

**COUNCIL OF CATHOLIC NURSES
OF THE DIOCESE OF JOLIET, ILLINOIS**

An Illinois Not For Profit Corporation

BYLAWS

ARTICLE I

Name

Section 1 The name of this organization shall be the Council of Catholic Nurses of the Diocese of Joliet, Illinois.

Section 2 The mailing address of this organization shall be the box number on the newsletter.

ARTICLE II

Motto

I can do all things in Him who strengthens me.

ARTICLE III

Patroness

St. Frances Cabrini

ARTICLE IV

Purpose and Goals

The purpose and goals of this Council are to be as follows:

Section 1 The purpose is to provide support of Catholic nurses in their individual fields of endeavor with special concern for their spiritual health.

Section 2 The goals are:

- a. To keep current in analyzing and promoting moral principles within the Catholic context in the field of nursing
- b. To stimulate desire for professional improvement and community involvement through educational programs promoting moral principles within the Catholic context
- c. To encourage and assist cooperative efforts and actions among other local, national and international organizations having similar purpose and objectives
- d. To participate as far as circumstances may warrant in activities designed to promote Catholic doctrine.

ARTICLE V

Ecclesiastical Authority

The activities of this Council shall be subjected to the jurisdiction and approval of the Most Reverend Ordinary of the Diocese of Joliet, Illinois and shall function under the guidance of the Spiritual Moderator approved by him.

ARTICLE VI

Membership

Section 1 The membership of this Council shall consist of Active Members, Associate Members, Honorary Members, and a Student Representative.

Active Members shall be Catholic registered professional nurses and Catholic licenses practical nurses residing or working in the Diocese of Joliet, Illinois or associated with the Council as at large members residing outside of the diocese.

Associate Members shall be interested laity including, but not limited to, non-Catholic registered professional nurses, nursing assistants, nursing students, other health-care givers and religious who uphold the goals of this Council

Honorary Members shall be non-dues paying individuals appointed by the Board of Directors in recognition of outstanding services rendered.

Student Representative shall be a non-dues paying nursing student who has been appointed by the Board of Directors to serve on the Board of Directors.

Section 2 Only Active Members and the Student Representative shall be qualified as voting members.

ARTICLE VII

Meeting of Members

Section 1 Annual Meeting – The annual meeting of the members shall be held on the last Sunday of September or at the discretion of the Board of Directors.

Section 2 Program Meetings – Program meetings of the members shall be held at a minimum of two times a year at such time and place as designated by the Board of Directors.

Section 3 Special Meetings – Special meetings of the members for any purpose may be called by the President or the Board of Directors. Special meetings also may be called by a petition signed by forty percent(40%) of the Active Members. The notice of any special meeting shall state the date, time, place and purpose thereof. No business shall be transacted at a special meeting except that stated in the notice.

Section 4 Notice of Annual and Special Meetings – Notice of annual and special meetings of the members shall be mailed to each member not more than sixty, or less than ten, days prior to the meeting. The notice shall state the date, time, place, and in case of a special meeting, the purpose of the meeting.

Section 5 Quorum – The presence of twenty-five percent (25%) of the voting members attending in person or by proxy constitutes a quorum for the transaction of business.

Section 6 Voting – A majority vote shall be necessary for the passage of resolutions.

Section 7 Order of Business and Procedure:

- a. The order of business at all meetings of members, unless a majority of voting members present vote otherwise, shall be:
 1. Approval of minutes of the last meeting
 2. Report of officers
 3. Report of committees
 4. Unfinished business

5. Election of directors – at annual meeting
 6. Other business
- b. Procedure not covered by these Bylaws shall be in accordance with Robert’s Rules of Order, Newly Revised, latest edition.

