



WNA Membership to Consider Proposed Changes to the WNA Bylaws

The WNA Bylaw Committee received two requests for Bylaw changes from the WNA Board of Directors and the WNA Nominations Committee. These proposals were reviewed and approved by the Bylaws Committee to forward to the WNA membership for consideration. The WNA members will have the opportunity to vote on the proposed changes at the Saturday October 26, 2018 WNA Annual Meeting. There are two sections of the bylaws that are to be amended. The first is the addition of a new Article, Organizational Affiliates and the second is in Article XI – Nominations and Elections which describes how vacancies on the Nominations Committee are to be filled.

The matrix below provides the current WNA Bylaw Article, the proposed language and the rationale.

Current WNA Bylaw	Proposed language	Rationale
ARTICLE II - MEMBERSHIP AND DUES ARTICLE III - MEETINGS OF THE MEMBERSHIP	<p>Insert a new ARTICLE III – ORGANIZATIONAL AFFILIATES</p> <p><u>Section 1.</u> An organizational affiliate of WNA is an association that:</p> <p>A. Is a nursing or health related organization that has a mission and purpose harmonious with WNA, has a governing body composed of a majority of registered nurses, and who meets criteria established by the WNA Board of Directors;</p> <p>B. Has been granted organizational affiliate status by the WNA Board of Directors; and</p> <p>C. Has paid an annual organizational affiliation fee to WNA.</p> <p><u>Section 2.</u> Rights</p> <p>A. Each organizational affiliate shall be entitled to:</p> <p>1. One representative vote on WNA Annual Membership Meeting action items providing:</p> <p>a. Representative is a Registered Nurse</p> <p>b. Votes on non-governance related items.</p> <p>c. This does not prohibit voting on governance</p>	<p>Adds a new article to the WNA Bylaws that provides a different type of membership within WNA.</p> <p>The benefits for having an Organizational Affiliate structure as part of WNA is as follows:</p> <p>WNA and like-minded nursing associations will have an opportunity to identify emerging trends and issues that impact nursing practice, education, workforce, policy, leadership and patient access to quality nursing care.</p> <p>Provide a collective, unified</p>

	<p style="text-align: center;">related items if the representative is a WNA member.</p> <p>2. Submit Annual Report or make reports or presentations to the WNA Annual Membership Meeting within its area of expertise; and</p> <p>3. Submit the names of representatives qualified for appointment to ad hoc groups, task forces, and committees</p> <p><u>Section 3. Responsibilities</u> Each organizational affiliate shall maintain a mission and purpose harmonious with the purposes and functions of WNA.</p> <p><u>Section 4. Disqualification</u> Any organizational affiliate which fails to maintain qualifications stated in Section 1. or who fails to support the WNA mission and policies may be disqualified by a two-thirds vote of the Board of Directors. Due notice must be given to the affiliate and its members at least three months before the vote is taken. The organizational affiliate shall have the opportunity for a hearing with the WNA Board within said three-month period.</p> <p><u>Section 5. Reinstatement</u> Any organizational affiliate which has been disqualified may be reinstated by a two-thirds vote of the WNA Board.</p>	<p>and pro-active voice in responding to emerging trends.</p> <p>Provide another revenue stream to support WNA goals.</p> <p>Provide for greater numbers of WNA members.</p> <p>Provides greater visibility of WNA’s mission, goals, activities and work products.</p>
<p>ARTICLE III - MEETINGS OF THE MEMBERSHIP</p> <p>ARTICLE IV – OFFICERS</p> <p>ARTICLE V - BOARD OF DIRECTORS</p>	<p>Reorder all of the following articles to reflect the addition of a new ARTICLE III.</p> <p>ARTICLE IV - MEETINGS OF THE MEMBERSHIP</p> <p>ARTICLE V – OFFICERS</p> <p>ARTICLE VI - BOARD OF DIRECTORS</p>	<p>A new Article “Organizational Affiliates” has been inserted after Article II.</p> <p>There must be instructions in the proposed language that the current language in the</p>

