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VISNA

An Overview of the Association

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THE VIRGIN ISLANDS STATE NURSES ASSOCIATION (VISNA) is a professional membership organization comprised of registered nurses from the Districts of St. Croix (DNA 1) and St. Thomas/St. John (DNA 2).

There is very little health care data or information available for the period prior to the transfer of the United States Virgin Islands from Denmark to the United States on March 31, 1917. The first American Governor, Rear Admiral James H. Oliver, stressed the need for Health Education. He gave high priority to Nurse Training. **The first class of Nurses on St. Croix was graduated in May, 1919.** An Alumnae Association was started by the Navy nurses to keep the graduates together. However, after a number of years the supply of graduate nurses exceeded the demands and many were unemployed. By 1930 many of the graduates left the Municipal Hospital and migrated to the mainland and other places. The Nurses Alumnae Association became dominant between the years of 1931 and 1941.

In the mid-forties, nursing pioneers worked diligently towards national recognition. New graduates were expected to become active members in the Association. In 1948, a group of nurses from the Nurses' Alumnae Association of both districts came together to organize the **Virgin Islands Nurses Association**. This was important for promoting fellowship and to allow graduate nurses of other schools of nursing to belong to an organization since only those nurses trained in the Virgin Islands could be members of the NAA. They were linked by a common concern to raise the status of nurses; gain recognition for professional organization and to develop programs and leadership to address the needs of nurses. The first president was **FLORA BLANCHETTE, BSN**. The group then explored membership in the **National Association of Colored Graduate Nurses (NACGN)**. This association was short lived as within a short time the **NACGN** merged with the **American Nurses Association (ANA)**.

With the assistance and consultation of the **ANA**, the official professional association of nurses since 1896, the group drafted a constitution and by-laws. This affiliation was instrumental in the formation of a task force to draft the Virgin Islands Nursing Code. Under the guidance of ANA Nursing Consultant **Ella Bist**, the group prepared the body of Legislative Bill #37. The first Nurse Practice Act was passed by the Colonial Council (now referred to as the V.I. Legislature) in 1952 and became effective in 1954.

Governor Morris De Castro appointed **Ilva Benjamin, Ianthe Blyden, Josephine Singleton, Ingerborg Nesbitt** and **Clarissa Milligan** to the Board. Enactment of this Bill cleared the way for qualified nurses to become members of the **ANA**.

Representatives of VINA were invited as observers to the **ANA** convention in Atlantic City, New Jersey in 1952. Two years later, 1954, a contingent of officers of the association, led by then president **James E. Gordon, Eugenie Ford** (St. Thomas) and **Clarissa Milligan**, were welcomed as a constituent of the national association during the convention in Chicago, Illinois. At that time the membership of **VINA** was 65 members.

The Association was the proponent of Bill #682 granting nursing scholarships to qualified high school graduates. This legislation passed in **1958** enabled candidates from the territory to attend accredited universities and colleges of their choice. **1963** marked the return of Virgin Islanders who were scholarship recipients to serve as professional nurses in the Territory.

With the combined efforts and in collaboration with the **Nursing Division of the College of the Virgin Islands**, the Association spearheaded a “**Study of Nursing Needs and Resources**”. This project received the interest and was funded under contract with the **Division of Nursing, Bureau of Manpower Health Resource Administration, Department of Health, Education and Welfare**. The findings and recommendations were published in April 1976 and included over thirty recommendations which had as their primary goal “improved nursing care and meeting anticipated nursing needs in the U.S. Virgin Islands”. It projected nursing manpower needs through 1980 based on the VI population, culture, health characteristics and governmental plans for change in its health care delivery system.

During the mid 60’s **VISNA** stepped up economic security activities and in 1967 nurses in the Territory received their first major salary increases in a decade. The challenge to increase professional autonomy and patient advocacy through collective bargaining became quite eminent. The process of recognition for exclusive representation of nurses began in 1970 with election and petition to the Department of Labor. In 1973 the Association was certified as the **bargaining representative of Registered Nurses employed in the Department of Health**. The first negotiated contract was signed in July 1974 - a contract with such innovative features as a Nursing Care Review Committee. This provided for the development of Peer Review as

well as a provision for Continuing Education programs for nurses. In an effort to meet the latter provision, the Continuing Education Committee of IVNA sponsored a series of educational workshops.

The adoption of the federal model for the ANA structure necessitated a designation of STATE in its constituency. Therefore, the Board of Directors adopted the official designation of **VIRGIN ISLANDS STATE NURSES ASSOCIATION (VISNA)**. In 1984 and over the past five biennium, the Association has been recognized and honored by ANA for its increase in membership. Today, the membership is located in several states and Puerto Rico and numbers two hundred forty-six (246) Collective bargaining and workplace initiatives on behalf of patients are contributing activities to this steady increase in membership.

