PENNSYLVANIA SOCIETY OF DIRECTORS OF

VOLUNTEER SERVICES IN HEALTHCARE

**BY LAWS**

# **ARTICLE I – NAME AND MISSION**

**Section 1: NAME**: The name of this organization shall be the “Pennsylvania Society of Directors of Volunteer Services in Healthcare, Inc.” hereinafter called “Society.”

**Section 2: MISSION**: The Pennsylvania Society of Directors of Volunteer Services in Healthcare, Inc.shall promote the professional development of volunteer management in health care institutions through the development and promotion of standards of excellence. These standards of excellence are the basis for education and advocacy for members. The Society will utilize all available resources to facilitate the exchange of ideas, information, and consultative services for members.

**Section 3: OBJECTIVES**:

1. Foster relationships with institutions, allied associations and community agencies;
2. Encouraging the organization of chapters and supporting their efforts to conduct regular meetings and educational programs;
3. Encouraging and supporting members to develop their knowledge and increase their competence in the field of volunteer services administration;
4. Providing a mechanism for the interchange of ideas in support of matters relating to volunteer services.

# **ARTICLE II -- MEMBERSHIP**

**Section 1: CLASSES OF MEMBERSHIP**: Membership in the Society shall consist of the following: Full, Associate, Retired and Honorary.

**Section 2: ELIGIBILITY**:

1. Full Membership – Full membership in the Society may be granted to persons employed and recognized by the administration of health care organizations as having major and continuing responsibility for the volunteer services programs within those organizations. These individuals must be responsible to an administrative staff member of the organization.

Full membership entitles individuals to vote, serve on the Society board, chair committees, serve on committees, and receive all appropriate Society

mailings.

1. Associate Membership – Associate membership may be granted to persons employed in healthcare who: 1) no longer directly supervises the management of volunteer services; 2) are concerned with the provision of volunteer services, but do not manage a volunteer program.

Associate membership entitles individuals to vote, serve on committees and receive all appropriate Society mailings. They may not serve on the Society board.

1. Retired Membership – Retired membership may be granted to persons who no longer hold membership due to total cessation of employment.

Retired membership entitles individuals to serve on committees where they may vote. They are not eligible to serve on the Society board or to vote in the election of officers or for matters presented to the membership for vote.

1. Honorary Membership – Honorary membership may be granted to persons who have made outstanding contributions to the field of volunteer service administration and who are not eligible for Full or Associate membership.

Honorary members do not pay dues and are not eligible to vote.

**Section 3: APPLICATION**: Membership in the Society is initiated at the Chapter level and shall become effective upon:

 a) Receipt of the properly completed application form,

b) Receipt of the specified dues, and

c) Acceptance of the application by the Chapter Board to ensure the membership criteria are met.

**Section 4: TRANSFER OF FULL OR ASSOCIATE MEMBERSHIP**: If a Society member leaves his or her position in a health care facility while still a member in good standing, the individual’s membership may be transferred to his or her successor for the remainder of the paid dues period.

**Section 5: SUSPENSION AND TERMINATION**:

1. Nonpayment of Dues – The Society operates on a calendar/fiscal year. Dues are payable on or before January 1st. Membership in the Society shall be automatically terminated for failure to pay dues by March 1st
2. Reinstatement Following Nonpayment of Dues – Membership in the Society may be reinstated upon receipt of the delinquent dues payment.
3. Loss of Eligibility – The membership of any person who no longer meets the eligibility criteria, set forth in Article II, Section 2, shall be terminated.
4. Resignation – A Society member may resign by submitting a letter of resignation to the membership chairman of the State Society.
5. Suspension or Expulsion – The Board of Directors may suspend or expel any member for just cause, at any time, after giving such member an opportunity for a hearing before the Board of Directors. Any member suspended or expelled may be reinstated by the affirmative vote of a majority of the members of the Board of Directors present and voting.

The term “for just cause” shall include, but not be limited to, any violation of these By-laws.

# **ARTICLE III – DUES AND FINANCES**

**Section 1: MEMBERS’ DUES**: The Board of Directors of the Society shall establish the dues for each class of membership, including how dues are divided between the State and Chapter treasuries.

**Section 2: FINANCES**: The State and each Chapter shall have an annual operating budget established and approved by their respective Board of Directors

**Section 3:** **DUES**: Dues notices will be mailed to members by November 30th. Payment will be required by March 1. If payment is not received by March 1, membership will be terminated unless documentation can be provided from the organization’s finance department indicating that payment is in process.