ARTICLE VIII

Board of Directors

- Section 1 The affairs of the organization shall be governed by a Board of Directors composed of the President, First Vice-President, Second Vice-President, Secretary, Treasurer, elected board members, and an appointed Student Representative. The immediate past-president shall be an ex-officio voting member of the board for one year.
- Section 2 Qualifications – Members of the Board of Directors shall be persons who support the goals of this Council as named in Article IV of these Bylaws. The Board of Directors shall be composed of Active Members and the appointed Student Representative.
- Section 3 Powers and Duties –The Board of Directors shall have general supervision of the affairs of the Council between business meetings, fix the hour and place of meetings, make recommendations to the members, and shall perform such other duties as are specified in these Bylaws as follows:
- a. Report to the members at each regular meeting the business transacted by the board.
 - b. Select a depository for the funds of the Council.
 - c. Provide of the review of all books of account, at least annually, by an ad hoc committee appointed by the President.
 - d. Appoint special committees as the need arises.
 - e. Fill vacancies on the Board of Directors.
 - f. Promote measures for the members’ growth and spiritual development.
 - g. Shall have the right to remove a member who acts contrary to the goals of this Council.
 - h. May, from time to time, create additional classifications of membership, as it deems necessary and appropriate.
 - i. Shall award an annual monetary assistance scholarship to a senior nursing student who is a resident of the Joliet Diocese and is enrolled in a baccalaureate nursing program. The amount of such scholarship shall be paid directly to the school for tuition purposes.
 - j. Shall ensure the privacy of its members. The Membership List shall contain all of the members’ names and information. It is only to be used by the current board members to execute the Council’s purpose and goals. A Membership Directory can be created omitting members’ names who request to not be included. The Membership List and/or the Membership Directory is never to be used for mass mailings, mass calling, marketing or solicitation of any kind by an individual member or past board member.
- Section 4 Organizational Meeting – The first meeting of a newly elected Board of Directors shall be held at the first board meeting following the Annual Meeting of the Membership.
- Section 5 Regular Meetings – Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a majority of the directors, but at least four meetings shall be held each fiscal year. Notice of the regular meeting of the Board of Directors shall be mailed at least ten days prior to the date of the meeting.
- Section 6 Special Meeting – Special meetings of the Board of Directors for any purpose may be called by the President or by notice signed by forty percent (40%)of the Board of Directors. The notice of any special meeting shall state the date, time, place, and purpose thereof. No business shall be transacted at a special meeting except that stated in the notice.

Section 7 Quorum – The presence of a majority of the Board of Directors shall constitute a quorum for the transaction of business.

Section 8 Voting – A majority vote of those present shall be required and sufficient for action.

ARTICLE IX

Election of the Board of Directors

Section 1 The Board of Directors, with the exception of the Student Representative, shall be elected by a written vote cast in person or by proxy at the Annual Meeting of the members. Terms of officers and directors, with the exception of the Student Representative, shall be two years.

Section 2 Officers and members of the Board of Directors shall not continue in the same office for more than two consecutive terms.

Section 3 A majority vote at a meeting where a quorum is present shall constitute election. In the case of a tie, the choice shall be decided by lot.

Section 4 The term of office of the Board of Directors shall be arranged so that the terms of all officers and directors shall not expire at the same time. The President, First Vice-President, Treasurer and two (2) directors shall be elected in the odd years. The Second Vice-President, Secretary, and two (2) directors shall be elected in the even years.

Section 5 The Student Representative shall be appointed by the Board of Directors and shall serve a term of one year. The Student Representative shall be allowed to vote in Board of Directors meetings and in Council elections.

ARTICLE X

Duties of Officers

Section 1 The President shall coordinate, direct and promote the growth of the Council with the assistance of the Board of Directors, act as Chairperson of the board, preside at all meetings, be annex-officio member of all committees except the Nominating Committee, appoint Chairpersons of special committees and perform all other duties pertaining to the office. The President shall appoint, upon the approval of the Board of Directors, a member to an interim office. The President shall prepare a written annual report of the Council's activities for the Bishop of Joliet and submit a copy to the Spiritual Moderator.

Section 2 The First Vice-President shall assume the duties of the President in the absence of the President or in the event of a vacancy occurring in the office of President. The First Vice-President shall be the Chairperson of the Publicity Committee.