The struggles and accomplishments of the **VISNA** in its 50 year history are now reflected in its continued efforts to support initiatives for the realization of a health care system that works to help keep people healthy as well as to care for those who are sick; a health care system that recognizes the value of the wide range of professions and professionals that contribute to the health of all - a system that puts high quality care within the reach of all. Its commitment to members is to continue to speak for nursing in its relations with other health care organizations and interest groups; and to foster programs and activities that promote the economic and general welfare of nurses.

CREDITS:

Pauline Canton, RN

Ilva Benjamin, RN *“Historical Perspectives of Nursing in the U.S. Virgin Islands”* (1976)

Board Minutes and Convention reports

Excerpted from 50th Anniversary Commemoration Booklet
1949 - 1999

VIRGIN ISLANDS STATE NURSES ASSOCIATION

BY-LAWS

ARTICLE I

NAME, PURPOSE AND FUNCTIONS

SECTION I. NAME

The name of this association shall be the Virgin Islands State Nurses Association, hereinafter referred to as VISNA.

SECTION II. PURPOSE

- (a) The purpose of VISNA shall be to:
- 1) promote standards of nursing education, nursing practice and nursing services as defined by the American Nurses Association (ANA).
 - 2) ensure adherence to the Code **of Ethics** for Nurses as established by ANA.
 - 3) promote networking and counseling resources for and among nurses.
 - 4) stimulate and promote research in nursing, disseminate research findings, and encourage the utilization of new knowledge as a basis for nursing.
 - 5) act and speak for the nursing profession about legislation, governmental programs, national and territorial health policy.
 - 6) promote and protect the economic and general welfare of nurses and encourage the development of VISNA collective bargaining units for recognition and representation in the economic and general welfare program.
 - 7) assume an active role as consumer advocate in health.
 - 8) provide for continuing education for nurses.
 - 9) represent and speak for the nursing profession

with allied health organizations, governmental bodies, the public and the region.

- 10) provide for representation in the ANA House of Delegates.
- 11) promote relationships and collaboration with the Territorial Student Nurses' Association (SNA).
- 12) to promote the recruitment and retention of nurses into VISNA and the profession.

(b) **(New Addition)**

These purposes shall be unrestricted by consideration age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion, or sexual orientation.

ARTICLE II MEMBERSHIP

SECTION I. COMPOSITION

VISNA shall consist of members to district associations who meet the qualifications and responsibilities as specified by these Bylaws. **A nurse in recovery who has surrendered a license practice may in accordance with policies and procedures be included in membership.**

SECTION II. QUALIFICATIONS

- (a) A member is one:
- 1) who has been granted a license to practice as a registered nurse in at least one state, territory, or possession of the United States, and who does not have a license under suspension or revocation in any state, territory or possession.
 - 2) who has complete a nursing education program that qualifies the applicant to take the state-recognized Examination for registered nurse licensure as a first-time writers.
 - 3) whose application for membership has been accepted with VISNA policy; and

- 4) whose dues are paid; and
 - 5) whose membership is not under revocation for the violation of the **Code of Ethics, or ANA, or DNA Bylaws; and**
 - 6) **the impaired nurse**
- (b) Renewal of membership shall be contingent upon having been granted RN licensure and payment of dues.
- (c) Membership shall be unrestricted by nationality, race, color, creed, religion, lifestyle, health status, disability, age, **gender or sexual orientation.**

SECTION III. MEMBERSHIP RIGHTS AND OBLIGATIONS

- a) Each member shall be entitled to:
- 1) receive **an ANA** membership card, **VISNA** publications, and The American Nurse (TNA).
 - 2) be a candidate for elective and appointed positions in VISNA and ANA in accordance with **their respective Bylaws and policies.**
 - 3) participate in VISNA and ANA nominations and elections in accordance with the by-laws and associations' policies;
 - 4) attend meetings of VISNA and the ANA House of Delegates, the conventions and other unrestricted VISNA and ANA activities;
 - 5) hold membership in ANA councils in accordance with the provisions in the ANA By-laws;
 - 6) attend the Congress of the International Council of Nurses;
 - 7) participate in nomination and election of officers and delegate to the Caribbean Nurses' Organization (CNO), serve as an officer or delegate of the CNO, and attend CNO meetings;
 - 8) a fair hearing before any disciplinary action is taken; and

- 9) a right to due process including grievance and appeal at the state level,
 - 10) other rights as provided under common parliamentary and statutory law;
- (b) Each member has the obligation to:
- 1) abide by the ANA Code **of Ethics.**
 - 2) pay dues in accordance with adopted policies;
 - 3) abide by VISNA, ANA by-laws and those of the members district association, and
 - 4) refrain from engaging in dual unionism if represented by VISNA's Bargaining Unit.
- (c) **Responsibilities (NEW)**
- 1) **VISNA Shall:**
 - a) **provide for the obligations of the CMA to pay dues to the ANA in accordance with policies adopted by the ANA House of Delegates.**
 - b) **provide for individual members of the CMA to elect delegates and alternates to the ANA House of Delegates.**
 - c) **protect individual members' right to participate in the CMA.**
 - d) **provide for official recognition of Constituent associations of the CMA.**
 - e) **provide that individual members transferring from another CMA shall not be required to pay additional dues nor re-funded dues if the individual member has made full payment of dues.**

SECTION IV. DISCIPLINARY ACTION

- (a) **Members shall be subject to reprimand, censure or or expulsion by either VISNA or the constituent** 4

associations for violations of the Code of Ethics as established by ANA or for violation of the Bylaws of ANA, VISNA, or DNA.

