

**BYLAWS OF THE
NORTH CAROLINA ADDICTIONS SPECIALIST
PROFESSIONAL PRACTICE BOARD**

ARTICLE I – NAME

The name of the Board shall be the North Carolina Addictions Specialist Professional Practice Board as established by Article 5C, Chapter 90 of the General Statutes of North Carolina (“the Practice Act”).

ARTICLE II – PURPOSES AND POWERS

The Purposes and Powers of the North Carolina Addictions Specialist Professional Practice Board (“the Board” or “NCASPPB”) shall be those specified in the Practice Act, and be:

- (A) To protect the public from being harmed by unqualified persons who may hold themselves out to be addiction professionals.
- (B) To credential addiction professionals who have met and continue to meet the minimum standards of competency established by the NCASPPB.
- (C) To assure the highest degree of professional care and conduct on the part of addiction professionals for whom it may develop standards.
- (D) To provide for the establishment of educational/training standards for addiction professionals.
- (E) To collect fees, to solicit and receive funds, gifts, endowments, donations, devises and bequests in support of its stated purposes.
- (F) To rent, lease or purchase land or lands, building or buildings and purchase or construct building(s) in support of its stated purposes.
- (G) To contract for needed services or to provide needed services.
- (H) To employ persons required to provide needed services.
- (I) To exercise all powers enumerated in North Carolina General Statutes regulating non-profit organizations, as they now exist or are subsequently amended or superseded, to perform such acts and to have such powers as shall be desirable and necessary in the furtherance of any of the purposes herein enumerated above which are not in violation of the laws of the State of North Carolina or of the United States.

ARTICLE III – BOARD MEMBERS

Section 1: Board Membership

The Board shall be composed of nine (9) individuals appointed in accordance with the provisions of N.C.G.S. § 90-113.32 (effective July 1, 2020). Members of the Board shall serve for three-year terms; no member shall serve for more than two (2) consecutive terms; but a person who has been a member for two consecutive terms may be reappointed after being off the Board for a period of at least one (1) year. New members of the Board shall take the oath; shall be provided with a copy of the Bylaws; and shall sign a written acknowledgement of receipt of the Bylaws.

Section 2: Resignations and Vacancies

Any Board member may resign at any time by giving written notice to the Chair of the Board and providing a copy of the written notice to any Executive Director retained by the Board. The resignation becomes effective at the next meeting of the Board following receipt of the notification.

If a vacancy occurs before the expiration of the term of office it shall be filled in the same manner as original appointments for the remainder of the term.

Section 3: Removal For Cause

A Board member may be removed from office for causes determined by the Board. Cause may include, but shall not be limited to, gross misconduct, professional negligence, violation of the Code of Ethics; or committing any act which the Board determines constitutes grounds for discipline under Chapter 68 of the North Carolina Administrative Code (“NCAC”). Prior to removal, the Board member recommended for removal shall be given a written statement, setting forth the cause(s) for the proposed removal, and given an opportunity to be heard by the entire Board. A Board member shall only be removed by a majority vote of the remaining members of the Board.

Section 4: Disqualification For Failure To Attend Meetings

If a Board member misses two (2) regularly-scheduled, consecutive meetings of the Board, or two (2) regularly-scheduled, consecutive committee meetings per annum, beginning July 1 of that same year, then that Board member’s record of attendance may be reviewed by the Chair of the Board for disqualification from holding his or her Board membership. Upon such a determination by the Chair, that member shall be notified in writing, by the Chair, of the potential for disqualification, and shall be given an opportunity to resign from the Board, or to give just cause as to why his or her position should not be deemed vacant. If a Board

member, after being so notified concerning lack of attendance, continues to miss at least 50% of regularly-scheduled Board functions, then that Board member's position shall be deemed vacant and the member, so disqualified, will be notified in writing by the Chair of the Board. The Chair shall also report the vacancy to the appointing body, and request that an appointment be made to fill out the term of the vacant position.

Section 5: Meetings

- (A) The Board shall meet at least annually, and at other times on a regular basis, in a location and at a time agreed upon by the membership. The Chair shall call the meetings. Members may only participate in meetings of the Board if personally present, or through the personal attendance of the individual with any proxy given in accordance with the provisions of Article III, Section 6 of the Bylaws.
- (B) Meetings shall follow generally accepted rules of order for deliberative bodies of a similar nature and recognized rules of order (such as Robert's Rules of Order) shall be referred to only for the purpose of expediting discussion. All Board shall, with respect to all meetings, comply with N.C.G.S. Section 143-318 ("the Open Meetings Law").
- (C) The members of the Board shall be notified of the time and place of all regular meetings no less than fifteen (15) days prior to the meeting, unless otherwise agreed upon by the Board.
- (D) "The Annual Meeting" of the Board shall be the first meeting of the Board held after July 1 of any particular calendar year.