# **ARTICLE IV – MEETINGS**

**Section 1: REGULAR MEETINGS**: There shall be an annual and such other regular meetings of the Society as may be fixed by resolution of the Board of Directors. The time, place, and methodof such meetings shall be designated by the Board and written notice, by mail, fax or e-mail, given to the membership not less than thirty (30) days before the dates so fixed.

1. Chapters shall meet at least four times per year at a time and place mutually convenient to its members.

b) Full and Associate members may invite a guest to attend a regular meeting; however, as non-members, these individuals cannot vote and are not eligible to serve on committees or on the Board. Non-members will be assessed a program fee, the amount of which will be determined annually by the Chapter Boards.

**Section 2: SPECIAL MEETINGS**: Special meetings of the Society may be called by the President, or in his/her absence, by the President-elect or upon the written request of not less than one-sixth (1/6) of the full members. Such request shall be directed to the Secretary, and the request shall recite the object of the meeting. The Secretary shall give notice in writing, by mail, fax or e-mail, to the Full and Associate membership not less than ten (10) days before the date fixed for such special meeting, which notice shall recite the object of the meeting.

a) Requests for special meetings at the Chapter level will follow the same procedure outlined but with the exception that one-half of the membership is required to call a special meeting.

**Section 3: QUORUM**: A quorum of the Society shall consist of one-fourth (25%) of the then eligible Full and Associate members.

**Section 4: VOTING RIGHTS AND PRIVILEGES**: Each Full and Associate member shall be entitled to a vote at any regular or special meeting of the Society. At the Board’s direction, voting may take place by mail, e-mail or fax. The signed ballot must be returned by mail, email or via fax by the deadline on the ballot.

# **ARTICLE V – OFFICERS**

**Section 1: OFFICERS**: The officers of the Society shall be the President, the President-elect, the Vice-President, the Secretary and theTreasurer. The office of President-elect is optional at the Chapter level. Only Full members in good standing shall be eligible for office.

**Section 2: NOMINATIONS**: The Nominating Committee shall submit written nominations, by mail, fax or e-mail, to the Board of Directors, not less than sixty (60) days in advance of the annual meeting and shall present at the annual meeting of the Society its nominations for each office. Any Full or Associate member may make additional nominations for any office from the floor at such meeting with the consent of the proposed candidate.

a) Nominations for Board positions at the Chapter level must be submitted to Chapter members sixty (60) days prior to the meeting at which the vote is taken.

**Section 3: OFFICERS ELECTED BY THE MEMBERSHIP**: The President-elect, Vice President, Secretary andTreasurer shall be elected for a term of one year at each annual meeting by a majority vote of those present and qualified to vote. Elected officers shall assume their responsibilities on January 1 next after their election.

a) Officers at the Chapter level are elected to a one-year term and will assume their responsibilities on January 1.

**Section 4: VACANCIES**:

 If the office of President becomes vacant for any reason, the President-Elect shall assume acting responsibility for the unexpired term.  The President-elect shall serve the unexpired term and assume his or her own term as President thereafter. The office of President-elect shall remain vacant until it is filled through the regular election at the next annual meeting.

If the offices of President and President-elect both become vacant for any reason, the Vice-President shall assume acting responsibility for the unexpired term.  The office of Vice-President shall be filled by appointment by the Board for the unexpired term remaining.

If the office of Secretary or Treasurer is vacated during the term of office for any reason, that office shall be filled by appointment by the Board for the unexpired term remaining.

**Section 5: DUTIES**: The Officers shall have the following duties:

1. State President – The President shall be the chief executive officer of the Society. The President shall preside at all meetings of the Society and of the Board of Directors and its Executive Committee. The President shall prepare the Society’s annual budget in conjunction with the Treasurer. He or she shall, with the approval of the Board, appoint the Standing Committees and designate the chairpersons of each such committee, with the exception of the Nominating Committee, the Burston Award Committee, and the State Conference Committee. The President shall be an Ex-Officio member, with vote, of all committees except the Nominating, State Conference Committee***,*** and Burston Award Committees and shall attend to all usual duties pertaining to the office of President as outlined in the Duties of the Officers of PSDVS. The President must approve all requests for reimbursement from the State treasury, and is responsible for compilation of the Annual Report. The President appoints an Audit Committee at the first meeting of the New Year.