- 1) the purpose, function and by-laws of VISNA or ANA; and
 - 2) the ANA Code for Nurses.
- (b) Disciplinary action shall be taken in accordance with association policies and procedures.
- (c) Appeals may be made by the member. All appeals shall be made in accordance with association procedures.
- (d) Disciplinary action taken by another **Constituent Member Association** against one of its members shall be given full recognition and enforcement, provided such action was taken in accordance with the disciplinary **CMA's** By-laws and disciplinary procedures.

**ARTICLE III
DUES**

SECTION I. AMOUNT AND PAYMENT OF DUES

- (a) The members of VISNA shall establish the amount of dues for members which includes the dues paid by VISNA to ANA.
- (b) Payment of dues shall be in accordance with VISNA policies and **those** adopted by the ANA House of Delegates.
- (c) A member may transfer to or from VISNA to another **CMA** without additional dues payment or refund of dues.
- (d) The Economic and General Welfare Program may be funded by an assessment in addition to the annual dues, and payable by all **Bargaining** Unit members.

NEW

- 5 (e) **VISNA shall continue to pay dues to the ANA**

pursuant to the ANA bylaws and House of Delegates policy until such time as 2/3 of the entire CMA membership votes to disaffiliate from the ANA. "CMA membership" for these purposes is defined as individual members of the CMA who have ANA rights and privileges of membership as a result of their CMA membership. The vote may occur by mail or electronic ballot, with appropriate notice and procedures to protect the integrity and validity of the vote.

SECTION II. NOTIFICATION OF CHANGE AND VOTE

- (a) Members shall be notified in writing of any proposal to change the amount of dues at least sixty (60) days prior to the meeting at which the proposal is to be voted upon.
- (b) A vote of two-thirds (2/3) of the members present and voting shall be required to change the amount of dues.

ARTICLE IV

MEETINGS AND REPRESENTATION

SECTION I. REPRESENTATION

The official voting and governing body at any VISNA annual, biennial or special meeting shall consist of all members in attendance. Each member is entitled to one vote.

SECTION II. AUTHORITY

- (a) The voting body of the VISNA shall;
 - 1) determine association policies and positions and;
 - 2) delegate authority and define accountability for the implementation of association policies and positions approved by the voting body.

SECTION III. RESPONSIBILITIES

- (a) The voting membership of VISNA shall"

- 1) establish rules of procedures for meetings of the VISNA;
- 2) adopt and maintain the by-laws;
- 3) establish councils, standing and special committees and assign their responsibilities;
- 4) receive and act on reports or recommendations of committees and councils; and
- 5) establish the vision/mission and broad goals of the Association.

SECTION IV. MEETINGS

- (a) The membership shall meet during the annual meeting in even numbered years and the biennial convention in odd-numbered years.
- (b) The time and place of meetings shall be determined by the VISNA Board of Directors.
- (c) Special meetings of the membership may be called with ten (10) days notice by a two-thirds (2/3) vote of the Board of Directors and shall be called by the President upon written request of ten (10) or more members.
- (d) Members shall be notified in writing of the annual meeting or biennial convention at least thirty (30) days prior to the meeting.

SECTION V. QUORUM AND VOTING

- (a) A quorum for the transaction of business at any meeting of VISNA shall consist of twenty (20) members, representing at least two (2) district associations and three (3) members of the Board of Directors, including the president or vice-president and one other officer.
- (b) The action of the majority of those present and entitled to vote shall constitute the action of VISNA except as elsewhere specified in these by-laws.

ARTICLE V
NOMINATIONS AND ELECTIONS

SECTION I. NOMINATIONS

- (a) Candidates for VISNA office shall meet established qualifications and shall consent to serve, if elected.
- (b) **Candidates for VISNA offices can be candidates for ANA delegate.**
- (c) Candidates for ANA delegates and alternates shall be nominated and elected in accordance with provisions of the ANA bylaws from among **qualified** members of VISNA, and shall consent to serve, if elected.
- (d) **The candidate for VISNA President will also be candidate for ANA delegate.**
- (e) Members shall be considered eligible for only one elected office in VISNA at any one time.
- (f) A member who meets the established qualifications for an elective office may **self** declare as a candidate by writing the secretary of VISNA no later than thirty (30) days prior to the mailing of the ballot to the membership.
- (g) The slate of candidates shall be published in the VISNA newsletter or mailed to each member at least sixty (60) days prior to the biennial convention.

