

**GWSCSW Bylaws**  
**Article I**  
**Name and Jurisdictional Authority**

- A. The name of this organization is the Greater Washington Society for Clinical Social Work, Inc. (hereinafter, the Society).
- B. The Society's jurisdiction consists of the District of Columbia, Maryland and Northern Virginia.

**Article II**  
**Mission**

The Society is a membership-driven, non-profit, all-volunteer organization of clinical social workers in the Greater Washington D.C. area. It is an affiliate of the Clinical Social Work Association. The Society's mission is to promote the highest standards of clinical social work practice by ensuring the stability, efficacy and viability of clinical social work through clinical educational offerings, legislative advocacy, events that promote a sense of professional community, and activities that support the professional development of our members. Through these efforts, we affirm our commitment to the needs of clinical social workers, their clients, and the community at large.

**Article III**  
**Membership**

- A. There shall be five classes of membership, namely: Full, Graduate, Student, Affiliated and Retired
  - 1. To be a Full member, an applicant must hold a Master's degree or Doctorate in social work from a graduate school of social work accredited by the Council on Social Work Education and be licensed as an independent clinical social worker (LICSW/LCSW/LCSW-C) or equivalent level by the appropriate licensing authority.
  - 2. To be a Graduate member, an applicant must hold a Master's degree or Doctorate in social work from a graduate school of social work accredited by the Council on Social Work Education.
  - 3. To be a Student member, an applicant must be currently enrolled in a Master's or Doctoral program in a graduate school of social work accredited by the Council on Social Work Education.
  - 4. To be an Affiliate member, an applicant must meet the requirements for Full membership and be living in a jurisdiction that does not have an active clinical society or be a full member of a clinical society in another jurisdiction.
  - 5. To be a Retired member, an applicant must have been eligible for Full membership and currently fully retired from active clinical practice.
- B. All members shall be eligible to attend all activities of the Society and its committees. Full, Graduate and Retired members may also vote on Society business and are eligible to hold elected offices.
- C. In case of questions or disputes about membership, the Chair of the Membership Committee shall, in consultation with the membership Committee, decide and respond. An applicant dissatisfied with a decision of the Membership Committee may appeal that decision to the Executive Committee. The decision of the Executive Committee shall be final and not reviewable by any court.

- D. Members shall pay dues each year as set by the Board of Directors for their category of membership. Failure to pay dues shall be grounds for removal from the Society. Anyone who cannot afford the membership fee may request a temporary reduction in the fee from the Chair of the Membership Committee.
- E. There shall be an annual meeting of the membership for the purpose of reporting the results of the annual election and any other Society business. The meeting shall be held in June of each year unless otherwise determined by the Board of Directors or Executive Committee.

**Article IV**  
**Board of Directors and Executive Committee**

A. Composition of the Board

- 1. The Society shall be managed by a Board of Directors. Each Board member must be a member in good standing during his or her term in office.
- 2. The Board of Directors shall consist of:
  - a. The Executive Committee consisting of the elected Officers of President, Vice President, Secretary and Treasurer; and/or elected or appointed Directors.
  - b. Committee Chairs.
  - c. The immediate past president, a student representative who are a non-voting members, and other advisors at the discretion of the President.
- 3. All positions may be shared or co-led where appropriate.
- 4. A Board member may resign at any time by notifying the President. The President may resign by notifying the Secretary.

B. Eligibility and Election

- 1. All Full, Graduate, Student and Retired members are eligible to serve on the Board of Directors.
- 2. Elected officers and board members shall be chosen by a ballot distributed to all members who are eligible to vote.
- 3. The Nominating Committee shall send to all voting members of the Society a proposed slate of candidates for Officers and Directors. This ballot shall be sent to members in sufficient time to allow them 14 days to respond. A member may nominate him or herself by submitting their name and position sought to the Nominating Committee in sufficient time to be put on the ballot.
- 4. The candidate receiving the highest number of votes shall be elected.

C. Board Meetings and Voting

- 1. The Board of Directors shall meet at least three times each year. Notice of the meeting date, time and place shall be given to each Board member no later than 14 days prior to the meeting date. Meetings may be held in person, by phone or video.

2. The Board may hold other meetings. Special meetings may be called by the President or any three Directors at any time. Timely notice of these meetings must be given to Board members.
3. A majority of voting members of the Board must be present to constitute all regular and special meetings.
4. All business of the Board shall be determined by voting. A majority of those eligible to vote must be present to cast their ballots. Of these, a majority will determine outcome. In case of a tie, the President shall cast the deciding vote.
5. The President may call for an online meeting to vote on issues that require the Board's approval and must be done before the next scheduled meeting. The proposed question shall be sent to each Board member electronically. Board members shall have a minimum of 3 days for questions and discussion. The President shall then call the vote and the Secretary shall record the vote.

#### D. Removal from Office

Board members may be removed from office for cause by vote of the Board of Directors. Cause shall include acts or omissions which endanger the mission, solvency or reputation of the Society or behavior that violates the norms of clinical social work practice or applicable codes of ethics. Complaints against a sitting Board member shall be filed with the Executive Committee, which will hear any defense offered by the person complained against and make a recommendation to the Board of Directors. The Board will render a decision within 90 days and this decision shall be final and not reversible in any court.

#### E. Vacancies

In the event of a vacancy in the office of the President, the Vice President shall succeed to the presidency and fill out the term of the President. In the event of a vacancy in both the office of the President and Vice President, the Secretary or the Treasurer, in that order, shall complete the term of the President. In the event of a vacancy in any other elected position on the Board, the President shall appoint a member to fill the vacancy for the remainder of the term.

