

**NATIONAL BOARD FOR CERTIFICATION
OF SCHOOL NURSES, INC.**

BYLAWS

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June 27, 1989

REVISED: December 1991

REVISED: December 1993

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REVISED: June 27, 2003

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REVISED: February 4, 2011

NATIONAL BOARD FOR CERTIFICATION OF SCHOOL NURSES, INC.

ARTICLE I: NAME

The name of the Corporation is the National Board for Certification of School Nurses, Inc. (hereinafter called the "NBCSN").

ARTICLE II: PURPOSE

The purpose for which the NBCSN is organized is to:

1. develop, administer and evaluate a national certification process for school nurses;
2. develop and evaluate additional mechanisms for professional competency assessment in school nursing;
3. assist in the enhancement and communication of knowledge concerning professional testing and competency assessment of school nurses; and
4. perform such other functions as may be deemed consistent with the foregoing.

ARTICLE III: CREDENTIAL

The registered trademark "NCSN" is to be used by all registered nurses nationally certified by this Board, when listing credentials following their name.

ARTICLE IV: FINANCE

Section 1: Fiscal Year

The fiscal year of the NBCSN shall be from January 1 through December 31.

Section 2: Budget

An annual budget shall be adopted by the board at its annual meeting.

Section 3: Audit

The books of the NBCSN shall be subject to an annual review by the NBCSN Board and audited, at minimum, every five years, by an approved auditor. A formal audit may be requested at anytime requested by the NBCSN.

ARTICLE V: THE BOARD

Section 1: Membership and Management of the NBCSN

The voting members of the NBCSN shall be constituted as a governing board and the affairs shall be managed by this board.

Section 2: Authority

The board shall:

1. establish goals, objectives, programs and certification procedures to accomplish the mission of the NBCSN;
2. monitor and evaluate the programs and certification procedures designed to implement the established goals and objectives;
3. review applications and make recommendations for certification/recertification.;
4. ensure that the resources necessary for achievement of goals and responsibilities are available and used efficiently; and
5. establish and maintain current policies and procedures for the NBCSN.

Section 3: Composition of the Board

1. The voting members of the NBCSN shall consist of seven (7) individuals who are:
 - a. currently certified as NCSN,
 - b. current active members of the National Association of School Nurses, Inc. (NASN), and
 - c. actively employed in school health services upon their initiation to the Board.
2. NBCSN members who retire during their tenure, shall not be eligible for term renewal.
3. NBCSN may elect an additional voting member who shall be a public consumer. The public member shall not be a nurse, nor have any familial or employment relationship to any past or current Board member.
4. The NASN Liaison to the NBCSN shall be a NCSN designated by the NASN President and shall be a non-voting member.

Section 4: Board Member Appointment

When a registered nurse vacancy on the Board Of Directors arises, the NBCSN will accept applications from active NCSNs. The board will review all candidate applications and make a selection based on the need for diverse representation, such as professional expertise in the specialty of school nursing and geographic distribution. A vacancy in the "public member" position will be filled upon Board members seeking qualified applicants in the public sector. Appointment of a candidate to the Board shall be made by a majority vote of the Board of Directors to the NBCSN.

Section 5: Term of Office

The term of office for board members shall begin on January 1 and shall be for three (3) years. A Board member completing an unexpired term shall complete the term and is eligible to apply for a full term. No board member shall serve more than two (2) consecutive full terms.

Section 6: Resignation

Board members may resign from the Board at any time during their term, through a written letter to the President.

Section 7: Vacancies

1. In the event of a vacancy, the unexpired term will be filled in accordance with Section 4 of this article.
2. If no suitable applicant is available, the President may ask a past NBCSN member to serve until the next meeting.

Section 8: Removal

By a majority vote of the NBCSN, a board member may be removed if the member is unable to fulfill the responsibilities of the office or ceases to meet the eligibility requirements as specified in Section 3 of this article.

ARTICLE VI: OFFICERS

Section 1: Composition

The officers of the NBCSN shall be a President, Vice President, Secretary and Treasurer.

Section 2: Eligibility

1. The officers shall be elected by and from the voting members of the NBCSN.
2. The Public Member of the Board shall be eligible to hold any office of the Board, with the exception of President.