1. Chapter Presidents will serve on the PSDVS Board and Burston Award Committee. They have the same duties as the PSDVS President relative to Chapter business.

b) President-elect – The President-elect shall, in the absence of the President, perform the duties of the President. The President-elect shall serve as the editor of the newsletter. The office of President-elect is optional at the Chapter level.

 c) Vice-President – The Vice-President shall assist the President as directed. In

the absence of the President and President-elect, the Vice-President shall perform the duties of the President. The Vice-President shall serve as chairperson of the Burston Award Committee. It shall be the duty of the Vice-President to insure the composition of the Burston Award Committee and the award process in accordance with the Guidelines established by PSDVS.

1. At the Chapter level, the Vice President shall assist the President as directed and perform the duties of the President in absence of the President. The President may assign other responsibilities to the Vice President as needed.

d) Secretary – The Secretary shall record, or cause to have recorded, all minutes for regular and special meetings of the Society and those of the Board of Directors. He/She shall maintain records and prepare and receive correspondence for the Society. The Secretary shall initiate a request forandcoordinate the distribution of the annual Governor’s Volunteer Proclamation.

1. The Secretary at the Chapter level perform the same duties as the State Secretary with the exception of securing the Governor’s Volunteer Proclamation

e) Treasurer – The Treasurer in cooperation with the incoming President shall assist with the preparation of the Society’s annual budget as outlined by the Board of Directors and Committee Chairpersons. The Treasurer shall maintain financial records, documenting Society income and expenditures in a manner that demonstrates proper controls. The Treasurer shall prepare and distribute to board members a current Society financial statement prior to each scheduled Board meeting. The Treasurer shall review and report the financial status to the Board. Upon authorization from the President, the Treasurer shall act to satisfy an outstanding invoice. Following Board approval, the Treasurer shall initiate investment or adjust current investment of Society funds in the manner directed. The Treasurer shall insure that all required financial transaction data be provided to the Internal Audit Committee for annual review. The Treasurer is charged with preparing, reviewing with the President, and then submitting all required financial information, statements and reports, to those federal or state agencies or bureaus within the time limits permitted by regulation or law. The Treasurer shall prepare and present the Society’s year-end financial report.

1. The Treasurer at the Chapter level shall perform the same duties as the State Treasurer with the exception of duties relative to federal reporting.

f) Past-President – The immediate past-president serves as the Chairman of the Nominating and Bylaws Review Committee.

**Section 6**: The Duties of the Officers of PSDVS and the Society Bylaws will be sent by the President to each Society board member when their term of office begins. The Duties of the Officers of PSDVS will be reviewed by the Board at the last Board meeting of each calendar year and revisions made as appropriate.

# **ARTICLE VI – BOARD OF DIRECTORS**

**Section 1: COMPOSITION**: The Board of Directors shall consist of the Officers of the Society, the immediate Past President, the Chairpersons of each standing committee and the President of each Affiliated Chapter. Each Director shall have one vote even though serving in a dual capacity. Each Director shall be a Full member in good standing of the Society.

## Section 2: RESPONSIBILITIES, DUTIES AND POWERS

1. The Board of Directors (State and Chapter) shall be responsible for the implementation of the mission of the Society and shall choose the location, format and programs for the meetings of the Society.
2. The Board of Directors (State and Chapter) shall prepare and adopt the budget of the Society and oversee the financial administration in a manner that is consistent with the budget, and the mission of the Society.
3. The State Board of Directors shall recommend to the membership the admission of affiliate chapters and the alignment or realignment of chapter territories.
4. The Board of Directors shall be responsible for the implementation and interpretation of these Bylaws and for the final resolution of all Society and Chapter disputes provided that no member or Chapter Affiliate shall be deprived of any right it asserts under these bylaws without first being given at least thirty (30) days written notice of any intended action by the Board and an opportunity to appear in person and be heard by the Board.

The by-laws will be reviewed every two years. It will be the responsibility of the Past-President to chair the Bylaws Review Committee. The committee shall consist of the Vice-Presidents of each chapter and is responsible to review the by-laws, solicit changes, and make recommendations to the Board for revision. The Board of Directors shall not approve bylaw provisions which conflict with the mission of the Society or its bylaws.

1. The Board of Directors (State and Chapter) shall take no action that is inconsistent with the provisions of these bylaws or the duly adopted resolutions of the membership.

