the policies of the organization. The Board of Directors will approve revisions of the Operations Manual. The most recent revisions of the manual shall be distributed to all persons expected to carry out its identified functions.

Article VII – Officers and Other Elected Positions

- Section 1. Composition. The elected officers of the Corporation shall be president, president-elect, secretary, and treasurer, NASN representative.
- Section 2. Eligibility. Only active members of the Corporation shall be entitled to hold office. Officers shall be elected by the membership of the Corporation.
- Section 3. Term of Office. The term of office shall be two years (2) for president, president-elect, secretary and Treasurer. The president-elect will succeed to the office of the president at the end of the president's two year term. The secretary and treasurer shall be eligible to serve two (2) consecutive terms in the same office.
- Section 4. Vacancy.
A. A vacancy in office of president shall be filled by the president-elect for the remainder of the unexpired term of the president and the term of office as president to which s/he was elected. An election for president will be held at the next election if a vacancy in the office of president-elect has been filled by appointment.
B. A vacancy in the office of president-elect shall be filled by appointment of the Board of Directors. The successor shall be elected by a vote of the membership at the time of the next elections.
C. A vacancy in the office of secretary or treasurer shall be filled by appointment of the Board of Directors. The successor shall be elected by a vote of the membership at the time of the next elections.
- Section 5. **Duties:** All elected officers shall assume the duties of their elected office on July 1 of the year elected. The officers shall perform the duties prescribed by these bylaws and by the governing authority adopted by the Corporation.

The Executive Committee:

All elected officers shall:

- Comprise the Executive Committee
- Exercise the powers of the Board of Directors when the Board of Directors is not in session. All business conducted under this authority shall be reported back to the Board of Directors by the secretary.

A. The President shall:

- Preside at all meetings of the Corporation.
- Perform such other duties as may be prescribed in these bylaws or assigned either by the Corporation or the Executive Committee.
- Coordinate the work of the officers and committees so that the objective and policies of this Corporation are maintained and promoted.

B. The President-elect shall:

- Assist the President and shall perform the duties of the President if that officer is either absent or unable to serve.
- Perform all other duties delegate to that office.
- Spring Conference Chairperson
- Strategic Plan Chairperson
- SNOY and SNAY Committee Chairperson

C. The Secretary shall:

- Keep a record of the minutes of all meetings of the Corporation and the Board of Directors and/or the Executive Committee.
- Perform all other duties delegated to that office.

D. The Treasurer shall:

- Receive all monies of the Corporation, and keep an accurate record of all receipts and expenditures.
- Disperse monies approved by the Corporation.
- Present a financial statement at each Board of Directors meeting.
- Present annual financial report to the membership at its annual spring meeting.
- Perform all other duties delegated to that office.

Other Elected Positions:

- E. The National Association of School Nurses Representative shall:
- Serve as liaison between the Board of Directors and the National Association of School Nurses.
 - Submit a report to the Board of Directors at each meeting.
- F. The Membership Chairperson shall:
- Maintain a current membership list.
 - Send out WASN “Welcome Packets” to new members.
 - Present a written report to the Board of Directors at each meeting.
 - Perform all other duties delegated to that office.

Section 6. Removal. Any officer or agent appointed or elected shall be removed from office by two-thirds (2/3) vote of the membership whenever in their sole judgment, the best interests of the Corporation will be served thereby, or if other sufficient cause exists for removal. The officer or agent will have the right of appeal before the Board of Directors.

Article IX – Board of Directors

- Section 1. Composition. The Board of Directors shall consist of:
- The officers of the Corporation
 - The Membership Chairperson
 - NASN representative
 - One member, titled District Director, or two members titled Co-District Directors, or their designee(s), from each of the six districts.
- Section 2. Eligibility. The Board of Directors shall be active members of the Corporation.
- Section 3. Terms of Office. The term of office shall be two (2) years for the Board of Directors except the NASN Representative (serves according to NASN bylaws).
- Section 4. Vacancy.
- Officers. Article VII, Section 4
 - District Director. Each district shall be empowered to appoint a member to fill the unexpired term.
 - The Membership Chairperson and The National Association of School Nurses (NASN) Representative shall be filled by appointment of the Board of Directors. The Successor shall be elected by a vote of the membership at the time of the next election.
- Section 5. Duties. The Board of Directors shall assume the duties of their elected office on July 1 of the year elected. The Board of Directors shall:
- Implement the Strategic Plan adopted at official meetings and determine policy between official meetings of this Corporation.
 - Establish dues for all classifications of membership.
 - Authorize all financial matters of the Corporation.
 - Direct the officers of this Corporation in the performance of their duties.
 - Manage the business and affairs of the Corporation.
 - Make all necessary rules and regulations, not inconsistent with the law or with these bylaws, for the management of business and guidance of the Corporation, its officers and designated agents of the Corporation.
 - Transact all necessary business during the intervals between regular meetings.
- Section 8. Duties. The District Director shall serve as liaison between the Board of Directors and District Members.
- Section 9. Ex-officio Members. Ex-Officio Members are members who serve by virtue of their office, committee chairpersonship or allied associations.
- Section 10. Removal. In accordance with Article VII, Section 6.

