



**WASHINGTON STATE SOCIETY OF  
DIRECTORS OF VOLUNTEER SERVICES**  
IN HEALTH CARE INSTITUTIONS

**BY-LAWS**

**ARTICLE I – Name**

The name of this organization is the Washington State Society of Directors of Volunteer Services (with a byline, 'in Health Care Institutions') hereafter referred to as WSSDVS.

**ARTICLE II – Mission**

The Washington State Society of Directors of Volunteer Services exists to strengthen and enhance the profession and administration of volunteer services within Washington health care organizations.

**ARTICLE III – Relationship with AHVRP**

**Organizational Purpose**

WSSDVS is organized exclusively for charitable and educational purposes as a professionally affiliated group of the Association for Healthcare Volunteer Resource Professionals (AHVRP), formerly known as the American Society of Directors of Volunteer Services of the American Hospital Association (ASDVS). Its business is conducted so that no part of its income and earnings will benefit any member, director, officer, or other individual.

**ARTICLE IV– Membership**

**Section 1 – Eligibility**

Director/Manager/Coordinator/Assistant/Associate/Gift Shop Manager/Supervisor or: Individuals who have substantial, but not primary responsibility for the management of volunteer services, and are recognized by the administration of health care organizations as having primary responsibilities in healthcare volunteer administration. These individuals must be accountable to an administrative staff member of the organization.

Eligibility includes, but is not limited to members titled coordinator, assistant director and/or associate.

Members are entitled to hold office, vote on WSSDVS business, chair and serve on committees.

**Section 2 – Voting**

Each member in good standing of WSSDVS is entitled to one (1) vote in the election of officers and for matters presented to the membership for vote. To preserve the integrity of WSSDVS all voting will be conducted electronically.

### **Section 3 – Transfer and Change of Membership**

WSSDVS membership is personal and not transferable. Membership in WSSDVS can be paid by an individual and is not transferable or refundable. If membership is paid by an institution, it may be transferred to cover a change in staff at that institution, but is not refundable.

### **Section 4 – Suspension and Expulsion**

A. Nonpayment of Dues

Membership is suspended for failure to pay dues by the date specified.

B. Reinstatement Following Nonpayment of Dues

Membership is reinstated upon receipt of the delinquent dues payment and is retroactive to the expiration date.

C. Loss of Eligibility

The membership of any person who no longer meets the eligibility criteria set forth in Article IV, Section 1, is terminated.

D. Resignation

A member may resign by submitting notice of resignation to the WSSDVS President or President-elect.

E. Suspension or Expulsion

Any member may be suspended or expelled for just cause after having an opportunity to meet with the WSSDVS Executive Board. "Just Cause" is defined but not limited to the following interpretation:

1. Malicious intent to undermine the integrity of WSSDVS, the Board or its membership.
2. Purposely, knowingly and willingly misrepresent improper, illegitimate claims and/or unfounded accusations or criticisms against other persons within the organization.
3. Violation of WSSDVS by-laws.
4. Conduct on the part of said member that negatively impacts the interest and welfare of WSSDVS and its mission.
5. Any member suspended or expelled may be reinstated by the affirmative vote of a majority of the members of the Executive Board present and voting.
6. Suspension or expulsion requires a two-thirds vote of the WSSDVS Executive Board.

## **ARTICLE V – Dues and Finances**

### **Section 1 – Rate**

The Executive Board establishes annual dues of WSSDVS. Dues are based on a calendar year and are paid by all members.

### **Section 2 – Ownership of Income**

All WSSDVS funds are the property of WSSDVS. An annual budget is presented to the membership at the Annual Business Meeting. No portion of the dues paid by any member is refundable if the membership is terminated. Any funds or properties that are donated to

further the work of WSSDVS become the property of WSSDVS, and are used for the purpose designated by the donor.

## **ARTICLE VI – Officers**

### **Section 1 – Eligibility**

Only members in good standing are eligible for elective office.

### **Section 2 - Elected officers**

- President
- President-elect
- Vice-President
- Secretary
- Treasurer
- Membership Liaisons
- Gift Shop Representative

### **Section 3 – Election and Term**

Election of officers will be held by April of each calendar year. Officers will be presented at the State Conference and will assume their responsibilities January 1<sup>st</sup> the next calendar year. Terms of office are for one year with the option to continue a second term. Officers are not elected for more than two successive terms in the same office.

### **Section 4 – Vacancies**

The Executive Board will make a temporary appointment from the existing Executive Board to fill any vacant position. If the office of President is vacated, the President-elect immediately becomes the President for the duration of the unexpired term and continues to serve as President for the elected term.