## Section 3: MEETINGS OF THE BOARD OF DIRECTORS

1. Regular Meetings – Regular meetings of the Board (State and Chapter) shall be held at specific intervals as may be fixed by resolution of the Board of Directors.
2. For succession planning purposes, Chapter presidents may invite interested members of their Chapter to a Board meeting with prior approval of the President. Invited guests will not having voting privileges.
3. Special Meetings – Special meetings of the Board (State and Chapter) may be called at any time by the President or upon written request of not less than four (4) members of the Board. Notice of special meetings shall be conveyed at least two (2) days in advance thereof by mail, fax, e-mail, or other method of conveyance unless such notice be waived by attendance or by a written waiver signed by the member either before or after such special meeting.

**Section 4: QUORUM**: A majority of the Board of Directors shall constitute a quorum.

**Section 5: ACTIONS BY THE BOARD**: The Board of Directors (State and Chapter) shall maintain or cause to be maintained a record of its actions as evidenced by written minutes.

**Section 6: EXECUTIVE COMMITTEE**: There shall be an Executive Committee of the Board of Directors (State and Chapter) which shall consist of the officers of the Society. The Board of Directors may, by an affirmative two-thirds (2/3) vote of all Directors, temporarily vest the Executive Committee with power to act for the full Board of Directors until the next meeting of the Board at which a quorum is present.

# **ARTICLE VII – COMMITTEES**

**Section 1: STANDING COMMITTEES**: The Society shall have the following Standing Committees:

 Nominating Committee (State and Chapter)

 Burston Award Committee (State)

 Membership Committee (State and Chapter)

 Education and Compliance Committee (State and Chapter)

 State Conference Committee (assigned to Chapters on a rotating basis)

 Internal Audit Committee (State and Chapter)

 Website (State)

 Scholarship Committee (State and Chapter)

**Section 2: APPOINTMENT OF COMMITTEE CHAIRPERSONS**: Except for the Nominating Committee, Burston Award Committee, and the State Conference Committee, the President (State and Chapter), with the affirmative vote of a majority of the Board of Directors, shall appoint each year the Chairperson of each Standing Committee and such additional Committee members as the President deems necessary. Society Officers and Directors may also serve as Committee Chairpersons or Committee members. Committee vacancies shall be filled in the same manner as appointments.

**Section 3: COMMITTEE FUNCTIONS**:

1. Nominating Committee—
	1. The State Nominating Committee shall consist of the Chairperson and one person from each chapter. Each Chapter President shall appoint one member to the Nominating Committee who is not a member of the State Board.
	2. The Nominating Committee shall be chaired by the immediate Past President of the Society. In the absence of such a person, the Board of Directors will elect the Chairperson of the Nominating Committee.
	3. It shall be the duty of the Nominating Committee to submit in writing, by mail, fax or e-mail, to The Board of Directors the names of its nominees for each Society office except President at least sixty (60) days prior to the annual meeting of the Society.
	4. The Chapter Nominating Committee is chaired by the immediate past-president and should include three members-at-large.
2. Burston Award Committee—The Society Vice President serves as Chairperson of this selection committee. Also serving on the committee are the presidents of each affiliated chapter and a former award recipient. The President of the Society is an ex-officio member, without vote (unless in the case of a tie) of the committee***.*** The Burston Award for Outstanding Achievement in Volunteer Administration will be presented at the annual meeting.
3. Membership Committee – The Membership Committee is chaired by the State Membership Chairperson and includes the individuals responsible for membership in each Chapter.

The Membership Committee shall be responsible for the development of programs and policies to increase and maintain the membership of the Society and to determine the class, eligibility and good standing of members and to review and approve membership applications and membership transfers. The actions of the Committee shall be subject to reconsideration by the Board of Directors. The Committee shall maintain a current list of each class of membership, and provide reports thereon to the Society and to the Association for Healthcare Volunteer Resource Professionals (AHVRP).