<p>ARTICLE VI - EXECUTIVE COMMITTEE ARTICLE VII - CHIEF EXECUTIVE ARTICLE VIII – COORDINATING CABINET ARTICLE IX – COUNCILS ARTICLE X - STANDING COMMITTEES of the Board ARTICLE XI - NOMINATIONS AND ELECTIONS ARTICLE XII – MUTUAL INTEREST GROUPS (MIG) ARTICLE XIII – RAPID RESPONSE UNIT ARTICLE XIV - PARLIAMENTARY AUTHORITY ARTICLE XV- AMENDMENTS</p>	<p>ARTICLE VII - EXECUTIVE COMMITTEE ARTICLE VIII - CHIEF EXECUTIVE ARTICLE IX – COORDINATING CABINET ARTICLE X – COUNCILS ARTICLE XI- STANDING COMMITTEES of the BOARD</p> <p>ARTICLE XII - NOMINATIONS AND ELECTIONS</p> <p>ARTICLE XIII – MUTUAL INTEREST GROUPS (MIG)</p> <p>ARTICLE XIV – RAPID RESPONSE UNIT ARTICLE XV - PARLIAMENTARY AUTHORITY</p> <p>ARTICLE XVI- AMENDMENTS</p>	<p>Bylaws remains, but the Articles need to be renumbered.</p> <p>There is language contained in some of the Articles that refer to a specific article and/or section. The reference to these sections needs to be edited to make sure the correct citation is accurate.</p> <p>For example: In the Nominations and Elections Section 5 A. refer to <u>Article IV</u>, Section 3.A.2. This will need to be changed to <u>Article V</u>, Section 3.A.s.</p>
<p>Current</p>	<p>Proposed</p>	<p>Rationale</p>
<p><u>ARTICLE XI - NOMINATIONS AND ELECTIONS</u> <u>Section 1.</u> The WNA Nominating Committee provides nominees for Officers, Board of Directors, Councils and Committees for whom the member can elect. Section 2. The Nominating Committee is composed of six members all of whom have been elected by the members. Section 3. Meetings can take place in-person or electronically. <u>Section.4.</u> Nominations</p>	<p><u>ARTICLE XI - NOMINATIONS AND ELECTIONS</u> <u>Section 1.</u> The WNA Nominating Committee provides nominees for Officers, Board of Directors, Councils and Committees for whom the member can elect. Section 2. The Nominating Committee is composed of six members all of whom have been elected by the members. Section 3. Meetings can take place in-person or electronically. <u>Section.4.</u> Nominations A. In even numbered years the Nominating Committee shall present a slate of candidates for Vice President, Secretary, three (3) Directors one of whom is a Staff Nurse, 3 members of each Council, and 3 Nominating Committee Members, B. In odd numbered years the Nominating Committee shall</p>	<p>The WNA Nominations Committee is viewed as a Committee of the Membership. All other Committees are viewed as Committees of the Board of Directors. The WNA Board of Directors has the authority to fill vacancies on Committees of the Board.</p> <p>It was identified by the Nominations Committee that the filling of vacancies on the Nominations</p>

<p>A. In even numbered years the Nominating Committee shall present a slate of candidates for Vice President, Secretary, three (3) Directors one of whom is a Staff Nurse, 3 members of each Council, and 3 Nominating Committee Members,</p> <p>B. In odd numbered years the Nominating Committee shall present a slate of candidates for President (and ANA Membership Assembly Representative as President), Treasurer, two (2) Directors one of whom is an Advanced Practice Registered Nurse, three (3) members of each Council, three (3) Nominating Committee Members; and WNA representatives and alternates to the ANA Membership Assembly the number of whom will be based on the ANA Membership Assembly Apportionment Policy. Membership Assembly representatives shall be elected for a two-year term or until a successor is elected.</p> <p>C. Ballots shall be constructed to provide for write-in candidates.</p> <p>D. The ballot shall indicate that the President is concurrently a candidate for ANA Membership Assembly, to serve a 2-year term concurrent with serving as</p>	<p>present a slate of candidates for President (and ANA Membership Assembly Representative as President), Treasurer, two (2) Directors one of whom is an Advanced Practice Registered Nurse, three (3) members of each Council, three (3) Nominating Committee Members; and WNA representatives and alternates to the ANA Membership Assembly the number of whom will be based on the ANA Membership Assembly Apportionment Policy. Membership Assembly representatives shall be elected for a two-year term or until a successor is elected.</p> <p>C. Ballots shall be constructed to provide for write-in candidates.</p> <p>D. The ballot shall indicate that the President is concurrently a candidate for ANA Membership Assembly, to serve a 2-year term concurrent with serving as WNA President.</p> <p><u>Section 5. Vacancies</u></p> <p>1. Nominating Committee Vacancies shall be filled using the list of candidates who were listed on the ballot for a Nominating Committee position but not elected. The candidate with highest number of votes after the first three elected committee members will fill the position.</p> <p>2. The Nominating Committee may appoint a member to fill the vacant position if the Committee is unable to fill the position using the above procedure</p> <p><u>Section 6. 5- Elections</u></p> <p>A. Elections shall be held no more than 90 days and not less than 30 days prior to the annual meeting of the WNA membership, or as addressed in Article IV, Section 3 A.2.</p> <p>B. All voting shall be by secret mail ballot or electronic means. A plurality vote elects. In the case of a tie, lot shall decide</p>	<p>Committee should not be within the preview of the WNA Board but rather remain with the Nominations Committee.</p> <p>The proposed Bylaws clarify how vacancies on the Nominations Committee are to be filled.</p>
--	---	--

<p>WNA President.</p> <p><u>Section 5. Elections</u></p> <p>A. Elections shall be held no more than 90 days and not less than 30 days prior to the annual meeting of the WNA membership, or as addressed in Article IV, Section 3 A.2.</p> <p>B. All voting shall be by secret mail ballot or electronic means. A plurality vote elects. In the case of a tie, lot shall decide the election.</p>	<p>the election.</p>	
---	----------------------	--

For more information or if you have questions for the Bylaws Committee please contact WNA Communications and Membership Director, Allison Champion, allison@wisconisnurses.org

Members of the Bylaw Committee are as follows:

Marie Garwood, Chair
 Lea Acord
 Pat Borgman