

CONSTITUTION and BYLAWS
Of The
Mount Baker Nurse Practitioner Association

ARTICLE I – NAME

The name of this organization shall be the Mount Baker Nurse Practitioner Association (MBNPA).

ARTICLE II – PURPOSE

The purpose of this association is to support nurse practitioners (NP) while they are providing quality and accessibility to health care through the professional development and cohesiveness of those in the Pacific Northwest.

ARTICLE III – OBJECTIVES

The objectives of this association are as follows:

1. To promote the role and visibility of nurse practitioners
2. To provide and sponsor educational programs for the continuing education of nurse practitioners.
3. To support and facilitate local, state, and federal legislative programs improving the quality of health care and fostering the role of nurse practitioners in the health care systems.
4. To provide opportunities for support through communication and interaction among nurse practitioners for practice development.
5. To promote opportunities for nurse practitioner students to experience health care in a variety of clinical settings.
6. To encourage retired nurse practitioners to stay connected professionally and socially to the association through associate membership.
7. To support and advance the aims and goals of APRNs United of Washington and support organizations that support NP purposes.

ARTICLE IV – MEMBERSHIP

The association shall consist of active and associate members.

Section A – Active Members

Active members shall be ARNP's with current Washington State ARNP licenses and who have paid dues in full to Mount Baker Nurse Practitioner Association. Active members are entitled to vote, hold office, and participate on committees. Graduate NP's who have completed an accredited program and are scheduled to sit for boards may serve as active members.

Section B – Associate Members

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Associate members include student NP's, graduate NP's that have not obtained their license within one year of completing their program, retired NP's.

Associate member dues are 50% of full member dues.

Associate members may serve on committee.

Section C – Membership application form will be completed and accompanied by the appropriate annual membership fee. An applicant becomes a member upon verification of the application by the membership liaison and dues verified.

Section D – Membership will be considered terminated for non-payment of dues. Any member may be reinstated by making written re-application and current payment of dues.

Section E – Termination of active membership shall be automatic upon:

1. Resignation of member
2. Revocation or suspension of a member's ARNP license. May be terminated by the Executive Board if it determines a member has violated these bylaws or engaged in conduct, which violated the objectives of the association or is injurious to it. The Executive Board will first provide the member notice of the charges and set a full hearing before the Executive Board.
3. Non-payment of dues

Section F – Reinstatement may be requested in writing to the Executive Board.

ARTICLE V - DUES

Dues are required of each member. Dues are collected with membership application and renewal date will coincide with date of initial membership, and payable by expiration date. Dues will be determined annually by the Executive Board in September or prior to next calendar year.

ARTICLE VI – OFFICERS

Section A – Designated Officers and Terms of Office

1. The officers of this association shall be President, Vice President, Secretary, Treasurer, Membership Officer, Liaison Officer, and Continuing Education Officer and are voted positions.
2. All officers shall hold office for a two-year term.

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3. No officer shall hold the same office for more than three consecutive terms (6 years).
4. Elections shall be generally held in the Fall, with newly elected officers announced no later than December to assume duties in January of the following year. In the event that an officer is unable to carry out his/her duties for the term of office, the executive board will appoint an acting officer until an election can be held.

Section B – Duties of the President

1. The President shall be responsible for all administrative and business matters for the association.
2. The President shall implement policy established by the members of the Executive Board.
3. The President shall preside at all meetings; approve all conveyances, notes, contracts or other instruments authorized by members.
4. The President shall appoint all committees and unelected chairpersons as provided in these bylaws.
5. The President shall perform all duties incident to the office of President and such duties as may be assigned by the Executive Board.
6. The President will provide a summary of the year's activities and the next years goals/directions to present at the annual membership meeting.

Section C – Duties of the Vice President

1. The Vice President assumes all duties of the President in the President's absence.
2. The Vice President shall perform duties as assigned by the Executive Board.