Section 3 The Second Vice-President shall assume the duties of the First Vice-President in the event of a vacancy or absence occurring in the office of the First Vice-President. The Second Vice-President shall be the Chairperson of the Program Committee.

Section 4 The Secretary shall record the minutes of all meetings of the Council and of the Board of Directors and preserve all papers, letters, and transactions of the Council. The Secretary shall notify all officers of their elections and all committees of their appointments, and send notices of the time and place of all meetings of the members and of the Board of Directors.

Section 5 The Treasurer shall receive all dues and other funds of the Council, deposit all monies in a bank designated by the Board of Directors, pay all bills as are approved by the President, keep an itemized account of all receipts and disbursements, submit a written financial report

at all meetings of the Board of Directors, report once a year at a general meeting of the Council, and submit all books, records and other property pertaining to the office to the successor.

- Section 6 Each officer shall turn over all books, records and other property pertaining to the office to the successor.
- Section 7 Any officer or member of the board who fails to attend three consecutive meetings of the Board of Directors without reason acceptable to the board shall be considered to have resigned.
- Section 7 The out-going President shall be an ex-officio member of the Board of Directors for one year.

ARTICLE XI

Standing Committees

- Section 1 Standing committees shall be Membership, Publicity, Program, Bylaws, Scholarship, Ways and Means, Liturgy and Prayer Service, and Nominations. The Chairpersons of the Bylaws Committee and the Nominating Committee shall be appointed annually by the President. Each of the committees shall consist of at least three members selected by the Chairperson and approved by the President.
- Section 2 The Committee on Membership shall actively promote membership in the Council and stimulate attendance at its activities.
- Section 3 The Committee on Publicity shall be responsible for making known the activities of the Council through a newsletter and other media.
- Section 4 The Committee on Programs shall plan the programs for the year. Such programs are to be planned in advance, meeting the goals of the Council.
- Section 5 The Committee on Nominations shall prepare a slate of officers and directors prior to the annual meeting consisting of two or more names for each office. Each nominee shall be a member in good standing and have consented to serve, if elected.
- Section 6 The Committee on Bylaws shall receive, suggest, and act upon proposed amendments. Such proposed amendments and revisions shall be submitted to the Board of Directors for approval before action by a vote of the members. The Bylaws shall be reviewed every two years.
- Section 7 The Committee on Scholarship shall submit annually to the Board of Directors one or more names of senior nursing students as possible candidates for the Council's scholarship who are residents of the Joliet Diocese, enrolled in a baccalaureate nursing program and are recommended by both a clergyman from their current parish and a nursing instructor.
- Section 8 The Committee on Ways and Means shall submit to the Board of Directors recommendations for the management of financial resources and the preservation of the Council's financial health.

- Section 9 The Committee on Liturgy and Prayer Service shall plan and arrange for appropriate Council religious expression, including any Masses or Days of Recollection.
- Section 10 The Chairperson of each committee shall report to the Board of Directors at its regular meetings.

ARTICLE XII

Dues

- Section 1 The annual dues for Active Members and Associate Members of the Council shall be twenty dollars (\$25.00) per year.
- Section 2 Dues are payable in June of each year to the Treasurer of the Council.
- Section 3 Dues for students shall be seven dollars (\$10.00) per year.
- Section 4 Honorary Members pay no dues.
- Section 5 The appointed Student Representative pays no dues.

ARTICLE XIII

Fiscal Year

The fiscal year of this council shall be January 2st to December 31st.

ARTICLE XIV

Amendments

Any article or section of these Bylaws may be amended at any annual or regular meeting by a two-thirds majority vote of the Active Members present and voting, providing the proposed amendments have been sent to all members of the Board of Directors at least two weeks prior to the meeting.

ARTICLE XV

Parliamentary Authority

The rules or parliamentary procedure, Robert's Rules of Order, Newly Revised, latest edition, shall be followed at the meetings of the Council and the Board of Directors. In the event of any discrepancy or conflict between these Bylaws and Robert's Rules of Order, Newly Revised, latest edition, these Bylaws control.

Approved: January 27, 1988

First Revision: September 19, 1992

Second Revision: April 20, 1996

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