
BYLAWS OF THE COUNCIL ON VOLUNTEER SERVICES



OCTOBER 25, 2021
COUNCIL ON VOLUNTEER SERVICES

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BYLAWS OF THE COUNCIL ON VOLUNTEER SERVICES

Article I - NAME

The name of this non-profit service organization shall be the Council on Volunteer Services (COVS).

Article II - MISSION

The mission of the COVS is to support Council members in their mission of service to their healthcare facilities and provide opportunities for education in healthcare.

Article III - MEMBERSHIP

Section 1 - Admission: With the written endorsement of the Healthcare Facility CEO/Administrator, membership in the Council shall be available to all Volunteer Services organizations affiliated with an institution providing healthcare and meeting the requirements of membership in the Council of Volunteer Services.

- (a) Applications shall be made to the Council through the Vice President Membership.**
- (b) Applications filed in proper order and properly endorsed shall be automatically accepted by the Council. The President shall advise the applicant of acceptance.**

Section 2 — Resignation: Resignation shall be submitted in writing to the COVS President who will present it to the Board of Management. The resignation shall become effective when received by the Board.

Section 3 — Suspension: Any member Volunteer Services organization being in arrears in payment of dues after December 31st of any year, shall be, at the direction of two-thirds (2/3) vote of the Board of Management, stand suspended and shall be so notified in writing by the Council President.

Section 4 - Reinstatement: A Volunteer Services organization that has been suspended may make application for reinstatement to the Vice President/Membership of Council by paying annual dues. The President of Council shall notify the Volunteer Services organization President of reinstatement in writing.

Section 5 — Discipline: Any Volunteer Services organization, whose membership in Council has been suspended, shall forfeit all interest in any funds or other properties belonging to the Council and all rights to use the Council name, emblem, or other insignia.

Article IV - DUES AND REGISTRATION FEES

Section 2 — The dues of any Volunteer Services organization joining Council between August 1st and December 31st shall apply to the following fiscal year.

Section 3 — The Executive Board shall set the registration fee for the Annual Conference and any other program.

Article V – FINANCE

Section 1 — A budget of estimated income and expenses for the new fiscal year shall be prepared by the Council President, President Elect, Conference Chair and Treasurer. The Treasurer shall send the proposed budget by email to the Board of Management two (2) weeks in advance of the January meeting. The budget shall be voted on at the January meeting and approved by a 2/3 majority vote. Copies of the approved budget shall be filed with the Council Executive Committee.

Section 2 — The Council's book or books of account shall be audited/reviewed during the fiscal year. The President shall name the auditor/audit committee. The report of the audit will be presented to the President within two weeks after the audit is complete and to the Board of Management at the next scheduled meeting. The Council's book or books of account may be reviewed at any time deemed necessary by the Council Executive Committee.

Section 3 — The Council Treasurer shall determine the official depositories with the approval of the President.

Section 4 — Checks shall require one signature. Persons designated to sign checks shall be the President, President-elect, or Treasurer.

Article VI – ANNUAL CONFERENCE

Section 1 — The Annual Conference of the Council shall be held at the time and place set by the Executive Board.

- a) Member Volunteer Services organization Presidents and the Board of Management shall be given at least two months' notice by Council President of date, place, and plans for the Annual Conference.
- b) Any member in good standing of a member Volunteer Services organization is invited to attend and participate in the activities of the Annual Conference.

Article VI. ANNUAL CONFERENCE (Continued)

Section 2 — The voting body of the Annual Conference of Council shall be composed of the Board of Management and Presidents of each Volunteer Services organization. The COVS President shall recognize the voting body during the business session of the Conference.

- a) The official representative of a Volunteer Services organization may designate an alternate Volunteer Services member.
- b) The voting body present and voting shall constitute a quorum.

Section 3 — The Board of Management shall hold at least four meetings each year, one of which will be held in conjunction with the Annual Conference of the Council, and one of which shall be held in January. The Council President shall give prior notice. Additional meetings may be called by the Council President or upon written request signed by the majority of its members. Meetings by telephone conference call or unanimous written consent are authorized for Council Board or Committee Chair. Actions taken during such meetings shall have the same force and effect as actions concluded in person. The majority of members is required for these meetings.

Article VII - ELECTION OF OFFICERS

Section 1 — The Nominating Committee shall be composed of seven (7) members. The Past President shall serve as Chair of the Nominating Committee. One (1) member of the Nominating Committee shall be elected from each District at elections held at each of the five (5) District Spring Meetings. The President Elect shall also serve on this committee.

