

NATIONAL ASSOCIATION OF SOCIAL WORKERS, OREGON CHAPTER
BYLAWS (as amended ~~April~~June 2009)

Article I- Name

The name of the organization is the Oregon Chapter, National Association of Social Workers.

Article II- Purpose

- A. The Oregon Chapter is constituted to advance the purposes of the National Association of Social Workers in Oregon and is a basic administrative unit of the National Association of Social Workers. The Oregon Chapter program and structure shall be designed to encourage and facilitate participation by members. The program of the Oregon Chapter shall be related to the basic unified program plan of the National Association of Social Workers, taking into consideration the special needs and interests of the members within the Oregon Chapter.
- B. The purposes of the Oregon Chapter shall at all times be consonant with the National Association of Social Workers purposes as stated in Article II of the National Bylaws.

Article III- Membership

- A. Membership categories, including attendant rights and privileges, are specified in Article IV of the *NASW Bylaws*.
- B. All NASW members in the area of the Oregon Chapter shall automatically be members of the Oregon Chapter. A NASW member may elect to affiliate with the Chapter where she/he lives or works. In special circumstances as determined by the National Board of Directors, a member may elect to affiliate with a chapter within which a member neither lives nor works.

Article IV- Officers

- A. The officers of the Oregon Chapter are the President, Vice-President, Secretary, Treasurer, President-Elect and other officers deemed necessary for chapter operations.
- B. Duties
 - 1. President - is the presiding officer of the Board of Directors and Executive Committee and an ex-officio member of all committees; represents the Board ~~of~~ of ~~Directors~~ between its meetings and reports to the Board of Directors all important interim actions; assumes responsibility for the general direction and

oversight of the Executive Director, who is fully responsible for all other staff; in consultation with the Board of Directors makes all appropriate committee, task force, unit and other appointments; is available to consult with staff.

2. President-Elect - the Chapter President shall be elected one year in advance of assuming the duties of the office. Duties are to shadow the President and learn the position along with duties assigned by the President during the year. This person is called the President- Elect.

3. Vice-President – Duties

~~1a.~~ In the event of the absence or disability of the President, the Vice-President shall fulfill the duties of the President.

~~2b.~~ In the event of the resignation or inability of the President to discharge the duties of the office, the First Vice-President assumes the _____ Presidency.

~~3e.~~ Shall serve as chair of the ~~Membership Recruitment and Retention PR & Marketing~~ Committee, and shall _____ oversee the membership development programs and activities of the _____ Chapter.

5. Secretary - the Secretary is responsible for the Board of Directors and Executive Committee meeting minutes, as well as for the non-fiscal records of the chapter.

6. Treasurer - the Treasurer is responsible for ensuring the receipt, deposit, disbursement and withdrawal of all chapter funds and renders regular financial statements at least quarterly to the Board and Executive Committee. The Treasurer serves as the Finance Committee chairperson.

C. Terms of Office

The officers are elected by the Chapter membership. Chapter officers, except the President-Elect, shall serve terms of two years unless increased to three years by vote of the Board of Directors. Officers may not succeed themselves in the same office.

No board member shall serve more than six (6) consecutive years of service on the Board. Term as President-Elect does not count in the consecutive years prohibition.

The President-Elect shall be elected one year in advance of ~~their~~ his or her assumption of duties of the office of Chapter President.

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In the event of the vacancy of the office of President-Elect, the chapter shall either (a) offer the position to the President-Elect nominee receiving the next largest number of votes in the Chapter election or (b) provide for a special election to the office of President-Elect.

D. Vacancies

Vacancies, with the exception of the offices of President and President-Elect, occurring before the expiration of the term of office shall be filled by appointment of the Board of Directors and persons so chosen shall serve until the term expires.

Article V- Board of Directors

A. Powers

The Oregon Chapter Board of Directors exercises all powers of the Chapter specified in the *NASW Bylaws* or otherwise delegated by the NASW Board of Directors.