SECTION II. ELECTIONS

- (a) Election shall be held by secret mail ballot in odd-numbered years and shall comply with adopted policy and procedures.
- (b) The ballot shall be mailed to each member at least thirty (30) days prior to the biennial convention.
- (c) A plurality vote of **members shall be tallied from the mail ballots and shall constitute an election.**
Nominees who receive the highest number of votes shall be declared elected. In the case of a tie, the choice shall be decided by lot.

- (d) The term of office shall begin at the adjournment of the biennial convention.
 - 1) The term of officers for VISNA officers, directors and members of the nominating committee shall be specified in these by-laws.
 - 2) **NEW**
Delegates and alternate delegates to the ANA House of Delegates, the membership by secret ballot.
 - 3) **ANA delegates and alternates shall serve a two-year term or until a successor is elected.**

SECTION III. CHALLENGES

Any challenge to an election must be filed in writing with the VISNA secretary within thirty (30) days of the opening of the biennial convention.

SECTION IV. REMOVAL OF ELECTED OFFICIALS

Any elected official may be removed by a vote of the members whenever such action is deemed to be in the best interest of the association for other just cause.

An election for removal of an elected official shall be held when called for by a two-thirds (2/3) vote of the Board of Directors or upon written request of a majority of district associations.

Removal of an elected official requires a two-thirds (2/3) vote of those voting.

ARTICLE VI BOARD OF DIRECTORS

SECTION I. DEFINITION

The Board of Directors of this Association shall be President, Vice-President, Secretary, Treasurer, and elected Directors and Immediate Past President.

has finished the most recent term as President and shall assume for one-year ex-officio status without vote on the Executive Committee at the time the President takes office.

SECTION II **COMPOSITION (NEW)**

- (a) **The Board of Directors shall consist of Elected Officers, Directors, and Immediate Past President.**

- (b) To be eligible to serve on the Board of Directors, **an individual shall:**
 - 1) Hold current membership in **VISNA**; and
 - 2) Not currently serve as an officer or director of another organization, if such participation might result in a conflict of interest with VISNA.

NEW

- 3) **A candidate for the office of President, Vice President, Secretary or Treasurer shall have either served on the Board of Directors of a District, State Association of ANA, a chairperson of a standing or special committee, a constituent elected officer or Board of Directors for at least two (2) years.**

- 4) **The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer, and Immediate Past President.**

SECTION III. ACCOUNTABILITY

The Board of Directors shall report and be accountable to the membership.

SECTION IV. RESPONSIBILITIES

- (a) The Board of Directors shall:
 - 1) exercise the corporate responsibility and fiduciary duties of the association consistent with applicable provisions of law;
 - 2) provide for implementation of association policies, positions and programs approved by

- the membership;
- 3) establish policies and procedures for the transaction of business and coordination of association activities;
 - 4) establish and review financial policies and procedures, adopt the budget, submit all books biennially for review by an outside agent, and present an annual financial statement to the membership;
 - 5) establish standing and special committees of the board as deemed necessary for the performance of its duties, and define the purpose and authority of such committees;
 - 6) make appointments and fill vacancies as delegated to the board by these by-laws;
 - 7) appoint, define the authority and responsibilities of, and annually review the performance of the executive director as Chief Executive Officer;
 - 8) confer district association status on groups meeting qualifications established in these by-laws;
 - 9) establish relationships and collaboration with the State Student Nurses Association;
 - 10) maintain membership in and pay dues to ANA in accordance with policies adopted by the ANA House of Delegates;
 - 11) provide for the election of ANA delegates according to the provisions of the ANA by-laws;
 - 12) complete the strategic planning using the broad goals approved by the membership.
 - 13) evaluate the strategic plan and programs of the Association.
 - 14) assure that VISNA fulfills its responsibilities as a constituent state nurse's association of ANA; and
 - 15) adopt all ratified collective bargaining agreements negotiated by local units in

accordance with their by-laws.

SECTION V. TERM OF OFFICE*

- (a) All officers shall be elected in odd-numbered years for a two (2) year term or until a successor is elected.
The four (4) Directors shall serve a four (4) year term, or until a successor is elected. Elections of Directors shall be staggered such that only two (2) terms of office will end at the same time.
- (b) No officer or director shall serve more than two (2) consecutive terms in the same office.
- (c) An officer who has served eighteen (18) months or more of a two year term shall be considered to have served a full term.
- (d) The term of office shall begin at the adjournment of the biennial convention.

SECTION VI. VACANCIES

In the event of a vacancy:

- 1) in the office of the president, the vice-president shall become the president for the remainder of the term;
- 2) In the absence of another officer or a director, the Board of Directors shall fill the vacancy by appointment for the unexpired term
Appointment shall be considered from unsuccessful candidate (s) for the vacant position, if available. **If unavailable, vacancy may be filled by Board appointment for remainder of term.**

SECTION VII DUTIES

Officers and directors shall fulfill the responsibilities of the Board of Directors as defined in these by-laws.

