

APNA Wisconsin Chapter Governance Policies (Formerly Bylaws)

The name of the chapter will be the American Psychiatric Nurses Association; Wisconsin Chapter (abbreviated APNA-WI Chapter).

Chapter Goals

The Wisconsin Chapter of the American Psychiatric Nurses Association seeks to engage in statewide initiatives to promote mental health; recovery from mental illness; and the reduction of stigma associated with mental illness.

We work to support the mission of the American Psychiatric Nurses Association through networking, continuing education and political awareness, while recognizing and encouraging the diversity of the Wisconsin Chapter membership.

Chapter Membership

Any APNA member who resides in Wisconsin is automatically a member of the Wisconsin Chapter. At present, there are no chapter dues. If you are interested in joining or renewing your APNA membership, please visit the [membership_page](#)

Article I. Purposes

The purposes of the chapter are to:

- A. Provide a mechanism to fulfill the purposes of APNA membership in WI. APNA-WI provides leadership to promote psychiatric-mental health nursing, improve mental health care for culturally diverse individuals, families, groups, and communities, and shape health policy for the delivery of mental health services
- B. Provide a vehicle/forum/mechanism for networking and peer support among psychiatric nurses in WI.
- C. Support professional development and education for members.
- D. Collaborate and advocate with groups to influence public and health care policy for the provision of mental health services.
- E. Encourage the generation and dissemination of psychiatric nursing research.

Article II. Rules

- A. No part of the net earnings of the WI Chapter shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the WI Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the WI Chapter shall be carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on the behalf of any candidate for public office.

APNA Wisconsin Chapter Governance Policies (Formerly Bylaws)

- B. Upon the dissolution of the WI Chapter, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the WI Chapter, dispose of the assets of the WI Chapter to the American Psychiatric Nurses Association.
- C. The WI Chapter shall not adopt any policy or practice which would result in the discrimination of any person.

Article III. - Membership

Section 1. Members

- A. Members in good standing shall be those individuals who are registered nurses, are current in their APNA national dues payment, reside in WI, and abide by the Bylaws of the national Association and the WI Chapter.
- B. Members in good standing may vote, serve on committees, and seek election to the Board.

Section 2. Voting Rights

Each member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 3. Resignation

Any member may resign from the APNA WI Chapter by submitting a letter of resignation to the WI Chapter President or simply by discontinuing payment of national dues.

Section 4. Reinstatement

Any former member whose APNA dues are current and who meets the requirements necessary to be a member in good standing of APNA and the WI Chapter may rejoin the WI Chapter by informing the WI Chapter President.

Article IV Meeting of Members

Section 1. Annual Meeting

An annual meeting of the members shall be held each year at a time and place (or conference call) selected by the Board of Directors for the purpose of installing officers, receiving reports of the Board of Directors and Committees, and transacting other business as may come before the meeting.

Section 2. Regular Meetings

Periodic regular meetings of the WI Chapter may be held, and will be determined by the Board of Directors.

Section 3. Special Meeting

A special meeting of the members may be called either by the President or a majority of the Board of Directors, or by not less than one-half of the members having voting rights. One-month advance notice by mail must be given to the membership.

APNA Wisconsin Chapter Governance Policies (Formerly Bylaws)

Section 4. Place of Meeting

The Board may designate any appropriate place as the place of the meeting for any annual, regular or special meeting.

Section 5. Notice of Meetings

Written or printed notice stating the place, day, and hour of any meeting of members shall be delivered by email notification to each member entitled to vote, not less than 14 no more than 90 days before the date of such meeting.

Section 6. Quorum

The members present shall constitute a quorum.