B. Composition

The Board of Directors consists of the following members:

1. The officers, (including President, Vice President, Secretary and Treasurer), and President-Elect.
2. ~~Ten-Eight (8+0)~~ Regional Representatives shall be elected to represent the geographic regions by the Chapter membership from five (5) electoral regions, in numbers proportionate to the numbers of members in each region.
3. Two (2) student members, one (1) graduate level and one (1) undergraduate level elected by the Chapter membership.

C. Terms of Office

1. The term of office shall commence July 1 for a term of two years unless increased to three years by vote of the Board of Directors, except student members shall serve one-year terms. No member shall serve more than a total of six (6) consecutive years of service on the Board.
2. In the event of two year terms, half of the officers and half of the regional representatives shall be elected in one year, and the remaining officers and half of the regional representatives, shall be elected in the next year.

In the event of three year terms, one-third of the officers and one-third of the regional representatives shall be elected every third year, except the first officers and board members who may be scheduled to serve terms of

less than three years to permit an orderly establishment of the three year term provisions.

D. Duties

Within the policies and priorities established by the Delegate Assembly and the National Board of Directors, the Oregon Chapter Board of Directors is responsible for:

1. Developing programs reflective of Delegate Assembly priorities and NASW association major objectives, including annual budgets supporting program implementation.
2. Establishing and dissolving committees and task forces based on Chapter program and administrative needs.
3. Developing Chapter policies within the framework of NASW public, professional and organizational policies.
4. Creating, restructuring, reviewing and determining the level of support for all local units of the Chapter within national standards.
5. Representing the Chapter in the community to maintain its relationship with other organizations.
6. Hiring and annually evaluating the performance of the Executive Director.
7. Overseeing the fiscal viability of the Chapter, including the development of fiscal policies, adopting an annual budget, publishing an annual financial report to the membership and obtaining an annual audit.
8. Developing and implementing membership recruitment and retention programs.
9. Evaluating and appraising of operations relative to achieving association and chapter objectives.
10. Reviewing the Chapter's organizational pattern after each Delegate Assembly to assure relevant structure.
11. Reviewing and resolution of intra-organizational issues and problems.
12. Participating in Board meetings.

13. Participating in the Board Orientation Program developed by the Board.

14. Overseeing all other business necessary to fulfill the chapter's purposes.

E. Meetings

The Board of Directors shall meet at least four times annually. Meetings may be face-to-face or electronic. Time and notice of each meeting shall be given to all members.

Special meetings can be held at the call of the President or by petition of a majority of members of the Board. A two-week notice for special meetings is needed, unless right of notice is waived by three-quarters of the Board of Directors.

F. Quorum

A simple majority of the Board of Directors constitutes a quorum for the transaction of business.

G. Proxy Voting

Voting by proxy is not allowed.

Article VI- Executive Committee

A. Powers

The Executive Committee of the Board of Directors is responsible for chapter affairs between Board meetings; and functions as the Personnel Committee to oversee the organization and completion of the annual performance appraisal of the Chapter Executive Director.

B. Composition

The Executive Committee consists of the officers and President-Elect when appropriate, plus 2 additional board members selected by the board. The Executive Committee should be chosen, as much as possible, to reflect membership concentration, geography, ethnicity, gender, students and chapter special interests.

C. Term of Office

Executive Committee members, other than officers, serve one year terms.

D. Duties

Between board meetings, the Executive Committee has the powers of the Board of Directors within the general policies, program, budget and specific directions established by the board, except that decisions regarding the employment status of the Executive Director are reserved for the full board.

E. Meetings

Executive Committee meetings will be scheduled by the President or by petition of a majority of members of the committee. Executive Committee members will be given adequate notice of the meeting time and place.

F. Quorum

A simple majority of Executive Committee members constitutes a quorum for the transaction of all business.

Article VII, Nominations, Elections, and Removal from Office

Nominations and election processes specified in the *Standards for NASW Chapter Nominations and Elections* adopted by the National Board of Directors will be followed.