Section 6: Voting

A majority of the seated Board (50% plus one) shall constitute a Quorum. A Quorum shall be required in order to conduct all official business by the Board, except the call of the meeting, approval of the minutes of the prior meeting, selecting a date for any continued meeting of the Board, and adjournment. Members may vote by proxy, given in writing, and conveyed to the Chair prior to the meeting at which the proxy shall be used. Any proxy shall specifically identify the matters on which the bearer may vote, and shall only be good for one specifically identified meeting. Each member shall have one (1) vote.

All actions of the Board shall require a majority vote of the members present, however, any amendment to the By-Laws, and the conferring of non-voting *ex officio* status to past Board members, shall require a two-thirds (2/3) majority of those present.

Section 7: Compensation

All Board members will serve voluntarily and without pay. Reimbursement may be made for expenses related to official business of the Board, such as travel, lodging, meals, and directly-related business expenses.

Section 8: Transfer of Board Property

All properties of the NCASPPB shall be returned to the NCASPPB at the time of resignation or completion of term(s).

ARTICLE IV – OFFICERS

Section 1: Number

The officers of the Board shall be a Chair (who will also be known as “Chair of the Board”), a Vice-Chair, a Secretary, and a Treasurer.

Section 2: Eligibility

All members of the Board shall be eligible to be Officers of the Board.

Section 3: Elections and Term of Office

All Officers of the Board shall be seated at the Annual Meeting of the Board and shall be elected by a majority of the Board membership. Nominations that are the result of deliberations of the Officers Nominating Committee shall be presented to the Board membership at the meeting prior to the Board’s Annual Meeting. Nominations from other Board members may also be made at the meeting prior to the Board’s Annual Meeting, or on motion at the Annual Meeting. The slate of Officers selected by the Officers Nominating Committee and presented to the Board, shall be prepared and sent to the Board membership no later than thirty (30) days prior to the election for their consideration.

Elected Officers shall take office at the end of the Annual Meeting and serve for a term of one (1) year or until their successors are elected or qualified. Officers may be re-elected for more than one (1) term to the same office; except that no person shall chair the Board for more than four (4) consecutive years.

Section 4: Vacancies

A vacancy of the Office of the Chair shall be filled by the Vice-Chair, for the remainder of the vacant term. A vacancy in any other office shall be filled by appointment by the Chair and that appointment shall be effective until the next meeting of the Board; at which time the

Board may approve that appointee for the remainder of the vacated term, or elect an alternative to hold the position until the next Annual Meeting.

Section 5: Duties

(A) The Chair of the Board.

The Chair of the Board (or “the Chair”) of the NCASPPB shall preside at all meetings of the Board that he or she attends, unless recused due to a conflict of interest. In the absence of the Chair, the Vice-Chair shall preside. The Chair shall perform such other duties as are ordinarily performed by a person in such an office. The Board members may assign or designate to the Chair additional duties, including representing or designating another to represent the Board at all functions requiring such representation. The Chair shall serve, without voting privileges, as an *ex officio* member of the Board for the year immediately following the completion of his/her term of office, should the term of office and Board membership be completed at the same time.

(B) The Vice-Chair

The Vice-Chair shall assist the Chair in the operation of the Board and serve as Chairperson of the Executive Committee.

(C) The Secretary

The Secretary shall keep the minutes of the Board; and shall be responsible for maintaining (or supervising the maintenance of) the records of the Board, and shall have all of the powers necessary to perform those functions. The Secretary shall arrange for distribution, to the Members of the Board, of the minutes of the last meeting of the Board, at least one (1) week prior to the subsequent meeting of the Board.

(D) The Treasurer

The Treasurer shall be responsible for the funds of the Board, shall maintain books of account, distribute reports on financial matters, and supervise the financial activities of the Board. The Treasurer may sign checks in amounts up to and including one thousand dollars (\$1,000.00) as well as checks disbursing funds in payment of administrative services or other contracts specifically approved by the Board. Checks other than those to disburse funds for administrative services, to pay for other contracts specifically approved by the Board, and all of those exceeding one thousand dollars (\$1,000.00) shall require the signature of a second member of the Board designated by the Chair. The Treasurer, and any other Board member designated by the Board to sign checks, shall be bonded and such bonding fees shall be paid for from Board funds.

Section 6: Delegation

The Chair, with the approval of the Board, may appoint individuals, work groups, task forces, or committees to have authority and perform duties as may be determined by the Executive Committee. The Executive Committee shall act on behalf of the Board when and, if necessary, between regular Board meetings. Said acts shall be brought to the next full Board meeting for ratification.

ARTICLE V – COMMITTEES

The standing Committees of the Board are:

1. The Executive Committee
2. The Finance Committee
3. The Ethics Committee
4. The Officers Nominating Committee
5. The Quality Assurance Committee
6. The Standards Committee
7. Ad Hoc Committees

Section 1: Executive Committee

The Executive Committee shall consist of the Officers of the Board. All actions of the Executive Committee shall be reported to the Board and be recorded in the minutes. The Executive Committee may meet between regularly scheduled Board meetings to address business as it arises. These meetings may be electronic (e.g. conference calls). Decisions made at these meeting will be brought to the next meeting of the full Board for approval.