1. Education & Compliance Committee – It shall be the duty of the committee to provide education and professional development for the members. This mission will be achieved by designing educational opportunities that reach members at all learning levels that are relevant to the discipline and that respond to our changing roles. They will also continue to develop standards of practice that will improve quality in healthcare volunteer programs. PSDVS members are encouraged to seek and maintain professional certification through AHVRP. The Education and Compliance Committee will provide educational programming that addresses the six areas emphasized in the certification process.
2. State Conference Committee – It shall be the duty of the State Conference Committee to plan and coordinate the annual meeting and educational conference. The Committee Chairperson will be appointed by the president of the Chapter responsible for the conference. Members will be appointed by the Committee Chairperson. The annual State Conference will be rotated among the Eastern, Central and Western Chapters.
3. Internal Audit Committee –
	* 1. The Internal Audit Committee (State and Chapter) shall consist of a Chairperson and two additional Members of the Board of Directors selected by the President and at the conclusion of each calendar year. The immediate past Treasurer can be called upon for assistance if needed.
		2. The Internal Audit Committee will meet at a time, place or manner to be determined by the Chairperson.
		3. It shall be the duty of the Internal Audit Committee to complete its review process and submit, in writing, a Committee determination to the President, and Board (State and Chapter) no later than the end of the first quarter of the next calendar year. The annual audit will include verification of the year-end revenue and expense report and changes in fund balances.
		4. All requests for reimbursement must be submitted to the President (State and Chapter) for approval prior to December 15 so that expenses will be recorded in the year in which they are incurred.

 7. Website Committee – It shall be the duty of the Website Chair to maintain the PSDVS website with the assistance of a webmaster.

**Section 4: POWERS OF COMMITTEES** – Except as otherwise provided in these bylaws, the powers and actions of all Committees shall be to recommend programs and policies for action to the Board of Directors.

# **ARTICLE VIII – AFFILIATED CHAPTERS**

**Section 1: PROPOSAL FOR AFFILIATION**: At least five (5) persons who are eligible for Full membership in the Society may propose in writing to the Board of Directors the formation of a new Chapter Affiliate. The proposal shall include the bylaws of the Affiliate, and its territorial boundary.

**Section 2: ACTION ON AFFILIATION**: If it appears to a majority of the Board of Directors that the proposed affiliation will promote the objectives of the Society, the Board shall recommend the affiliation for approval at the next regular or special meeting of the membership.

**Section 3: CHAPTER AUTONOMY**: Except as otherwise provided in these Bylaws, each Chapter shall be free to conduct its business and affairs as it sees fit.

**ARTICLE IX – RELATIONSHIP TO THE ASSOCIATION FOR HEALTHCARE VOLUNTEER RESOURCE PROFESSIONALS (AHVRP)**

**Section 1: RELATIONSHIP TO THE ASSOCIATION FOR HEALTHCARE VOLUNTEER RESOURCE PROFESSIONALS**. This Society shall conduct its affairs and cause its policies and Bylaws to conform to the Bylaws and policies of the Association for Healthcare Volunteer Resource Professionals so as to remain a Chapter in good standing of the Association for Healthcare Volunteer Resource Professionals.

**ARTICLE X – AMENDMENTS**

**Section 1: AMENDMENTS**: These Bylaws may be amended by the affirmative vote of two-thirds (2/3) of the Full and Associate members present at any regular or special meeting of the Society. A proposed amendment, unless initiated by the Board of Directors, must be endorsed in writing by not less than ten (10) members, and filed with the Secretary at least thirty (30) days prior to the meeting at which such amendment is to be considered. The Secretary shall refer the proposed amendment to the Board and shall send notice of such proposed amendment by mail to each full member of the Society not less than ten (10) days prior to the meeting at which the amendment is to be considered.

At the Board’s direction, mail, fax or e-mail ballots may be sent to Full and Associate members to vote on a proposed amendment. An affirmative vote of two-thirds (2/3) of the returns will amend a bylaw. Chapter President will be notified of amendment.

**Section 2: EFFECTIVE DATE OF AMENDMENTS**: Provisions of the Bylaws of the Society or amendments thereto, when adopted at any meeting, shall become effective upon adoption unless otherwise stated in the bylaws or the amendments.

**ARTICLE XI – DISSOLUTION**

**Section 1: DISSOLUTION**: Following an affirmative vote for dissolution of two-thirds (2/3) of the Full and Associate membership, all Society members shall then be notified of the dissolution. The Society is organized exclusively for charitable, scientific and education purposes. It shall be so conducted that no part of its income and earnings will be distributed to the benefit of any member, Director, Officer or other individual. Upon dissolution, any assets of the Society remaining after payment of just debts shall belong to the Association for Healthcare Volunteer Resource Professionals for a purpose set forth by the Society, or another similar non-profit tax exempt organization.

**ARTICLE XII—MISCELLANEOUS**

**Section 1: PROCEEDINGS**: All proceedings of the meetings of the Society, the Board of Directors, and the Committees shall be governed by accepted parliamentary procedures, unless otherwise provided in these Bylaws.

Adopted 4/02

Revised 10/04; 10/11/07, 1/6/09, 10/29/10, 12/16/11, Approved 12/14/2012.