Article V -- Officers, Elections and Terms of Office

Section 1. Officers

- a. Composition Officers of the WI Chapter shall include the President, Immediate Past-President, Secretary, Treasurer, and three Members-at-Large.
- b. President. The President shall be the principal executive officer of the WI Chapter and shall in general supervise and control all of the affairs of the WI Chapter. He or she shall preside at all meetings of the Board of Directors and shall be the Chairperson of the Board. The President may sign, with the Secretary or any other proper officer of the WI Chapter authorized by the Board of Directors, any contracts which the Board of Directors has authorized to be executed. In addition, the President shall prepare and submit to APNA Headquarters an Annual Report of the WI Chapter as prescribed by APNA Bylaws. The President also shall perform all duties as may be prescribed by the Board of Directors from time to time.
- c. Immediate Past President. The primary responsibility of the Immediate Past President shall be to serve as a senior advisor and counselor to the President and Board of Directors. In addition, the Immediate Past President shall serve as chair of the Nominating Committee, whose responsibilities include: sending out the annual Call-for- Nominations letter to WI Chapter members, organizing a slate of candidates for the election of officers, and preparing election materials such as ballots and candidates' statements.
- e. Secretary. The Secretary shall keep the minutes of the meetings of the Board of Directors; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the WI Chapter records; in general perform all duties incident to the office of Secretary; and shall perform all duties as may be prescribed by the Board of Directors from time to time.
- f. Treasurer. The Treasurer shall have charge and custody of and be responsible for all financial matters of the WI Chapter including: receiving and giving receipts for moneys due and payable to the WI Chapter from any sources whatsoever; depositing all such moneys in the name of the WI Chapter in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the Bylaws; and preparing an annual Income-

APNA Wisconsin Chapter Governance Policies (Formerly Bylaws)

and-Expense . Statement for the fiscal year, as required for the President's Annual Report to APNA Headquarters. Specific duties shall include but not be limited to:

1. Advertising. Receive communication from advertisers that is forwarded from the WI Chapter website, as well as from returning customers. Contact advertiser re: fees, ad copy, etc. Send ad copy to webmaster. Prepare and send invoice, confirmation copies of listserv ad and web ad to advertiser once ad is posted on listserv and website. Maintain spreadsheet of advertiser addresses and payments. Maintain electronic copies of invoices; mark when paid. Send monthly reminder e-mails to advertisers until paid.
2. Banking. Deposit any accounts receivable checks. Record all deposits and checks in Excel. Reconcile checking account monthly. Store banking records electronically.
3. State Conference. Prepare Conference Budget for Chair(s). Check e-mail daily for registration fees that come in through PayPal. Transfer fees electronically from PayPal to Chapter bank account. Pay conference expenses – lunch, snacks, syllabus photocopying if needed. Pay for Board of Directors' dinner. Reimburse President and President-elect for expenses – prepare and send reimbursement letter and check; store receipts electronically. Prepare Conference financial report for Board.
4. Area Rep Reimbursement – Roundtables. Reimburse Area Reps for expenses – prepare and send reimbursement letters and checks; store receipts electronically.
5. The Treasurer shall perform all duties incident to the office of Treasurer and other duties as from time to time may be assigned by the Board of Directors

Section 2. Election and Terms of Office

a. Terms of Office.

1. Members of the Board of Directors may only serve two consecutive terms to the same office. All officers except the President, President Elect, and Immediate Past-President shall hold office for a two-year term. The President, President Elect, and Immediate Past-President shall hold office for one year.
2. The term of office shall begin at the close of the annual meeting in the year of the election.
3. Only one office may be held by the same person at any one time, except that any Board Member may serve in an additional office on an "acting" basis for the purpose of filling a temporary vacancy.
4. If a vacancy arises on the Board, the remaining Board Members may choose from among themselves an officer to fill the vacancy on a temporary "acting" basis in order to carry

APNA Wisconsin Chapter Governance Policies (Formerly Bylaws)

on the work of that position until such time as the Board is able to appoint a permanent replacement or the position gets filled by the annual WI Chapter Election.

b. Election to Office

1. An annual election of officers for the WI Chapter shall be held each year according to a schedule that ensures that newly elected officers can be installed at the fall Chapter meeting. This meeting may be held at any reasonable location chosen by the Board, but the preferred venue shall be the special session for state chapters at the Annual APNA National Conference.
2. All officers shall be elected by ballot. Electronic balloting shall be the preferred method of balloting; however a mail ballot shall be made available for any member who requests it.
 - a) Ballots shall be sent to members on or about 60 days prior to the fall Chapter Meeting. The Board shall allow 30 days for return of the ballots, and specify this date in the ballot instructions.
 - b) The Board's designated election officials shall tally all ballots and shall report the election results to the President and other Board members at least 3 days prior to the fall Chapter meeting.
 - c) Removal from Office.
Any officer may be removed by the Board of Directors whenever, in its judgment, the best interests of the Chapter would be served thereby.

