

American Board of Comprehensive Care

-BYLAWS-

American Board of Comprehensive Care
617 W. 168th Street, New York, NY

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ARTICLE I
NAME

The name of the certification body is the American Board of Comprehensive Care (hereinafter referred as “ABCC”).

ARTICLE II
PURPOSES AND LIMITATIONS

Section A. Mission

The mission of the American Board of Comprehensive Care (ABCC) is to oversee ABCC certification activities in order to assure communities of interest that certificants have met accepted standards of practice. Certificants will be recognized as Diplomates of Comprehensive Care (hereinafter referred as “DCC”).

Section B. General Purpose

The ABCC offers certification to graduates of Doctor of Nursing Practice (DNP) degree programs who meet the eligibility requirements established by the ABCC.

Section C. Goals

Consistent with these Bylaws, ABCC promotes high quality patient care through the certification of qualified individuals by:

- Recognizing individuals who meet the eligibility requirements of the certification program and pass the examination
- Encouraging continued personal and professional growth in one’s practice through continued education and recertification
- Provide a national standard of requisite knowledge and experience required for certification, thereby assisting communities of interest in the assessment of DCCs.

Section D. Limitations

The ABCC is not responsible for the accreditation of educational or training programs or courses of study leading to the certification.

Section E. Opportunity for Review

The ABCC shall not finalize policies that alter the scope of certification until opportunity has been provided for the ABCC Board of Directors and ABCC constituents to comment.

ARTICLE III
GOVERNANCE AND AUTHORITY

Section A. Governance

The ABCC is governed by its Board of Directors.

Section B. Council for Advancement of Comprehensive Care (CACC)

ABCC is an autonomous arm of CACC.

Section C. Autonomy

The ABCC shall be autonomous in conducting all aspects of its certification functions including but not limited to the establishment of the Bylaws, policies, operating rules and procedures, and examinations; implementation of its operating rules and procedures; and selection of its own officers, evaluators, and consultants.

Section D. Staff

The ABCC shall retain staff who will conduct the business of the ABCC.

Section E. Memorandum of Understanding

The ABCC is permitted to enter into a Memorandum of Understanding with organizations that support and facilitate the ABCC mission.

Section F. Authorization to Act

Except as provided in these Bylaws, no ABCC member, officer, employee, agent, or representative of the ABCC may act on behalf of ABCC, or hold himself or herself out to the public as authorized to act on behalf of ABCC, without the prior, express, written approval of the ABCC Board of Directors.

Section G. Use of ABCC Intellectual Property

DCCs may use trademarks, logos, symbols, and other intellectual property in a manner that is consistent with applicable law, these Bylaws, and the applicable ABCC policies.

Section H. Recognition

The ABCC shall have the authority to pursue and maintain recognition from a national accredited entity recognized by the U.S. Department of Education.

ARTICLE IV
COMPOSITION AND CONSTITUENTS

Section A. Composition

All individuals who serve the ABCC and its certification process – including but not limited to Board of Directors, committees, staff, and consultants – are representatives of ABCC.

Section B. Constituents of Certification

The constituents of certification include DCCs, faculty contacts, deans/directors, the practice contacts at institutions that are partnered with academic DNP programs, patients, and the public at large.

Section C. Standards of Conduct

ABCC may adopt and publish standards which shall apply to all DCCs. In the event that standards are adopted, the ABCC Standards of Conduct shall govern the activities and professional behavior of all DCC's, and among other purposes shall prohibit violations of these Bylaws.

Section D. Certificant Records and Certification Status

The ABCC shall maintain records of all DCC applicants' certification status for a designated period of 15 years.

The ABCC shall require recertification of DCCs every five years to maintain certification to assure communities of interest that DCCs have met accepted standards of practice.

ARTICLE V
ABCC BOARD OF DIRECTORS

Section A. ABCC Board of Directors

The ABCC Board of Directors includes a minimum of ten voting members and one or more ex-officio (non-voting) members.

Section B. Composition

The composition of the ABCC Board of Directors shall reflect the diversity of the community of interest. The practice and education members must have a minimum of two years experience in the appropriate role. The consumer/public member has been or is a potential consumer of the DCCs services and has experience with public advocacy; the consumer/public member may not hold the DNP degree.

Voting members of the ABCC Board of Directors are as follows:

- executive members who include the chair, secretary, and treasurer
- three members from the practice setting (practicing DCCs)
- three members from the educational setting (faculty and administration)
- one consumer/public member.

Section C. Ex-officio

The president of CACC shall serve as ex-officio member of the ABCC Board of Directors. The ABCC Board of Directors may appoint other ex-officio members as deemed necessary.