Section D – Duties of the Secretary

1. The Secretary shall keep and maintain minutes of all meetings and give notices that are required to be given by these bylaws.
2. The Secretary is the custodian of the bylaws and records of this association.
3. The Secretary shall post copies of minutes on the secure member website after review and approval of the Executive Board.
4. The Secretary shall perform duties as assigned by the Executive Board.

Section E – Duties of Treasurer

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1. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the association:
 - a. receive and give receipts for all monies due and payable to the association from any source whatsoever.
 - b. deposit all such monies in such banks or depositories as shall be decided by the Executive Board.
 - c. account for and record all financial transactions of the association.
 - d. prepare and render an annual financial report each November.
2. The Treasurer shall perform duties as assigned by the Executive Board.
3. Financial audits shall be performed annually by a member who does not currently hold an elected office.
4. The Treasurer will provide an annual financial report and present at the annual membership meeting.

Section F – Duties of the Liaison Officer

1. The Liaison Officer shall obtain information regarding legislative activities, communicate concerns of this association to affiliated or collaborative professionals, act as an advocate for and represent this association.
2. The Liaison Officer will attend NP affiliate group and other related meetings as appropriate and assure information from the meetings is disseminated to the MBNPA at large.
3. The Liaison Officer shall perform duties as assigned by the Executive Board.
4. The Liaison Officer will provide an annual overview summary of related activities and present at annual membership meeting.

Section G – Duties of the Continuing Education Officer

1. The Continuing Education Officer shall coordinate provision of educational programs as determined by the Executive Board.
2. The Continuing Education Officer shall chair any Continuing Education Committee and attend all Executive Board Meetings.
3. The Continuing Education Coordinator Officer shall perform duties as assigned by the Executive Board.
4. The CE Officer will provide an annual summary for CE activities and present at annual membership meeting.

Section H – Duties of the Membership Officer

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1. The Membership Officer shall maintain the membership roster.
2. The Membership Officer shall perform duties assigned by the Executive Board.
3. The Membership Officer shall notify members about upcoming membership renewals.
4. The Membership Officer will provide an annual summary of membership and present at the annual membership meeting.

Section I – Compensation

No part of the net earnings of this association shall ever inure to or for the benefit of, or be distributed to its members, Executive Board officers, or private persons, except that the association shall be empowered to pay reasonable compensations for services rendered for operating costs and make payments and distributions for which the association was formed.

ARTICLE VII – MEETINGS

Section A – Regular Board Meetings

Regular meetings of the association shall be held at such time and place as determined by the officers.

Section B – Special Meetings

Special meetings may be called at any time by the President. Notice of such meetings shall include the date, time, location, and the specific matters to be discussed.

Section C – General Meetings

Notice of general meetings shall be in written form and emailed to each member in advance of each meeting. General meetings will also be posted on the website. and through other approved methods of contact.

Section D – Voting

For matters requiring vote of the Executive Board, each voting officer shall have one vote. The approval of business of this nature shall require the affirmative majority vote.

Occasional balloting of the membership may be conducted by email (i.e., officer elections) with a majority of the votes cast carrying the decision.

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ARTICLE VIII – EXECUTIVE BOARD

Section A – The Executive Board shall exercise, conduct, and control the corporate powers, affairs, policies, and property of the association as well as oversee strategic direction and long-term goals.

Section B – Members

Members of the Executive Board shall consist of the President, Vice President, Liaison Officer, Secretary, Treasurer, Continuing Education Officer, and Membership Officer.

Section C – Vacancies

In the event a vacancy occurs in any office, or on the Executive Board due to change in status or otherwise, such office shall be filled by appointment of the Executive Board.

Section D - Nomination Process

1. Nomination of Executive Board Officers concluding terms, in accordance with Robert's Rules, will be presented by the Nominating Committee at the Annual Membership meeting. *In the absence of a Nominating Committee, the Executive Board and Officers shall assume this role.*
2. Notification of upcoming nomination(s) and elections will be posted on the website 30 days prior to the annual meeting.
3. Nominations will be accepted from the floor, and via email for those who are unable to attend the annual meeting.
4. The email nominations must be received no later than the date determined by the Executive Board.
5. When possible, at least two candidates for each office will be nominated. Provisions will be made on the ballot for write-in candidates.
6. Candidates will be from the active membership.