Section 3: Election and Term of Office

All offices are for a term of two (2) years, with the option for reelection for one additional term, provided the individual is eligible for another term on the NBCSN. (see Section 5, Article IV). Officers shall be elected at the NBCSN annual meeting, and the term of office shall commence the following January 1.

1. The president and treasurer shall be elected in odd numbered years.
2. The vice-president and secretary shall be elected in even numbered years.

Section 4: Duties

The officers shall perform those duties prescribed by the Articles of Incorporation, these Bylaws, the parliamentary authority adopted by the NBCSN, and those duties specified in the NBCSN policies and procedures.

ARTICLE VII: MEETINGS

Section 1: Board Meetings

The NBCSN shall hold no less than one meeting each year to conduct business as may properly come before it. The annual meeting, with election of officers and approval of the budget, will be held in the fall. The time and place of the all meetings shall be determined by the NBCSN President.

Section 2: Special Meetings

1. Special meetings may be called by the President or any four voting members. At least thirty (30) days notice shall be given to each board member, unless such notice is waived by a quorum.
2. Board members may participate in a meeting of the NBCSN by means of telephone conference or similar communications equipment in which participants in the meeting can communicate with each other. Participation in a meeting pursuant to this section shall constitute presence in person at the meeting.
3. Any business or action may be conducted by electronic transmission as provided there is an affirmative action of all voting members of the Board, and the action is reflected in the written minutes of the meeting.

Section 3: Quorum

A quorum shall consist of a majority of the voting members including at least two (2) officers.

ARTICLE VIII: COMMITTEES

Section 1: Standing and Special Committees

1. Unless otherwise specified in these Bylaws, the composition, power, term and duties of all standing and special committees shall be decided by the board. The President or designee shall be an ex-officio member of all committees. The NBCSN President may appoint individuals to serve on committees or task forces. The purpose of the committee or task force shall be established at the time it is appointed, along with expected outcomes. Individuals appointed to serve on the committee or task force are selected in accordance with their credentials and expertise specific to the work of the committee or task force.
2. Committee Chairs
 - a. Chairpersons of all standing and special committees shall be appointed by the President with the approval of the Board.

Section 2: Finance Committee

1. Composition and Term:
 - a. The NBCSN finance committee shall be composed of the President (unofficial non-voting member), the Treasurer, and two additional current board members appointed by the President
 - b. Finance committee members shall serve a two- year term
 - c. The finance committee shall be chaired by the Treasurer
2. Purpose: To monitor financial performance and investment activity of the NBCSN and review and recommend the proposed annual budget
3. Committee Responsibilities:
 - a. Review current budget performance as needed.
 - b. Review quarterly financial statements and investment performance reports and make recommendations regarding investments.
 - c. Review the annual budget (drafted and proposed by the Treasurer) for the upcoming fiscal year and make revisions (as needed) before presenting it to the board for approval at the annual meeting.
 - d. Interface electronically, via conference call(s), and/or face to face before the annual meeting to finalize the proposed budget and investment recommendations.
 - e. Present the recommended annual budget to voting board members for approval each year during the annual meeting.
4. Chair (Treasurer) Responsibilities:
 - a. Preside at all finance committee meetings.
 - b. Prepare and forward written reports of all meetings and communications to board members.
 - c. Work with the NBCSN President and Administrative Office on strategic investment strategies as needed.
 - d. Consult and monitor with the President all major expenditures for NBCSN throughout the year.
 - e. Consult annually with the President and investment counselor regarding investments.
 - f. Throughout the calendar year, review the budget with the President and share this information with voting board members.

ARTICLE IX: PARLIMENTARY AUTHORITY

The rules contained in the current edition of Robert’s Rules of Order, Newly Revised shall govern the NBCSN in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the NBCSN may adopt.

ARTICLE X: AMENDMENTS TO BYLAWS

The Bylaws of the NBCSN may be amended by an affirmative vote of four (4) voting members at any duly convened meeting, after notice to the NBCSN of that purpose.

ARTICLE XI: NON-DISCRIMINATION CLAUSE

It is the policy of the NBCSN, that the Board and any agency with which it contracts will not discriminate in employment or in application of its certification program on the basis of age, gender, race, religion, ethnic or national origin, sexual orientation, disability, veteran status, or marital status.