- (a) The president shall:
 - 1) serve as the official representative of this

association and as a spokesperson on matters of association policy and positions;

- 2) serve as the chair of the meetings of the association, the Board of Directors, the executive **committee** of the board, the Advisory Council and as an ex-officio member of all standing committees except for the Nominating Committee.
- 3) appoint committees of the board as designated by the board and fulfill other duties as may be required;
- 4) **Serve as the elected delegate to ANA House of Delegates.**
- 5) appoint an alternate to the ANA Constituent Assembly meeting when unable to attend.
- 6) delegate assignments to the offices and Directors.

NEW

- 7) **Upon completing a term on the office of President, the President shall serve as Immediate Past President of the Board of Directors with full voice and no vote.**

(b) The vice-president shall:

- 1) assume the duties of the President in **his/her** absence or at the discretion of the president;
- 2) assume other duties as assigned by the Board of Directors.

NEW

- 3) **assume all duties in the President's absence except serve as ANA Delegate if not personally elected.**

NEW

(c) **The Immediate Past President shall:**

- 1) **facilitate the annual evaluation of the**

Executive Director.

- 2) **serve on projects or other committees at the request of the President or Board of Directors.**
- 3) **serve as the ex-Officio member of the nominating committee.**

(d) The secretary shall:

- 1) keep minutes of all meetings of the Board of Directors, Advisory Council, Executive Committee, and association meetings;
- 2) notify Board members and district associations of meetings of the VISNA; and
- 3) fulfill other duties as may be specified;

(e) The Treasurer shall:

- 1) monitor the fiscal affairs of the association;
- 2) provide for the expenditure of funds and report to the Board of Directors and the membership at the annual meetings; and
- 3) **serve as a member of the Operations Committee.**

SECTION VIII.

Officers and directors shall fulfill the responsibilities of the Board of Directors as defined in these Bylaws.

SECTION IX: EXECUTIVE COMMITTEE

There shall be an Executive Committee of the Board of Directors comprised of the President, Vice-President, Secretary, Treasurer, and Immediate Past-President with voice but no vote.

- (a) have all the powers of the Board of Directors to trans-act business between board meetings in accordance with rules established by the board, with such transactions reported at and ratified at the next regular meeting of the board; and

- (b) serve as a personnel committee,

SECTION X. EXECUTIVE DIRECTOR

- (a) The Board of Directors shall delegate to the executive director the authority to manage the association according to policies established by the membership and the Board of Directors.
- (b) The executive director shall be accountable to the Board of Directors.
- (c) The executive director shall employ, direct, promote and terminate staff of the association.
- (d) The executive director shall implement adopted policies and procedures of the association as may be assigned by the Board of Directors.
- (e) The executive director may represent the association and serve as spokesperson on matters of established policy and positions.
- (f) The executive director or designee shall attend meetings of the ANA Constituent Assembly.

SECTION XI MEETINGS

- (a) Meetings of the Board of Directors shall be held immediately preceding and after each annual meeting or biennial convention at a time and place to be determined by the Board of Directors. Special meetings may be called by the president and shall be called upon the written request of the district associations or five members of the Board of Directors.
- (b) Business requiring **immediate** action by the Board of Directors may be conducted by mail, **conference call** **or other electronic methods.** Such action shall be subject to ratification at the next regular meeting of the Board of Directors.
- (c) Absence from two (2) consecutive meetings of the Board of Directors shall be cause for declaring a vacancy in the position. Such vacancy shall be determined by a majority of the board.

SECTION XII: QUORUM

A majority of the Board of Directors, including the president or the vice-president shall constitute a quorum at any meeting of the Board of Directors.

ARTICLE VII STANDING COMMITTEES

SECTION I. DEFINITION

There shall be standing committees as follows: **Education, Operations, Nominating, Bylaws and Operations.**

SECTION II. COMPOSITION

- (a) A standing committee shall be composed of at least three (3) members.
- (b) All committees except the Nominating Committee, shall be appointed by the Board of Directors.
- (c) **The Nominating Committee shall be composed of five (5) elected members and the Immediate Past President as ex-officio. The nominee receiving the highest number of votes shall be declared the chairperson.**

SECTION III. TERM OF OFFICE

Member of standing committee, except the Nominating Committee, shall be appointed at or after the biennial convention, and shall serve two-years terms or shall serve until their successors are appointed.

SECTION IV. ACCOUNTABILITY

Standing committees shall report and be accountable to the membership and the Board of Directors.

SECTION V. VACANCIES

- (a) A vacancy on a standing committee, except the Nominating Committee, shall be filled by the Board of Directors.

- (b) A vacancy on the Nominating Committee shall be filled by an elected alternate.
- (c) Absence from two (2) consecutive meetings shall be cause for declaring a vacancy in the position.