Article VIII – Meetings and Rules

- Section 1. Annual Meeting. The Corporation shall hold an annual business meeting each year in conjunction with the Spring Conference of the Corporation to:
- A. Announce newly elected Board of Director members.
 - B. Hear reports of progress of the past year.
 - C. Amend bylaws (even years or by special request).
 - D. Do other business as may properly come before it.
- Section 2. Board of Directors Meetings. The Board of Directors shall meet four (4) times in a calendar year.
- Section 3. The President of the Corporation shall give written notice of regular meeting to the members at their last known address at least fourteen (14) days in advance of such meetings.
- Section 4. Special meetings. Special meetings shall give written notice of regular meeting of the general membership, the Board of Directors, or the Executive Committee shall be called by the President as deemed necessary.
- Section 5. The President of the Corporation shall upon written request of five (5) members or upon the President's decision, call special meetings upon giving five (5) days notice to the members specifying the purpose of the meeting.
- Section 6. Governing Authority. Robert's Rules of Order, Newly Revised, shall be the governing authority in all cases to which they are applicable and in which they are not inconsistent with these bylaws.
- Section 7. Quorum. Forty (40) percent of the qualified voters registered and present shall constitute a quorum.
- Section 8. Voting. Decisions shall be made by majority vote. Each Active Member, as defined in Article IV, Section 3., must have membership dues current in order to vote at any meeting. Each Active Member is permitted a single vote. No member shall be allowed to vote by proxy. Non-members, if admitted, may have a voice but no vote.
- Section 9. The Corporation shall reserve the right to a mail ballot.

Article IX – District Organization

- Section 1. Composition. District Organization. The State of Wisconsin is divided into six (6) districts. Each district contains two (2) Cooperative Educational Service Agencies (CESA). Schools within ~~these~~ *their* designated CESA belong to the corresponding WASN District. The Corporation districts are as follows.
- | | | |
|-----------------|------|-------|
| WASN District 1 | CESA | 10&11 |
| WASN District 2 | CESA | 9&12 |
| WASN District 3 | CESA | 7&8 |
| WASN District 4 | CESA | 3&4 |
| WASN District 5 | CESA | 5&6 |
| WASN District 6 | CESA | 1&2 |
- Section 2. District Director. Each District's activities will be under the direction of a District Director/Co-Directors selected according to Article XII.

Article X – Committees

- Section 1. Committees shall be appointed by the Board of Directors. The duties of all committees shall be under the auspices of the Board of Directors.
- Section 2. The Nominating Committee shall consist of the District Directors. A member of the Executive Committee shall not be a member of the Nominating Committee. A Nomination's Chairperson will be appointed by the Board of Directors.

Article XI – Elections

- Section 1. Elections. A plurality of votes of those voting in any election shall constitute an election.
- Section 2. Eligibility. Only Active Members of the Corporation shall be eligible to be elected to office or open position.
- Section 3. Positions open for election.
- A. A new President-elect shall be elected every two (2) years.
 - B. The President-elect shall automatically succeed the President.
 - C. The President-elect and Treasurer shall be elected in even numbered years.
 - D. The Secretary and Membership Chair shall be elected in odd numbered years.
 - E. The NASN Representative shall be elected by the membership in accordance with NASN bylaws.

- F. District Directors from one (1), two (2), and three (3) shall be selected by their respective Districts in even numbered years.
- G. District directors from four (4), five (5), and six (6) shall be selected by their respective Districts in odd numbered years.

Article XII – Miscellaneous

Section 1. These Bylaws shall be reviewed by Ad Hoc Bylaws Committee in the odd numbered years for consideration of any amendments to be adopted in the even numbered years. These Bylaws and the Articles of Incorporation may be amended at any regular or special meeting of the organization by a two-thirds (2/3) vote of the members present. Notice of the proposed amendment(s) must be presented in writing to the entire membership at least thirty days (30) prior to the meeting at which it is to be considered. A copy of the complete bylaws with proposed amendment(s) shall be distributed and shall be acted on at the regular or special meeting.

Approved: Board of Directors January 20, 2006

Membership

April 25, 2006