If the office of President-elect is vacated, the Vice-President assumes the President-elect responsibilities.

If the offices of both the President and President-elect are vacated, the Executive Board appoints a President pro tempore from the current board. The President pro tempore serves until the Nominations Committee completes a special election for the President and President-elect.

If the office of the Immediate Past-President is vacated, the previous year's President becomes the Immediate Past-President for the duration of the unexpired term. If that Past-President is not available or eligible, the President will appoint another Past-President to serve the unexpired term.

In the event that the Treasurer, Secretary or Gift Shop Representative is unable to serve, the Executive Board will fill the position with a member for the remainder of the term.

## **Section 5 – Duties**

### **A. President**

The President is the chief WSSDVS officer, serves as chair of the Executive Board, and presides at all WSSDVS executive and membership meetings. The President also serves as ex-officio member of all committees. The president represents WSSDVS publicly in accordance with WSSDVS policies and procedures. The President is responsible for all tax related filings. The President serves as the AHVRP Liaison.

### **B. President-elect**

The President-elect assumes all duties and responsibilities of the president in the absence or incapacity of the president. The President-elect serves as Conference Chairperson and the Bylaws Chairperson. The President-elect succeeds to the President. The President-elect serves on the budget committee

### **C. Vice-President**

The Vice-President serves as Membership Chairperson and succeeds to the President-elect. The Vice-President serves on the budget committee and conference committee. The Vice-President works in collaboration with the Membership Liaisons.

### **D. Secretary**

The Secretary records, transcribes and distributes minutes of all official meetings, conducts correspondence as designated by the President, and has custody during the term of office of all WSSDVS official papers and records.

### **E. Treasurer**

The Treasurer is responsible for receipt and expenditure of all funds of WSSDVS and keeps the books in accordance with sound accounting practices. The Treasurer assists in the preparation of the budget and presents the budget to the Executive Board for approval. The Treasurer presents the approved budget to the membership. The Executive Board must approve all expenditures, other than routine operating expenditures. The Treasurer serves as the Budget Chairperson and serves on the conference committee. The Treasurer is responsible for all audits.

### **F. Membership Liaisons**

Their responsibility is the recruitment of new members, and to encourage and assist with networking among members. One Membership Liaison should serve on the budget committee, the conference committee and the bylaws committee and serve on the nominations committee. All work in collaboration with the Vice President (VP).

Membership Liaisons serve one-year, January 1<sup>st</sup> through December 31<sup>st</sup>, commencing with the elected officers. Membership Liaisons may run for a second term. Membership Liaisons may not exceed two terms.

### **G. Gift Shop Representative**

The Gift Shop Representative is responsible for recruiting and educating members that are involved with the retail activities/gift shops in our member organizations. The Gift Shop Representative is the Auction/Vendor Fair Chairperson and also serves on the conference and nominations committees.

### **H. Immediate Past-President**

The Immediate Past-President serves on the bylaws committee. The Immediate Past-President also serves as the Nominations Chairperson and serves on the conference committee.

## **Section 6 – Election of Officers**

Only members in good standing are eligible to serve on the Executive Board. The election procedure follows these rules:

1. The Nominations Committee is chaired by the Secretary. The Membership Liaisons, Gift Shop Representative and the President serve on the committee.
2. All elections are conducted electronically to maintain oversight and transparency in the process.

## **Section 7 – Forfeiture of and Removal from Office**

Any board member automatically forfeits his/her office if he/she loses eligibility for office or is expelled from membership pursuant to Article IV, Section 4.

Any board member is subject to removal from office pursuant to Article X (Conflict of Interest) or by vote of two-thirds of the Executive Board for failure to fulfill the duties and responsibilities of the office.

## **Section 8 – Board Meetings**

The Executive Board meets not less than four (4) times a year.

## **ARTICLE VII – Membership Meetings**

### **Section 1**

WSSDVS conducts a minimum of one (1) educational/business meeting each year, and is scheduled in conjunction with the Annual Conference.

### **Section 2**

A quorum consists of 50% of membership. If 50% of membership is not present at the annual membership meeting, no voting will take place. Discussion around items needing a vote will be allowed and shared with membership via the minutes. A vote will be scheduled for a later date and will be conducted electronically to allow all members the option to take part.

### **Section 3**

Special statewide meetings may be called at the request of the President and/or the Executive Board.