- a) This committee shall function for one year and shall fill any vacancy except that of the President, which shall be filled by the President Elect. If for any reason the President Elect cannot serve, the office will be declared vacant and shall be filled by the Executive Committee. If for any reason the immediate Past President cannot serve, the Executive Committee shall elect a Past President to serve as Chair of the committee. If a person elected to the Nominating Committee is subsequently elected to a Board of Management position for the same year, the committee position is declared vacant and shall be filled by the current Nominating Committee.
- b) Application for District Directors and District Nominating Committee Representative shall be mailed to the Chair of the Nominating Committee no later than February 15th. Candidates' application for each District should be mailed to the District Nominating Committee Representative no later than February 21st. The District Directors and the Nominating Committee Representative will be voted on at the District Spring Meetings by the local Presidents or designated representatives.
- c) Applications for President Elect, First Vice President/Conference Chair, Vice President/Membership, Secretary and Treasurer, shall be submitted no later than

Article VII.-ELECTION OF OFFICERS (Continued)

July 1st to the Chair of the Nominating Committee. These forms may be found on the COVS website.

- e) **The slate of officers selected by the Nominating Committee, with a narrative of the qualifications of each candidate, shall be mailed to the Board of Management members and Presidents of the member Volunteer Services.**
- f) **The applicant for District Director is required to serve at least one term as local Volunteer Officer/Committee Chair before applying to be a District Director.**
- g) **Following the report of the Nominating Committee at the Annual Conference, nominations may be made from the floor, except for the office of President. Nominations from the floor must have met the following criteria:**
 - 1) **The nominee's application must have been submitted to the Nominating Committee Chair by August 1st.**
 - 2) **The nominee's application must be filled out in its entirety, which includes the hospital CEO/Administrator's signature.**
 - 3) **The Nominating Committee Chair must have notified each member of the Nominating Committee, and the Executive Board by September 1st.**

Section 2 — Officers shall be elected at the Annual Conference by two-thirds (2/3) majority of the voting body present, which is composed of the Board of Management and Presidents of each Volunteer Services organization or designated Volunteer member. Vote shall be by acclamation or ballot. The officers shall assume office when installed at the Annual conference.

Section 3 - The term of office for the following officers: President, President Elect, First Vice President/Conference Chair, Vice President/Membership, Secretary and Treasurer shall be one (1) year. Any officer other than the President or President Elect is eligible for re-election. After two (2) consecutive terms in the same office, he/she is barred from that office for a period of one (1) year. The Treasurer may serve a maximum of five (5) consecutive terms if re-elected.

Section 3a) In the event of a U.S. Crisis, such as COVID or other emergencies, the Executive Committee and the Board of Management will vote to continue an office for an additional year due to extenuating circumstances. The amendment will be approved by the Executive Committee and the COVS Board of Management. The Presidents of local auxiliaries will vote to approve or not to approve the one-year additional term for that year.

Article VII - ELECTION OF OFFICERS (Continued)

Section 4 — A vacancy in the office of President shall be filled by the President Elect who shall serve the remainder of that year prior to serving his/her elected term. Should a vacancy in the office of President Elect occur, the current President, with Board approval, may serve one (1) additional term. A vacancy in any elective office, except District Director or Nominating Committee, shall be filled within thirty (30) days by the action of the Executive Committee. Any officer filling an unexpired term, must submit an Application for Nomination and be elected to that office for the coming year. Any position on the Board will be vacant after the second unexcused absence as determined by the Executive Committee.

Article VIII - OFFICERS AND THEIR DUTIES

Section 1 — The officers shall be President, President Elect, First Vice President/Conference Chair, Vice President/Membership, Secretary and Treasurer. The President shall appoint the Parliamentarian and Chairs of Standing Committees.

Section 2 — These officers must be active members of the dues paying Auxiliary/Volunteer organization and shall perform the duties prescribed by these Bylaws, Standing Rules, or the parliamentary authority: Roberts' Rules of Order — Newly Revised.

Section 3 — The President of Council shall be the Executive Officer of the Council and shall preside at all meetings of the Council, Executive Committee, and Board of Management.

Section 4 — The President Elect shall perform the duties of the President in his/her absence, and shall publish information on health care advocacy to the membership. The President Elect shall automatically assume the office of the President when the office becomes vacant.

Section 5 — The First Vice President shall serve as Chair of Conference under the direction of the President.