Section 2: Finance Committee

The purpose of the Finance Committee is to oversee ongoing budget development, budget approval, and review and monitor the financial status of the Board to ensure its stability, while development and implementing strategies for obtaining additional revenues and recommending expenditures.

The Finance Committee shall be comprised of the Finance Chair, as appointed by the Chair of the Board, the Treasurer, and one Board member appointed by the Executive Committee. The Committee shall meet at a minimum of four (4) times a year, at regularly-scheduled Board meetings, and at such other times as it deems appropriate. Minutes shall be kept of all meetings and retained in the Finance Committee Minutes Book.

The Finance Committee shall work with the Treasurer and any Executive Director retained by the Board to:

1. Plan and develop the budget;
2. Research, recommend, develop, and implement strategies to obtain ongoing and future revenue and recommend expenditures;
3. Safeguard all contracts and grants entered into by the Board by ensuring report compliance;
4. Make recommendations regarding the organization's investments; and
5. Consult with the Board's accountant, and the independent auditor responsible for the annual audit, to fully understand the auditor's report of the financial statements for presentation and appropriate report to the Board.

Section 3: Ethics Committee

The Ethics Committee's purpose shall be to maintain standards of ethical conduct and behavior for all addiction specialist professionals; receive and review complaints of unethical conduct and behavior; investigate alleged unethical behavior; resolve ethical complaints informally; and when complaints cannot be resolved informally, commence and have prosecuted Contested Cases before the Office of Administrative Hearings, or refer such complaints to the Board for a hearing.

The Ethics Committee shall be appointed by the Chair of the Board, and shall consist of at least three (3) individuals, all of whom must be a member of the Board. The Chair of the Board shall appoint the Chair of the Ethics Committee.

Section 4: Nominating and Elections Committee

Pursuant to §GS 90-113.32(d) in the North Carolina General Statutes, the Nominating and Elections Committee shall consist of five (5) professionals from the field of addiction counseling and prevention, at least three of whom are not members of the Board. This Committee shall also be responsible for reviewing all requests for scholarships offered by the Board and making recommendations to the Board for the recipients of those scholarships.

Section 5: Quality Assurance Committee

The Quality Assurance Committee shall formulate and implement a quality assurance process for applicants, for credentialing and renewal of credentials, as well as develop and maintain the Credentialing Procedures Manual for a candidate to obtain or renew a credential. The Committee may review cases of applicants for credentialing who do not appear to meet standards for a credential. They may request additional information from applicants to support the application. They may also meet with candidates in order to resolve questions in contested applications.

The Quality Assurance Committee shall be appointed by the Chair of the Board, and shall consist of at least three (3) individuals, one of whom must be a member of the Board. The Chair of the Board shall appoint the Chair of the Quality Assurance Committee, and the Quality Assurance Chair must be a member of the Board.

Section 6: Standards Committee

The Standards Committee shall develop standards and procedures by which the Board shall review and recommend candidates for credentialing. The Committee will also review applications from colleges and universities developing curricula designed to meet credentialing standards (e.g. “Criteria C” for licensure as Addiction Specialist or education and training criteria to meet Alcohol and Drug Counselor Certification). They will also periodically review pre-approved programs for compliance.

The Standards Committee shall be appointed by the Chair of the Board, and shall consist of at least three (3) individuals, one of whom must be a member of the Board. The Chair of the Board shall appoint the Chair of the Standards Committee, and the Standards Chair must be a member of the Board.

Section 7: Ad Hoc Committees

Ad hoc committees, special committees, task forces, and study groups may be created by the Board for special assignments. When so created, such committees shall be appointed by the Chair of the Board, and shall terminate upon the completion of assignment, or, at any time, by majority vote of the Board. The Chair of any Ad Hoc Committee must be a member of the Board.

ARTICLE VI – CONFLICT OF INTEREST

No part of the income, earnings, or other assets, if any, of the Board shall inure to the benefit of any Officer or Director of the Board either during the life of the Board, or upon the dissolution thereof.

ARTICLE VII – CORPORATE SEAL AND FISCAL YEAR

Section 1: Corporate Seal

The Board Seal shall be in such form as shall be approved from time to time by the Board members.

Section 2: Fiscal Year

The fiscal year of the Board shall begin on July 1st and end on June 30th of the following year.

Section 3: Amendment or Repeal

The By-Laws may be amended at any meeting of the Board at which a quorum is present, by a two-thirds (2/3) majority of those members present at such meeting. Notice of any proposed amendment to the By-laws shall be mailed, to each member of the Board, at least fifteen (15) days prior to the meeting at which such amendments are to be considered for adoption.

Section 4: Effective Date

These By-laws were adopted April 17, 2020, and are effective beginning July 1, 2020.