SECTION VI. RESPONSIBILITIES

- (a) The Committee on By-laws shall:
 - 1) interpret these by-laws;
 - 2) receive and prepare proposed amendments to these by-laws or Articles of Incorporation; report them to the Board of Directors, and submit them the membership at the annual meeting or biennial convention.
 - 3) review by-laws of a group that applies to VISNA for district association status in order to determine conformity with qualifications of districts and report its findings to the Board of Directors; and
 - 4) advise district associations concerning proposed amendments to their by-laws to avoid conflict and ensure harmony with the by-laws of this association and/or the ANA.
- (b) The Committee on Education shall:
 - 1) recommend and advise on the concerns of nursing education programs;
 - 2) assist district associations and special interest groups of members in identifying and meeting needs of continuing educations;
 - 3) encourage and stimulate study in all areas of nursing education;
 - 4) disseminate information about continuing education programs;
 - 5) act as liaison with the Board of Nurse Licensure, the University of the Virgin Islands, the Board of Education

and other groups concerned with the educational preparation of health workers.

- (c) The Committee on **Operations** shall:
- 1) **Supervise the financial transactions of VISNA, including the development and submission of an annual budget for the approval of the Board of Directors, Supervising the keeping of VISNA's accounts, and supervising VINA's operational costs;**
 - 2) **Annually review VISNA Policies and Procedures;**
 - 3) **Evaluate and recommend to the Board of Directors any initiative which would aid in Long Range Planning; and**
 - 4) **Evaluate and advise the Board of Directors on other issues as deemed appropriate.**
- (d) The Legislation Committee shall:
- 1) develop and implement a legislative platform with the approval of the Board of Directors and the voting body of the membership;
 - 2) review and react to proposed federal and territorial legislation impacting nursing and healthcare;
 - 3) draft or assist in drafting legislation which will enhance nursing and health care;
 - 4) refer matters for study, interpretation or appropriate action to other units;
 - 5) communicate with ANA Division of Governmental Affairs, other state nurse's associations, and VISNA district associations;
 - 6) work with appropriate allied health groups and governmental agencies on matters of concern in nursing and health; and

- 7) advise the Board of Directors on legislative matters.
- (e) Members of the Commission on Economic and General Welfare shall be appointed for a two-year term and shall include the UAN delegate. The Commission on Economic and General Welfare shall:
- 1) concern itself with the economic and general welfare of the registered nurse;
 - 2) develop general economic standards and devise methods for gaining their acceptance and implementation through appropriate channels;
 - 3) work to represent non-bargaining unit eligible registered nurses;
 - 4) receive recommendations from bargaining units and formulate policy related to state legislation on the economic and general welfare of nurses.
 - 5) advise and assist bargaining unit representatives in developing programs in economic and general welfare;
 - 6) evaluate developments and trends in health care practices and the general economy for their social and economic implications for nurses;
 - 7) assure that all ratified and approved collective bargaining agreements are developed and processed in accordance with adopted policy.
- (f) The Nominating Committee shall:
- 1) request names of candidates of elective offices;
 - 2) prepare a slate of nominees and publish such slate at least sixty (60) days prior to the biennial convention;
 - 3) implement the policies and procedures for nominations and elections as established by the Board of Directors; and
 - 4) assume other responsibilities as provided for in these by-laws.

ARTICLES VIII

COUNCILS

SECTION I. DEFINITION

A council is an organizational unit with which members affiliate within a specific clinical or functional area.

SECTION II. ESTABLISHMENT

- (a) Members may petition the Board of Directors for establishment of a council.
- (b) The Board of Directors shall establish councils by name, purposes, responsibilities and composition of membership.
- (c) A council may be dissolved by a two-thirds (2/3) vote of the Board of Directors upon:
 - 1) recommendation of the council; or
 - 2) agreement by the Board of Directors and council that there is no reason for its continuance; or
 - 3) failure to carry out its objectives or conform to the requirements or principles of the association; or
 - 4) failure to maintain the numerical criteria required for establishment of a division.
- (d) Local units established for the purpose of collective bargaining shall develop their by-laws and provide a mechanism for a core committee selected from among eligible members. The chairperson of the core committee shall be:
 - 1) responsible to the Commission on Economic and General Welfare;
 - 2) accountable to eligible members;
 - 3) make a general report at annual meetings to the board and the membership of VISNA and at such other times as deemed necessary;

- 4) act in accordance with policies, by-laws and philosophies of this association;
 - 5) submit ratified negotiated agreements to the board for approval; and
 - 6) make all decisions relating to job actions by local units.
- (e) All members, who are represented by VISNA for the purposes of collective bargaining may be eligible for nomination and vote for delegate to the National Labor Assembly (NLA) of the United American Nurses (UAN).

SECTION III. COMPOSITION

Councils shall be composed of members whose interests are within specific clinical/functional areas.

SECTION IV. ELECTION OF OFFICERS

- (a) Each council shall elect an executive committee of not less than three (3) nor more than five (5) officers.
- (b) Terms of office for officers of councils shall be two (2) years.