Section E – Removal of an Executive Board Member

Any officer or committee chairperson, who is absent from two consecutive Board Meetings without excuse, may be removed from office and /or from the Executive Board.

ARTICLE IX – ELECTION PROCESS

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1. Election of Officers will be by written, rollcall or electronic ballot.
2. The ballot will be prepared by the nominating committee and presented to the membership as determined by the timetable set by the Executive Board.
3. All ballots must be returned to the nominating committee by the date as determined by the Executive Board.
4. All collected ballots shall be turned to the Secretary who shall appoint two members to count the votes.
5. The candidate receiving the greatest number of votes shall be declared elected. In the case of a tie vote. If the outcome is still tied, the Executive Board will meet to decide the method for election resolution.
6. Results will be announced as soon as possible following the election. The results will then be posted on the website.

ARTICLE X – COMMITTEES

Section A – Appointment and Term

Committees shall be standing or special. The Chairperson and members of a special committee shall be appointed by the Executive Board to serve for a term of one year or until existence of the committee is terminated. The Chairperson of standing committees shall be elected. Each standing committee shall submit written reports to the Executive Board for review at their meetings. Standing committee member shall be voluntary, from the active or associate membership. These may include, but not limited to, the following:

Section B – Standing Committees

1. Communication/Public Relations
2. Education

Section C – Special Committees

These shall be created at the discretion of the Executive Board for short-term, specific tasks.

ARTICLE XI – QUORUM

Section A

Fifteen percent of the current active members attending a regular meeting shall constitute a quorum.

Section B

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A minimum of three members of the Executive Board shall be necessary to constitute a quorum at any regular or special meeting(s) of the Executive Board.

ARTICLE XII – GENERAL PROVISIONS

Section A – Fiscal Year

The fiscal year shall be a twelve-month period established by resolution of the Executive Board. (Currently January 1 – December 31).

Section B – Contracts

The Executive Board may authorize any officer to enter into any contract or execute and deliver any instrument in the name of and on behalf of the association. Such authority may be general or confined to special instances.

Section C – Books and Records

The association shall keep correct and complete books and records of its accounts, meetings, and proceedings of the association. Documents shall be maintained by appropriate officers. These officers shall pass documents to newly elected officers at completion of their term. There shall be an annual audit of the financial records of the association done in such manner as directed by Executive Board.

Section D – Disbursements

All checks, drafts, or orders for the payment of money, notes, or other such evidence of indebtedness issued in the name of the association, shall be signed by the Treasurer or other properly authorized Executive Board Member.

Section E – Deposits

All funds of the association shall be deposited to the credit of the organization in such banks and other depositories as the Executive Board may select.

Section F – Dissolution of the association

Written dissolution may occur by a majority vote of the active members. In the event of dissolution of the association, all monies after all reconciliation has been made, will be given to an NP organization in the state of Washington by the board's choosing.

ARTICLE XIII – PARLIAMENTARY AUTHORITY

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The Rules contained in Robert's Rules of Order shall govern meetings in the association and Executive Board in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XIV – AMENDMENTS

Section A

These Constitution and Bylaws may be amended at any meeting. All proposed amendments shall be published prior to the meeting and read at said meeting.

Section B

Amendments may be made at any meeting by a two-thirds vote of all members present.

Section C

Amendments may also be made at any meeting without previous notice by unanimous vote of all members present.

ARTICLE XV – MEMBER RESPONSIBILITIES

These bylaws are subject to written approval of the current Executive Board and affirmative vote of a majority of members present.

Full Draft #1 – 3/15/09

Revised Draft #1 (Committee) – 6/5/25

Revised Draft #2 (Board Feedback) – 10/9/25