Board members will be required to sign the NASW Code of Conduct and Conflict of Interest statements.

Nonattendance by Board members at three consecutive meetings of the Board of Directors and nonattendance by officers at three consecutive Executive Committee and/or Board of Directors meetings may be cause for removal. When such an officer or Board member has been absent from the number of meetings designated above, the item of his or her retention shall be placed on the agenda of the next regularly scheduled meeting of the Board of Directors. At that meeting, the Board may remove the officer or Board member by a vote of the majority of the full Board.

A Board member may be removed for violating the Code of Conduct and Conflict of Interest statements under the procedures approved by the National Board of Directors.

Article VIII- Delegates to Delegate Assembly

A. Election of Delegates and Alternates

Organizational policy regulating the election of delegates to Delegate Assembly is specified in the *NASW Bylaws*, Article V and in the *Standards for NASW Nomination & Elections* guidelines. Delegates and Alternates will be elected in accordance with those provisions.

B. Composition of Chapter Delegations

1. The Chapter President shall serve as the Chapter's first delegate to Delegate Assembly. In the event the President is unable to participate as a delegate, the Chapter Board of Directors shall select one of its members as the chapter's first delegate.

2. The President-Elect shall serve as the guaranteed alternate for single delegate chapters or as the second delegate if a chapter is entitled to more than one delegate.

3. Delegates from chapters entitled to four or more delegates must comprise a balanced representation of all geographic areas and population centers of the chapter meeting the Affirmative Action requirements established by the *NASW Board*.

C. Delegate Term of Office

With the exception of the President or President-Elect, delegates and alternates shall be elected for three-year terms beginning two years before the Delegate Assembly.

D. Alternate and Replacement Delegates

1. The Chapter President shall be an automatic delegate who, if unable to serve, shall be replaced by a member of the board of directors.
2. Delegates and alternates must be elected to represent the chapter.
3. The Board of Directors can replace delegates only if elected delegates are unable to attend the Assembly.
4. Such elected or appointed delegates must maintain the chapter's Delegate Assembly Affirmative Action requirements.
5. The Chapter Executive Director shall represent the chapter as a non-voting delegate.

Article IX- Committees and Task Forces

A. Mandated Committees

Mandated committees are:

1. Executive Committee as defined in Article VI of these bylaws.
2. Nominations and Leadership Identification as defined in Article VII of these bylaws and the Standards for Chapter Nominations and Elections.
3. Committee on Ethics, as defined in the NASW Procedures for Professional Review and the Professional Review Technical Aids. The Committee on Ethics shall be composed of three to six people at a minimum, with additional people being appointed as necessary to do the work. Ethics Committee members will be appointed by the President with the advice and consent of the Board from a variety of branches, who shall be responsible for hearing and determining complaints filed in accord with the Association's policy on professional review. The Committee on Ethics may convene local panels to conduct hearings.
4. In the event the Executive Committee does not serve as the Finance Committee, there will be a Finance Committee appointed. The board Treasurer shall chair the Finance Committee if established by the Chapter.

B. Other committees and task forces.

The chapter Board of Directors may establish and dissolve standing Chapter Committees and task forces based on the Chapter's program and administrative needs. These committees and task forces are accountable to the Board of Directors in all matters.

C. Committee and Task Force Membership

In making appointments, the President and the Board of Directors should give consideration to a member's competence, geography, gender, ethnicity, sexual orientation, experience and region recommendations. NASW membership in good standing is a requirement for all committee appointments.

Article X- Regions and Other Units

A. Statement of Intent

The Oregon Chapter encourages the maximum possible membership participation through its local regions.

Region activities shall be consistent with Association purpose, policies, procedures and bylaws.

B. Purpose of Regions

Regions are geographically defined local units that serve the two-fold purpose of representation to the Chapter Board and implementation of programs locally.