## **ARTICLE VIII – Committees**

### **Section 1 – Executive Board**

- A. The Executive Board consists of the ten (10) elected officers and the Immediate Past-President.
- B. The Executive Board meets a minimum of four (4) times a year and has the power to conduct the business of this organization between meetings.
- C. At least 60% of the Board members constitute a quorum. A majority of Board members present is required for any business brought before the Board that requires a vote.
- D. Webmaster is an ex-officio member of the Executive board but does not have voting rights.
- E. The President may appoint up to 2 members to serve as ad-hoc representatives on the board. They will not have voting rights and will serve for a calendar year.

### **Section 2 – Board Recruitment Committee**

- A. The Board Recruitment Committee consists of a minimum of seven (7) members. The Secretary chairs this committee. The members include the President, Membership Liaisons (4) and the Gift Shop Representative.
- B. Members recommend candidates for consideration by the Board Recruitment Committee.
- C. The Board Recruitment Committee is charged with the preparation of a slate of officers and notification to the membership, thirty (30) days prior to the election held in November.

### **Section 3 – Budget Committee**

- A. The Budget Committee consists of five (5) members. The Treasurer chairs this committee. The members include the President, President-Elect, Vice-President, and a Membership Liaison.
- B. The Budget Committee assists the Treasurer in reviewing expenses and income as related to the budget process and activities of the organization.

### **Section 4 – Bylaws Committee**

- A. The Bylaws Committee consists of four (4) members. The President-Elect chairs this committee. The members include the President, Past-President, and a Membership Liaison.
- B. The Bylaws Committee is responsible for reviewing the bylaws, standing rules and position descriptions on an annual basis to determine if the documents accurately reflect the organizations process, leadership roles and activities.
- C. The committee will present changes to the Executive Board and then to the general membership during the Annual Business Meeting. All changes to the Bylaws must be endorsed by the Executive Board and voted on by membership. Changes to the standing rules and the position descriptions must be approved by vote of the Executive Board.

### **Section 5 – Award Committee**

- A. The Award Committee consists of three (3) members – the winners of the past two awards and chaired by the Past-President. If the past winners are no longer active members, the Past-President will ask for volunteers from the Executive Board or membership to join the committee.
- B. The Award committee members are ineligible to be nominated for an award while serving on the committee.
- C. The committee is responsible for promoting the award nomination process, selecting the award recipient and presenting the award at the Annual Conference.

### **Section 6 – Conference Committee**

- A. The Conference Committee consists of at least seven (7) members. The Vice President chairs this committee. The members include the President-Elect, Treasurer, Secretary, a Membership Liaison, the host member from the nearest hospital to the conference location and the Gift Shop Representative. Additional members are encouraged to serve on this committee.
- B. The committee is responsible for coordination of the annual conference and auction/vendor fair. The committee will determine the budget, location and content of the conference.

## **ARTICLE IX – Conflict of Interest of Officers**

### **Section 1 – General**

Officers must exercise the utmost good faith in all transactions relating to their duties in WSSDVS. Any transactions with and on behalf of WSSDVS are held to strict rules of integrity.

Officers do not use the knowledge gained from their position, or the position itself, so that a conflict arises between the interests of WSSDVS and that of the individual.

Officers may not be involved in any transaction that may adversely affect WSSDVS. Officers do not accept any favor that might adversely or improperly influence their actions affecting WSSDVS or its members.

### **Section 2 – Disclosure of Conflict of Interest**

- A. Officers must make full disclosure to the Executive Board of their personal interest, activity, investment, or employment that could potentially conflict with the interest of, or adversely compete with WSSDVS.
- B. Officers must make full disclosure to the Executive Board of any potential violation of the Conflict of Interest policy existing on the Board.
- C. WSSDVS members must make full disclosure to the Executive Board of any potential violation of the Conflict of Interest policy existing on the Board.

## **ARTICLE X – Collaboration**

WSSDVS may enter into written agreements of collaboration with other organizations and business entities that benefit WSSDVS, or its membership, and promote health care volunteer administration. The decision is subject to a two-thirds affirmative vote of the Executive Board.

### **ARTICLE XI – Parliamentary Authority**

The Executive Board determines the meeting procedure for annual and special meetings.

### **ARTICLE XII – Amendments**

Following the recommendation of the Executive Board, these by-laws may be amended by a **two-thirds** vote of WSSDVS members.

Members may propose amendments to these bylaws by petition of members in good standing. Proposed amendments are presented to the Executive Board at the next scheduled meeting.

Amendments to the bylaws become effective upon approval of WSSDVS membership. The President reports all WSSDVS bylaws decisions as adopted.

### **ARTICLE XIII – Dissolution**

Upon dissolution, any assets of WSSDVS remaining after payment of just debts belong to WSHA.