SECTION V. RESPONSIBILITIES

- (a) Each council shall:
 - 1) assume responsibilities assigned by the membership and Board of Directors;
 - 2) establish a plan of operation for carrying out its responsibilities;
 - 3) recommend policies and positions for adoption by the Board of Directors and the membership;
 - 4) provide forums for collaboration, interaction, dissemination of information and discussion of issues and concerns;
 - 5) promote adherence to standards of nursing practice.

Business shall be conducted by a majority of the council members present and voting.

ARTICLE IX DISTRICT ASSOCIATIONS

SECTION I. DEFINITION

A district association is an officially recognized group that meets the qualifications and responsibilities by these by-laws.

SECTION II. QUALIFICATIONS

- (a) A district association shall:
- 1) serve a clearly defined geographic area;
 - 2) have by-laws that govern its members and regulate its affairs which are congruent with those of VISNA;
 - 3) have stated purpose and functions congruent with those of VISNA;
 - 4) maintain membership that meets the qualifications in these Bylaws, unrestricted by consideration of nationality, race, color, creed, religion, disability, lifestyle, health status, **gender, age, or sexual orientation**;
 - 5) be entitled to services from VISNA as defined by the VISNA Board of Directors.

SECTION III. RESPONSIBILITIES

- (a) The by-laws of each district association shall:
- 1) provide that members meet the qualifications as specified by these by-laws;
 - 2) provide for the obligation of members to pay dues in accordance with adopted policies;
 - 3) provide for members to elect delegates and alternates to the ANA House of Delegates in accordance with these by-laws and adopted policy;

- 4) protect members' rights to participate in VISNA and the district association; and
 - 5) specify the rights and obligations of its members
- (b) Each district shall:
- 1) provide for members to nominate candidates for delegates to ANA House of Delegates in accordance with these Bylaws and adopted policy;
 - 2) provide for members to nominate candidates for VISNA offices, Board of Directors, and committees in accordance with these by-laws and adopted policies;
 - 3) submit by-laws and proposed amendments to VISNA;
 - 4) provide such information to VISNA as required by adopted policies and procedures; and
 - 5) comply with the requirements of these by-laws.

SECTION IV. DISCIPLINARY ACTION BY VISNA

- (a) Disciplinary action against district association shall be initiated for failure to:
- 1) maintain the qualifications and responsibilities of district associations as identified in these by-laws;
 - 2) submit by-laws to VISNA upon request.
- (b) Disciplinary action shall be conducted in accordance with association policies.

ARTICLE X ADVISORY COUNCIL

SECTION I. COMPOSITION

Communications between nursing service and nursing education. The council shall consist of the Board of Director, the Presidents of Districts Associations, representatives of the Board of Nurse Licensure, University of the Virgin Islands Nursing Faculty, and the President of the Student Nurses Association and a representative of the LPN Association.

SECTION II. MEETINGS

Meetings of the Advisory Council may be held at such times and places as shall be determined by the Board of Directors.

SECTION III. QUORUM

Seven members of the Advisory Council, together with the President and one other officer of VISNA shall constitute a quorum of the Advisory Council of the association.

ARTICLE XI OFFICIAL PUBLICATION

The VISNA News shall be the official publication of this association.

ARTICLE XII AMENDMENTS

SECTION I. AMENDMENTS WITH NOTICE

- (a) The By-Laws Committee shall receive proposed amendments at least six (6) months prior to the annual meeting or biennial convention.
- (b) Amendments proposed by the By-Laws Committee shall be in the possession of the secretary of this association at least two (2) months before the date of the annual meeting or biennial convention and shall be appended to the call for meeting.
- (c) These by-laws may be amended with prior notice at any annual meeting, biennial

convention, or special meeting by a two-thirds (2/3) vote of the members present and voting.

SECTION II. AMENDMENTS WITHOUT NOTICE

These by-laws may be amended without previous notice at any annual meeting, biennial convention or special meeting by an affirmative vote by ninety-nine (99) percent of those members present and voting.

**ARTICLE XIII
PARLIAMENTARY AUTHORITY**

The rules contained in Robert's Rules of Order, Newly Revised shall govern the conduct of this association in all cases to which they are applied and in which they are not inconsistent with these by-laws, or the charter, or adopted articles of VISNA.

*Provision in effect for 1991 and 1992. Due to the fact that elections were not held in 1989, but were postponed until 1990 due to Hurricane Hugo, it is provided that elections shall not be held in 1991, and that officers and members of the Board of Directors and delegates shall continue to serve in their present capacity until elections are held in 1993, except that two (2) Board members are to be elected in 1992 (to replace the two (2) Board members whose terms expired in 1991) and shall serve until (3) elections are held in 1995.

Proviso Passed: October 19, 1991 - St Croix, USVI

Adopted: October 18, 1992 - St Croix, USVI

Amended October 7, 2001 - St. Thomas, USVI

NOTES

AMENDED ARTICLES OF INCORPORATION

VIRGIN ISLANDS STATE NURSES ASSOCIATION, INC.