1. Chapter members will be represented on the Board through regional representatives. Regional representatives will reside in their regions and will be elected only by the members residing within the boundaries of their region.
2. The Chapter Board will establish five (5) geographic regions for the purpose of Chapter Board representation.- Regions shall have direct representation on the Chapter Board of Directors through the election of Board Regional Representatives elected by the members of the region.
3. The Chapter Board will determine the number of representatives to be elected from each region, based on the principle of one member, one vote.
4. The Chapter Board of Directors has the responsibility to create, review and restructure regions as necessary. The Board shall periodically review and take action to either maintain or revise the electoral regions

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established under paragraph **XB.B2.2b.** of this Article and the formula for proportional representation of members established under paragraph **XB.B2.3e.** of this Article.

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5. The establishment of electoral regions is for the purpose of Chapter Board representation only.

C. Special Interest Groups

Any group of members of the Chapter may at any time petition the board of the Chapter to be recognized as a sub-unit of the Chapter for the purpose of carrying on program activities and receiving chapter funds to support such activities.

D. Other Units

Other units, such as districts as sub-units of regions, may be developed or recognized to further the Chapter's program. See also the Affiliated Volunteer Groups Policy and the Volunteer Conduct Policy available in the Chapter office.

Article XI- Staff

A. Personnel Practices

Chapter personnel practices are regulated by the *Personnel Standards for NASW Chapters* adopted by the National Board of Directors.

B. Chapter Responsibilities and Authority for Staff

1. The Board of Directors of the Oregon Chapter shall be responsible for the oversight of such staffing arrangements as is required to provide for the conduct of the Chapter's business.
2. The Chapter Board of Directors, in consultation with the National Office, shall appoint an Executive Director who, in line with established personnel policies and practices, shall have the authority to employ, assign, detail and release all other staff of the chapter in compliance with chapter standards established by NASW.

Article XII- Finance

A. Chapter Finances

Funds shall be provided to promote the programs of the Association through the Oregon Chapter in the following manner:

1. Direct rebates in accordance with National Bylaws Article XIX- Dues and Other Income.
2. Supplemental grants at the discretion of the NASW Board of Directors.

3. Funds raised by the Oregon Chapter in accordance with accepted procedures of the Association.
4. Chapters may not establish 501 © (3) accounts, nor give tax receipts for any donations. This must be referred to the NASW Foundation.

B. Chapter Financial Affairs

The Oregon Chapter Board of Directors shall arrange for the careful stewardship of financial resources by providing the following:

1. A chapter bank account that conforms to the requirements specified in the NASW Chapter Standards. No district or other units shall have ongoing bank accounts. The Oregon Chapter may open local bank accounts for the use of regions, districts or other units. Local bank accounts to be in limited amounts not to exceed \$500.
2. A Chapter budget prepared prior to the beginning of each program year (July 1- June 30) that reflects the Chapter's anticipated program for the year.
3. The preparation and distribution of financial reports to the Board of Directors at least quarterly. A year-end financial report shall be made available to chapter members.
4. An independent audit by a certified public accountant is required annually and must be forwarded to the National Office by specified date.
5. The Oregon Chapter will develop a financial policy defining budgeting and reporting requirements, the staff role in financial management, the reimbursement for chapter leadership and staff expenses, investment policies and policies related to reserve funds in the Chapter.
6. The Oregon Chapter will adhere to financial management guidelines approved by the National Board of Directors.

Article XIII- Political Action Committees

The Oregon Chapter's political action committee will conform to applicable State and Federal laws and regulations. The Oregon Chapter's Political Action Committee shall be called the Social Workers Political Action Committee (SWPAC).

The Oregon Chapter will obtain prior review and approval from the National Office for its political action committee's bylaws before they become effective.

Article XIV- Bylaws Amendments

The Oregon Chapter bylaws may be amended by a vote of two-thirds of the Board of Directors representing fifty percent of the regions in attendance at a regularly called meeting, provided that the proposed bylaws amendment has been published and distributed or placed on the chapter web site to Chapter members at least three weeks prior to the meeting.

Implementation of an approved bylaws amendment depends upon approval by the National Board of Directors sanctioning process.