Section 3. Vacancies

A vacancy in any office may be filled by the Board of Directors for the unexpired portion of the term, except for a vacancy in the office of Immediate Past-President, which shall remain vacant until the next scheduled election. Any member filling an unexpired term for more than one-half the term shall be considered to have served one term.

Section 4. Board of Directors

- a. The elected officers of the APNA, WI Chapter are the Board of Directors.
- b. Board Meetings. A regular meeting of the Board of Directors shall be held at the same time as the Annual Meeting. During the year, there shall be at least one other regular meeting of the Board, which may be scheduled at the time of a Chapter meeting part of the regular Board. Meetings shall be open to the membership.
- c. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Article VI -- Committees

APNA Wisconsin Chapter Governance Policies (Formerly Bylaws)

Section 1. Compensation.

Directors shall not receive any salaries for their services.

Section 2. Standing and Ad Hoc Committees

The Chapter shall have both standing and ad hoc committees. Standing committees shall be those which form part of the permanent organizational structure of the Chapter. Ad hoc committees shall be those which may be formed to serve a temporary purpose, after which they may be dissolved.

Article VII -- Contracts, Checks, Deposits and Funds

Section 1. Contracts

The Board of Directors may authorize any Chapter Board Member to enter into any contract, with the approval of the membership, or execute and deliver any instrument in the name of and on behalf of the Chapter. Such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, etc.

All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Chapter shall be signed by the Treasurer of the Chapter. In the absence of the Treasurer, the Board of Directors shall appoint a Board Member to carry out this duty.

Section 3. Deposits

All funds of the Chapter shall be deposited in a timely fashion to the credit of the Chapter in such banks, trust companies, or other depositories as the Board of Directors may select.

Section 4. Gifts

The Board of Directors may accept on behalf of the Chapter any contribution, gift, or bequest, or device for the general purpose of or for any special purpose of the Chapter.

Section 5. Dues

The Board of Directors may determine the amount of dues.

Section 6. Restriction on Use of Chapter Funds

Restriction on Use of Chapter Funds Chapter funds shall not be used to reimburse Board members' expenses nor any other member's expenses of attending any conference or continuing education program, including APNA- sponsored conferences and the Chapter's own continuing education programs, unless the chapter as whole benefits from the member or members attendance at the conference or educational program. Such funds may be used only upon approval by majority of the chapter board.

Section 7. Business Travel on Behalf of Board Members

All business travel by Board members on behalf of APNA WI Chapter must be pre- authorized by the President. In the President's absence, travel may be authorized by the President Elect. Travel funds may be authorized by the Treasurer in the absence of the President and President Elect.

APNA Wisconsin Chapter Governance Policies (Formerly Bylaws)

Article VIII -- Books and Records

The WI Chapter shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors, statewide and regional meetings.

Article IX -- Fiscal Year

The fiscal year of the WI Chapter shall be the same as that of the national Association, so long as the Chapter chooses to maintain its non-profit status under the umbrella of the Association's group tax exemption with the IRS. In this way, the Chapter's Annual Report to APNA Headquarters (including Financial Report) will be synchronized with APNA's tax reporting schedule.

Article X -- Amendments to Bylaws

WI Chapter Bylaws may be amended by mail-in ballot only, supervised and counted by at least two Board members or two other members duly appointed by the Board. The Ballots must be mailed sent to members at least 30 days before the deadline for casting votes and the deadline date must be clearly specified on the ballot. To be counted, the completed ballot must be postmarked received not later than the specified deadline.

Article XI -- Privacy of Member Information

The Chapter in general and Board of Directors in particular shall take reasonable steps to protect the privacy of member information such as: home address, E-mail address, and phone and FAX numbers.

Section 1. Mailing Lists

The Chapter shall not sell mailing lists of members to outside organizations. However, the Board may provide mailing labels with member's names and addresses to allied organizations to help publicize programs the Board feels would be of interest to members.

Section 2. E-mail Addresses

The Chapter shall not sell members' E-mail addresses to outside organizations, nor publish any member's E-mail address without that member's express permission.

Section 3. Phone & FAX Numbers

The Chapter shall not sell members' phone or FAX numbers to outside organizations, nor publish any member's phone or FAX number without that member's express permission.

Approved for revision on 3/30/14