#### F. Powers of the Board

1. The Board of Directors shall be legally and financially responsible for the Society, shall establish policies and procedures for carrying out the purposes of the organization, and shall exercise overall supervision and review of the activities of the Society. By a vote the majority of those present at a scheduled and appropriately notified Board meeting (see IV C 3) the Board of Directors shall have the power to buy and sell property, into leases sue and be sued, and do all things it deems necessary for the conduct of the business of the Society. The Board may delegate these powers, as it sees fit, to Executive Committee.
2. The Board of Directors shall supervise the finances of the Society. Each year it shall review the financial condition of the Society, establish a budget for the ensuing year and determine annual dues by category.

## G. Powers and Duties of the Executive Committee

### 1. Membership

The Executive Committee shall consist of the Officers who are the President, Vice President, Secretary, Treasurer; Directors and other advisors at the discretion of the President. The immediate past president shall be a non-voting member.

### 2. Duties of Officers

- a. **President:** The President shall direct and carry out all functions of the Board of Directors, including calling and presiding over meetings of the Board, entering into contracts and leases approved by the Board, supervising the leaders of all Board committees, serving as a spokesperson for the Society and representing the Society at professional meetings and other meetings in which the Society plays a part. The President may delegate any of these duties to other officers or directors of the Society in consultation with the Executive Committee.
- b. **Vice President:** The Vice President shall assume and carry out the duties of the President when the President is unable to do so and until the time the President can resume the duties. The Vice president shall also carry out such responsibilities are assigned by the President or Board.
- c. **Treasurer:** The Treasurer, in conjunction with the Board shall be responsible for finances and fiscal integrity of the Society. The duties of the Treasurer include the receipt and distribution of funds, establishing and maintaining fiscal controls, developing an annual budget, supervising the bookkeeper and maintaining indemnification insurance policy for the Board of Directors. The Treasurer will on the financial condition of the Society at each board meeting. The Treasurer may sign all checks for expenses authorized by the Board. Non-budgeted, non-approved expenses must be authorized by the President if greater than \$1000.00. The Treasurer shall ensure that the expenditures are in accordance with the budget adopted by the Board. The Treasurer shall also carry out such additional duties as may be assigned by the President.
- d. **Secretary:** The Secretary shall maintain the records of the Society, including minutes of all Board and Executive Committee meetings, the results of all votes, and any changes in the bylaws or other governing documents of the Society. The Secretary, at the request of the President, shall be responsible for ensuring that timely notice of meetings is sent to all Directors. When directed by the President or upon petition by any three Directors, the Secretary will call special meetings of the Board.

## **Article V Board Committees**

- A. Committees may be created or revised as needed. The Directors shall coordinate the committees in their branch (Legislation, Education, Community and Communications) and represent them on the Executive Committee.
- B. Standing Committees shall consist of Chair(s) and volunteer or appointed members.

1. The Executive Committee (Article IV G) shall be responsible for acting for the Board between Board meetings, and for taking any and all actions that the full Board can take, subject to the ratification of the full Board.
  2. The Finance Committee headed by the Treasurer will be responsible for overseeing the finances of the Society, preparing periodic financial reports for the Board, working with the Treasurer to prepare an annual budget and ensuring the fiscal integrity and proper accounting of all funds of the Society.
  3. The Education Committee shall be responsible for providing education opportunities by and for the general membership. It shall recruit and mentor speakers for approved courses and, when appropriate, offer special programs or conferences. It shall ensure that all programs meet the criteria for Category I or II units of credit. The Committee may also sponsor a Brown Bag Committee to offer educational programs led by members in the various jurisdictions.
  4. The Membership Committee shall be responsible for recruiting new members and maintaining relationships with current members. The Committee shall also hear and decide on disputes over membership or category of membership.
  5. The Legislation/Advocacy Committee/s shall be responsible for promoting the interests of clinical social work through informing members of current issues legislative alerts and maintaining contact with legislators.
  6. The Nominating Committee must be chaired by a Full member. Each year, the Committee shall prepare a slate of candidates to serve as Officers and Directors of the Society. The Committee shall count the votes and announce the results.
- C. Ad Hoc Committees may be established by the President to perform specific missions.

**Article VI  
Budget**

- A. The Board of Directors shall approve a budget report for the expenditures of the Society at the first Board meeting of the new fiscal year.
- B. Any unbudgeted expenditures which exceed \$1,000.00, but are less than 5% of the entire budget, must be approved by the President.
- C. Any unbudgeted expenditures which are 5% or more of the entire budget must be approved by the Board of Directors.

**Article VII  
Indemnification**

The Society shall indemnify and hold harmless, through the purchase of officers and directors liability insurance, any officer, director or employee, or former officer, director or employee, who is made a party to, or is threatened with being made a party to, any civil or criminal action for activities taken, or alleged to have been taken, by that person on behalf of the Society, or any other claim based on that person's serving or having served, as an officer, director or employee of the Society. Such indemnification shall be in addition to all rights to which such person may be entitled by law.

**Article VIII**  
**Bylaw Amendments**

These Bylaws may be amended by a vote of two/ thirds of the Board members present at any regular or special meeting, provided that all Board members were notified in advance of the bylaw changes and provided with a description or draft text of the changes.

*Amended Jan. 10 2016*