Section 6 — The Vice President/Membership shall coordinate activities of District Directors and shall serve as Membership Chair.

Section 7 — The Secretary shall keep a record of the attendance and proceedings of the meeting of the Council, Executive Committee and Board of Management and shall conduct correspondence as may be requested by the President.

Section 8 — The Treasurer shall be bonded and account for all monies received and disbursed for the Council.

Article IX - BOARD OF MANAGEMENT

Section 1 — The Board of Management shall consist of the officers, Immediate Past President, Parliamentarian, Chairs of Standing Committees, two District Directors from each district.

Section 2 — No paid health care employee may hold a position on the COVS Board of Management.

Section 3 — The Board of Management shall meet in regular session at the call of the President as outlined in Article VI, Section 3. The Board is empowered to transact the business of the Council.

Section 4 — The Board of Management shall determine the policies, plans, projects, and programs of the Council and approve the budget.

Section 5 — The quorum of this Board for the transaction of business shall be the majority of its members.

Section 6 — After having served for ten (10) consecutive years on the Board of Management, service on the Board is prohibited for one (1) year. Rules of service for District Directors will remain unchanged.

Article X - EXECUTIVE COMMITTEE

Section 1 — The Executive Committee shall be the President, President Elect, First Vice President/Conference Chair, Vice President/Membership, Secretary, Treasurer, Parliamentarian, and Immediate Past President.

Section 2 — The Executive Committee shall be authorized to perform duties of the Board of Management between its meetings and report such actions to the Board of Management at its next meeting.

Section 3 — The Executive Committee shall meet at the call of the President or upon written request signed by the majority of its members.

Section 4 — The quorum of this Committee for the transaction of business shall be the majority of its members.

Article XI - DISTRICT DIRECTORS

Section 1 — District Directors shall be elected by their respective district at District Spring Meetings and assume office when installed at the Annual Conference. Each Auxiliary/Volunteer group represented at the District Spring Meeting shall have one (1) vote.

Section 2 — District Directors shall be elected to serve a term of one (1) year and will be eligible to be re-elected; however, they may not serve more than two (2) consecutive terms. After serving two (2) consecutive terms, re-election is barred for a period of one (1) year.

Section 3— In the event of a U.S. Crisis, such as COVID or other emergencies, the Executive Committee and the Board of Management will vote to continue an office for an additional year due to extenuating circumstances. The amendment will be approved by the Executive Committee and the COVS Board of Management. The Presidents of local auxiliaries will vote to approve or not to approve the one-year additional term for that year.

- a) A vacancy in the position of District Director shall be filled as soon as possible by action of the Nominating Committee Chair and the Nominating Committee Representative from the affected district, and it shall be approved by the Executive Board.

Article XII - STANDING COMMITTEES

Section 1 — The President shall designate Standing Committees and their chairs with the exception of the Nominating Committee. Standing Committee chairs may serve two (2) years. After two years in the same office, they will be barred from that office for a period of one (1) year.

Article XIII - STANDING RULES

Section 1 — The Council shall adhere to Standing Rules related to administrative details of the Council. Standing Rules may be adopted, amended, or rescinded at any Board of Management Meeting by two-thirds (2/3) vote of those present.

Article XIV - RULES OF ORDER

Section 1 — **Roberts Rules of Order, Newly Revised** shall be the parliamentary authority in all matters of procedure not specifically covered by these Bylaws and Standing Rules.

Article XV – AMENDMENTS

Section I — These Bylaws may be amended by two-thirds (2/3) of the voting body present at any Annual Conference Business Meeting provided written notice of the proposed

ARTICLE XV AMENDMENTS (Continued)

amendment(s) were reviewed by the Board of Management and written notice of the proposed amendment(s) submitted to the membership no fewer than fourteen (14) days prior to the meeting at which the vote is to be taken. When deemed necessary by the Board of Management, amendments to these Bylaws may be made between Annual Conferences by a vote by ballot of two thirds (2/3) of the voting body. These ballots will be returned to the Chair of the Bylaws Committee, who will select a committee of three (3), approved by the President, to open and count the ballots and then report the results within ten (10) days to the Board of Management. The Chair of the Bylaws Committee will maintain the ballots for a period of ninety (90) days. The effective date of the amendment(s) will be the date the results of the vote are reported to the Board of Management.

BYLAWS COMMITTEE 2021

Betty Anne Foran	Kathy Hefner
Beth Lewis	Joan Newpeck
Frankie Royer	Wanda Sellers, Chair