

**Vermont Alcohol and Drug Abuse Certification Board
BY-LAWS**

Adopted October 1, 1999

Amended June 8, 2007

ARTICLE 1: NAME

The name of the organization shall be the Vermont Alcohol and Drug Abuse Certification Board, hereinafter-called "the Board."

ARTICLE 2: PURPOSE

The Vermont Alcohol and Drug Abuse Certification Board is an independent, non-profit, non-governmental, International Certification and Reciprocity Consortium-approved Board. The Board was established to credential alcohol and drug abuse counselors in the State of Vermont. The goals of the Board are as follows:

- ◆ Section 1. Assure the quality of health care provided to the client by providing a standard against which to judge the competence of alcohol and drug abuse counselors.
- ◆ Section 2. Provide a respected, internationally recognized credential of professional competency within a specialized field of counseling.
- ◆ Section 3. Provide a respected, recognized credential of professional competency within the field of prevention.
- ◆ Section 4. Provide a guideline by which third-party payers compensate qualified personnel for services provided to those affected by alcohol and/or other drug abuse.
- ◆ Section 5. Provide employers with identifiable standards of qualification as well as ethical standards of professionalism to assist them in hiring and in establishing job performance standards.

ARTICLE 3: BOARD OF DIRECTORS

- Section 1. Number, Tenure and Qualifications
The Board shall hold elections in July and shall have 8 - 12 members. A quorum shall be fifty percent (50%) of the total number of voting Board members.
- Section 2. All members of the Board will be certified with the exception of the public member, who will be a consumer and/or other interested party, and the state representative. The Board shall include representation by one employee of the State of Vermont Department of Health, Office of Alcohol and Drug Abuse Programs. The state representative is a non-voting member. Members shall be selected for their commitment to the purposes of the organization and their ability to contribute to the functions of the Board. The Members shall strive for representation of all eligible populations, including

ethnic and geographic diversity and diversity of age and gender. The one public member who will be a consumer or other interested party will be a voting member.

- **Section 3. Selection to the Board**

- New members shall be chosen by the Board. The Board shall seek names of candidates for membership from all segments of the Vermont alcohol and drug abuse treatment and prevention system. Each new member shall be given an orientation to the Board, at or prior to her or his first meeting, insofar as possible
- Election: Normally the members shall be elected to the Board by a majority of Board Members in attendance at the time of the meeting. These elections shall occur at the Board's Annual Meeting.
- Term: The term of each member shall be three (3) years, and all terms begin at the Annual Meeting. A member may not serve for more than three (3) full consecutive terms, with each term consisting of three (3) years each. Should a member begin service on the Board prior to the Annual Meeting, that length of service would not be included in their term. All terms begin at the Annual Meeting.
 - Removal: A member may be removed by a quorum of the members at any regular or special meeting called for that purpose. Said member shall be entitled to fourteen (14) days' written notice and an opportunity to appear before and be heard by the Board. Reasons for removal may include, but are not limited to, illegal activity or unprofessional conduct.
 - Compensation of Members: Members may receive reimbursement for reasonable expenses incurred in carrying out their obligations as members.
 - Recruiting: A potential member may apply at any time, in writing, to be on the Board. The Board will discuss the written application and approve the applicant as needed and appropriate. Once confirmed, he/she will be expected to attend the next Board meeting.
 - Vacancies: Vacancies will be filled as soon as possible at the discretion of the Board.
 - Attendance: Regular attendance is expected.

ARTICLE 4: OFFICERS

- The Board officers shall be a Chair and a Vice Chair. An administrator will function as the secretary and treasurer. The administrator will be a paid employee and not have voting rights. Officers shall be elected by a majority of members present at the Board's Annual Meeting.

- ◆ The Chair shall preside at meetings and perform other duties commonly associated with the office as agreed upon by the Board.
- ◆ The Vice Chair shall take over the duties of the Chair in the Chair's absence.
- ◆ The administrator shall be responsible for minutes of meetings and perform other duties requested by the Board.
- ◆ Officers may serve two 3-year terms.
- ◆ Officers shall begin their terms at the Annual Meeting.

ARTICLE 5: MEETINGS

- The members will meet at least quarterly, and one meeting will be an Annual Meeting. The summer meeting shall include the election of new members and officers.
- Board members shall be reimbursed for expenses incurred while attending Board meetings. Reimbursement may include meals provided to Board members during meetings.

ARTICLE 6: COMMITTEES

The Board will establish committees ~~for special interests~~ as needed.

ARTICLE 7: AMENDMENTS

These bylaws may be amended by a two-thirds vote of the Board, providing that the amendment has been submitted either in writing or electronically to Board members not less than 21 (twenty-one) days prior to the meeting.

ARTICLE 8: CODE OF ETHICAL BEHAVIOR

Section 1. The Board shall establish a Code of Ethical Behavior for all members and officers. The Code shall include a statement about conflict of interest.

Section 2. The adoption of the Code of Ethical Behavior and any subsequent changes shall require a 50% majority of those members present at a regularly scheduled meeting. Proposed changes shall be distributed to the members at least twenty-one (21) days before the date of the meeting.

Section 3. New members to the Board shall receive a copy of the Code of Ethical Behavior and be required to sign it.

Section 4. Enforcement of the Code shall be by a 50% majority of the members present.

ARTICLE 9: CONTRACTS, CHECKS AND DEPOSITS

Section 1. Contracts

The Board may authorize or enter into contracts as needed.

Section 2. Checks, Drafts and Orders

- Expenses other than those involved in the normal operations of the Board should be initialed for pre-approval by the Chair of the Board after discussion by the Board.
- Upon the dissolution of the corporation, and after all creditors have been satisfied, any assets, remaining funds, and records will be distributed to the State of Vermont Department of Health, Division of Alcohol and Drug Abuse Programs for the sole purpose of continuing the licensing and certification of alcohol and drug abuse counselors in the state of Vermont.

XI. OTHER SITUATIONS

- A.** Situations not covered by these bylaws will be settled by an ad-hoc committee.

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