We, the undersigned, acting as incorporators of a corporation organized under the Virgin Islands Nonprofit Corporation Act, do adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation, as amended is the Virgin Islands State Nurse's Association, Inc.

ARTICLE II: OBJECTS AND PURPOSES

The objects and purposes for which this corporation is formed are as follows:

(a) To foster high standards of nursing practice, promote the professional and educational advancement of nurses, and promote the welfare of nurses that all people have better nursing care.

(b) To promote through appropriate means, the standards of nursing education, nursing practice and nursing services as defined by the American Nurse's Association.

(c) To insure adherence to the Code of Ethical Conduct for practitioners established by the American Nurses Association.

(d) To survey periodically the nurse resources of the Territory.

(e) To promote and protect the economic and general welfare of nurses.

(f) To promote legislation and to speak for nurses in regard to legislative action concerning general health and welfare.

(g) To interpret and promote professional counseling service to individual nurses, and to their employers in regard to employment and available personnel.

(h) To deliver and promote actively a program of inter-group relations.

(i) To provide for the continuing professional development of practitioners.

(j) To recruit actively, students for nursing.

(k) To represent nurses and serve as their state spokesman with allied professional, community and government groups and with the public.

(l) To provide for representation in the American Nurse's Association House of Delegates.

(m) To promote relationships with state student nurses associations.

ARTICLE III: PRINCIPAL OFFICE AND RESIDENT AGENT

The principal office of the corporation is located at:

No. 1 Queen Cross Street, Suite A

Christiansted, St. Croix

U.S. Virgin Islands 00820

The resident agent of this corporation is:

Warlick & Quigley, P.C.

No. 1 Queen Cross Street, Suite A

P.O. Box 3209

Christiansted, St. Croix

U.S. Virgin Islands 00820

ARTICLE IV: DURATION

The date of commencement of the corporation shall be the date upon which the original Articles of Incorporation are filed pursuant to law, and the corporation shall continue in existence until dissolved pursuant to law.

ARTICLE V: MEMBERSHIP

All members and associates shall be nurses who are graduates of state accredited schools of professional nursing, each of whom has been granted a license to practice as a registered nurse in at least one state, which license has not been revoked in any state for professional conduct. A graduate nurse from any foreign country, who has been granted a license to practice as a registered nurse in any state of the United States and its territories, and who meets the requirements of the Virgin Islands State Nurses Association, shall be eligible for membership or associated status of this association. A member is in good standing when the application has been accepted in accordance with the by-laws and when the dues are not delinquent.

ARTICLE VI: INDEBTEDNESS

The highest amount of indebtedness or liability to which the corporation shall at any time be subject is One Million Dollars (\$1,000,000.00).

ARTICLE VII: MANAGEMENT

Affairs of the corporation shall be managed by a Board of Directors consisting of 10 members which shall include President, Vice President, Corresponding Secretary, Recording Secretary, Treasurer and four Directors selected by the membership of the corporation by secret ballot. Officers and Directors shall be elected by the membership every two years as specified in the by-laws of the corporation.

ARTICLE VIII: DISSOLUTION

Upon dissolution of the corporation its remaining assets, if any, shall be distributed for an exempt purpose or for public use in accordance with the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954, as now in force or afterwards amended

ARTICLE IX: AMENDMENTS

These Articles may be amended in accordance with the procedures provided in Title 13, Virgin Islands Code, Section 492(b).

ARTICLE X: INDEMNIFICATION

The corporation shall have the power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding to the extent permitted by, and in accordance with the law of the Virgin Islands.

IN WITNESS WHEREOF, the undersigned original incorporators have made, subscribed and acknowledged these amended articles of incorporation on the day set forth below.

Laura H. Yergan
 Laura H. Yergan

Judith A. Grybowski
 Judith A. Grybowski

Millicent Carpenter
 Millicent Carpenter

ACKNOWLEDGMENT

COMMONWEALTH OF VIRGINIA)
COUNTY OF Albemarle)ss:

On this 18th day of October, 1993, before me came and personally appeared LAURA H. YERGAN, to me known and known to me to be the individual described in and who executed the foregoing instrument, and she acknowledged that she signed the same freely and voluntarily for the purposes therein contained.

Janet S. Hinde
 Notary Public Janet S. Hinde
 Commission Expires
 July 31, 1995

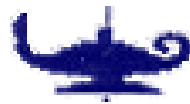
ACKNOWLEDGMENT

TERRITORY OF THE VIRGIN ISLANDS)
DISTRICT OF ST. CROIX)ss:

On this 10 day of November, 1993, before me came and personally appeared JUDITH A GRYBOWSKI and MILLICENT CARPENTER, to me known and known to me to be the individuals described in and who executed the foregoing instrument, and each acknowledged that she signed the same freely and voluntarily for the purposes therein contained.

Gwendolyn M. Leachman
 Notary Public

NOTES



*Front Cover Design and Concept By: Karen Mullgrav
Booklet Layout and Printing By:
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