Section D. General Powers

The ABCC shall be autonomous in all decision making regarding the certification program such as eligibility standards; the development, administration and scoring of the assessment instruments; and operational processes. The ABCC Board of Directors shall have the powers designated by these Bylaws to conduct the affairs of the ABCC,; to elect or appoint officers, and other agents of the ABCC, and define their duties; to make and alter policies consistent with these Bylaws or with applicable statutes, for the administration of the affairs of ABCC.

Section E. Officers**1. Officer Appointment**

Officers of the ABCC Board of Directors shall be appointed by members of the ABCC. The chair is appointed once every three years. The ABCC Board of Directors may identify and appoint other officers as necessary. The officer's appointment shall take effect July 1.

Section F. Terms of Office**1. ABCC Board of Directors Terms**

Terms of office on the ABCC Board of Directors are three years. Service is limited to a maximum of two consecutive terms.

All terms of office begin July 1 and end June 30.

2. Officer Terms

The chair and all officer positions are three year terms. Executive members of ABCC Board of Directors may serve a maximum of two terms in a particular role, such as, chair, treasurer, or secretary.

Section G. Vacancies

1. Officers

Should the chair be unable to complete his/her term of office, another member of the ABCC Board of Directors appointed by quorum shall serve as acting chair until a subsequent appointment is made by ABCC Board of Directors by mutual consensus until the next scheduled appointment term begins on July 1.

Section H. Conduct/Limitations of the ABCC

1. All individuals who serve the ABCC and its certification process – including but not limited to committee members, ABCC Board of Directors, and consultants – are representatives of ABCC.
2. The ABCC Board of Directors and committee members shall not receive any compensation, or other tangible or financial benefit for service to the ABCC. However, ABCC Board of Directors and committee members may receive reimbursement of expenses incurred to attend an ABCC or committee meeting or other approved activities.
3. The ABCC Board of Directors and committee members shall act in an independent manner consistent with their obligations to ABCC and applicable law, regardless of any other affiliations, memberships, or positions.

ARTICLE VI **COMMITTEES**

Section A. Accountability

Committees serve the ABCC and are accountable to the Board of Directors.

Responsibilities, composition, length of terms, and governance of all committees shall be defined by the ABCC Board of Directors and specified in the operating rules and procedures for the ABCC. A committee consists of a minimum of three members.

Section B. Procedures

Committees shall follow the published rules and procedures. Decisions and actions that are within the purview of a committee shall be made in conformance with published procedures.

Committee members are appointed by the ABCC Board of Directors.

Section C. Reporting

The committee chairs report annually to the ABCC Board of Directors regarding the activities of the committee.

Section D. Meetings, Mail Ballots, and Conference Calls

Committees shall hold meetings as needed. Meetings may be called when necessary by the chair or by a majority of the members. Between meetings, electronic discussion, or conference call may be initiated by the chair of the committee as necessary.

Section E. Quorum

Fifty percent of committee members must be present to establish a quorum.

Section F. Finance Committee

A finance committee may be created and established upon resolution adopted by a majority of the ABCC Board of Directors, provided that a quorum is present. Until such a time, financial decisions will be determined by a quorum with the chair's approval.

Section G. Appointment Committee

1. Terms of Office

The appointment committee members shall be appointed by the chair of the ABCC Board of Directors prior to the annual business meeting of the ABCC. Terms of office on the appointment committee are three year and membership on the committee shall be limited to a maximum of two terms.

2. Purpose and Function

An appointment committee shall be established to evaluate individuals seeking to serve on the ABCC Board of Directors. The appointment committee reviews the qualifications of the applicants and nominates qualified candidates to fill the vacant ABCC Board of Director positions. The list of candidates and their qualifications shall be presented to the ABCC Board of Directors at least ninety (90) days prior to the annual meeting.

The Appointment Committee shall make all efforts to assure that the candidates represent the interests of the constituents.

Section H. Other Committees

The ABCC Board of Directors may establish other committees, as necessary.

ARTICLE VII
DUTIES AND OBLIGATIONS

Section A. General Expectations

1. Duties

The ABCC Board of Directors and committee members are expected to attend all meetings. The ABCC Board of Directors may seek to terminate the appointment of members who do not participate in two consecutive meetings during a term of service.

2. Confidentiality

ABCC members, consultants, staff, and others who represent ABCC shall maintain the confidentiality of all discussions, decisions, and actions.

If a question is raised as to the confidentiality of certain information, confidentiality will be determined by a vote of the ABCC Board of Directors. The ABCC Board of Directors shall have grounds to pursue the removal of any member who fails to respect the confidentiality of information.

3. Conduct

Representatives of the ABCC shall conduct themselves in professional manner at all times.

4. Nondiscrimination

The ABCC prohibits discrimination on the basis of religious beliefs, race, ethnicity, gender, age, disability, and sexual orientation. All ABCC policies are designed to ensure procedural fairness.

5. Recusals

The ABCC and committee members are expected to recognize potential conflicts of interest and remove themselves from deliberations in which a conflict of interest may exist.

A member who is affiliated with a certification applicant shall recuse him/herself from deliberations regarding the applicant.

6. Limitations

To avoid the perception or actual conflict of interest with any individual or organization that may influence the certification process, voting members of the ABCC may not serve on the CACC Board of Directors.

7. Orientation

All new ABCC members shall be provided with an orientation prior to attendance at their first meeting.

Section B. Officers

1. Chair

The chair shall preside at all sessions of the ABCC.

The chair acts as an ex-officio member of all committees, may attend any or all meetings of these committees.

Treasurer

The treasurer shall report to the ABCC Board of Directors concerning the financial status of the ABCC. The treasurer will be appointed by the chair of the Board of Directors and is a member in good standing.

4. Secretary

The secretary shall maintain the minutes of the meetings of the ABCC Board of Directors.

5. Committee Chairs

The chairs of committees shall facilitate business of their respective committees.

Each committee chair reports to the chair of the board of directors on the activities of his/her committee.

ARTICLE VIII
RESIGNATION AND REMOVAL FROM OFFICE

Section A. Removal of a Member of the ABCC

The ABCC may consider the removal of a member from the ABCC if the individual does not fulfill his/her responsibilities or violates the policies, rules, or procedures of the ABCC. The grounds for dismissal shall be investigated by the Chair with presentation of findings made to the Executive Board and a recommendation transmitted to the Board of Directors at which time all noninvolved members of the Board of ABCC shall come to a decision by quorum.

Section B. Review and Dismissal Procedures

The ABCC shall define a process for the review of individuals who are subject to removal from office. The grounds for dismissal shall be investigated by the Chair with presentation of findings made to the Executive Board and a recommendation transmitted to the Board of Directors at which time all noninvolved members of the Board of ABCC shall come to a decision by quorum.

Section C. Resignation of a Member of the ABCC

A member of the ABCC may resign at any time by providing written notice to the ABCC Chair via electronic or certified mail. Resignations take effect upon receipt of the resignation letter by the chair of the ABCC Board of Directors.

ARTICLE IX
ABCC MEETINGS AND BALLOTS

Section A. Meetings

1. Annual Business Meetings

The ABCC shall hold two business meetings each year.

2. Other Meetings

The ABCC meets either face-to-face, conference calls or electronically, at other times as necessary as determined by the ABCC chair or members of the Board of Directors.

3. Sessions

Board and committee meetings are held are not open to the public.

4. Absentee Voting

Members of the ABCC must be present to execute their voting privileges. A member is considered present if they are able to join in discussion without encumbrance. This can be accomplished via conference call. A visual presence is preferred but not required. Proxies are not permitted.

5. Quorum

A quorum consists of fifty percent of the minimum seven members of the ABCC Board of Directors including the chair. A majority vote is required.

Section B. Ballots

Between meetings of the ABCC, an electronic ballot may be initiated by the Chair of the Board of Directors of the ABCC or upon written request of at least two members of the ABCC.

Section C. Minutes, Reports, and Official Transcripts

A written record shall be made in the form of minutes or reports providing details of committee recommendations and actions, and ABCC actions.

ARTICLE X
FINANCES

Section A. Fiscal Year

The fiscal year begins July 1 and ends on June 30.

Section B. Budget

The budget shall be determined by the chair or treasurer appointed by quorum until the creation of a finance committee. The finance committee shall determine the budget based upon its own procedures and the bylaws of the ABCC.

Section C. Funding Sources

The financial support of the certification services provided by ABCC shall include certification and recertification application fees and other innovative funding strategies. Certification activities must be cost-effective and cost-accountable with respect to the applicants and certificants.

Section D. Annual Report

Full disclosure of the prior year's financial results shall be included in the annual report of the ABCC.

ARTICLE XI
CERTIFICATION TEST DEVELOPMENT

The ABCC shall retain the services of the National Board of Medical Examinations (NBME) to develop items for the certification examination.

ARTICLE XII
REVIEW OF COMPLAINTS

The ABCC shall establish mechanisms to review formal complaints and appeals directed towards the certification and recertification process or towards ABCC.

ARTICLE XIII
AMENDMENTS TO BYLAWS

Amendments to or a repeal of these Bylaws may be proposed by any member of the Board of Directors of the ABCC. Amendments to or a report of these Bylaws shall be adopted by the ABCC after approval of a majority of the vote of the entire ABCC at meeting of the ABCC called for the purpose of Bylaw revision, provided the chair of the Board of Directors has distributed the proposed changes to each member of the ABCC for review by not less than seven days prior to the meeting at which the proposed changes are considered by the board of the ABCC and approved by Quorum.