

**BYLAWS  
OF THE  
APSC: Addiction Professionals of South Carolina.**



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## **ARTICLE I: PURPOSE**

The Addictions Professionals of South Carolina is the premier South Carolina organization of addiction focused professionals who enhance the health and recovery of individuals, families, and communities. Its mission is to lead, unify, and empower addiction focused professionals to achieve excellence through education, advocacy, knowledge, standards of practice, ethics, professional development and research.

Further, to promote a response to the general public and state leaders to the diseases of addiction, to cooperate with official and voluntary health, welfare, educational and rehabilitation agencies concerned with the prevention, and treatment of individuals affected with the physical, emotional or mental problems of addiction, and to better serve those who are affected and their families.

## **ARTICLE II: MEMBERSHIP**

Membership in the APSC shall be open to individual addiction professionals, corporations, firms, agencies or others with an interest in furthering the purposes of the APSC. APSC is the South Carolina Affiliate of NAADAC, The Association for Addiction Professionals. As such, membership in the APSC automatically confers membership in NAADAC. Qualifying persons shall be admitted to membership in one of six classes: Professional, Associate, Student, Retired, Organizational and Honorary.

### **A. Classes of Membership**

- 1.** Professional Membership shall be open to persons who are engaged as addiction professionals or interested persons.
- 2.** Associate Membership shall be open to those individuals working towards certification in the addictions field. Associate Membership shall be limited to not more than three (3) consecutive years.
- 3.** Student Membership shall be open to individuals who are enrolled as full or part time students at a college or university; students involved in full or part time internships. Student Membership shall be limited to not more than four (4) consecutive years. Proof of student status is required.
- 4.** Retired Membership shall be open to current members of the Association who are 65 years or older and have retired from the profession.
- 5.** Organizational Membership shall be open to any organization engaged in training, treatment, or general support of addiction professionals that demonstrates concern toward and support of the purposes and objectives of the APSC.
- 6.** Honorary Membership may be granted to any individual or entity by the Board of Directors of the APSC in recognition of outstanding service or special contributions to the counseling profession and/or the APSC. Honorary Members shall not be required to pay annual dues.

### **B. Voting Privileges**

1. Each Professional, Associate and Retired Member in good standing shall be entitled to one vote in all elections of the APSC for the offices of President-Elect, Treasurer, and for the Regional Representative of their respective region.
2. Each Professional, Associate and Retired Member in good standing shall be entitled to one vote on all matters that may come before the membership.
3. Honorary members and Student members are non-voting members.

### **C. Other Benefits and Privileges**

Benefits and privileges of the various classes of membership shall be determined and promulgated by the Board of Directors of the APSC

### **D. Representation of Membership**

Professional, Associate, Student, Retired, Organizational and Honorary Members in good standing shall have the right to represent themselves as members of the APSC and to wear such insignia as shall have been designated by the APSC for the use and identification of members.

### **E. Application for Membership**

All individuals and entities desiring to become members of the APSC shall complete, submit, and sign the application form prescribed by NAADAC for individual membership and the Board of Directors for organizational memberships. Any willful misstatements in the application shall be grounds for automatic rejection of the application or subsequent expulsion if the applicant has been elected to membership. The prescribed dues as specified in the application shall accompany the application.

### **F. Fees**

Annual fees and dues for the various classes of membership shall be determined by resolution of the Board of Directors of the APSC and shall be due on date of the subsequent fiscal year. Any changes to annual fees and dues must be reported to NAADAC no less than sixty (60) days prior to the effective date of such change. Dues which remain unpaid after sixty (60) days following reasonable notice to the member shall be considered delinquent and shall constitute grounds for termination of membership without further proceedings.

### **G. Method of Payment**

Dues and fees shall be payable for voting members to NAADAC, the Association Professionals and remitted annually. Organizational members shall remit the annual dues prescribed by the Board of Directors directly to the APSC.

#### **H. Reinstatement**

Individual members whose dues are not paid within 60 days after the date when such fee is delinquent, may be reinstated during the one-year period following such lapse, upon the payment of a reinstatement fee, payable to the S.C. Association of Alcoholism and Drug Abuse Counselors, together with the dues for the current year.

Individual members whose membership shall have lapsed for more than one year shall be required to reapply for membership pursuant to the provisions of these Bylaws.

#### **I. Removal, Termination of Membership**

Members may be removed or terminated from membership by a two-thirds vote of the Board of Directors of the APSC for cause. For any cause other than nonpayment of dues, removal shall occur in accordance with policies approved and promulgated by the Board of Directors of the APSC.

#### **J. Resignations**

Any member of the APSC may resign by filing a written letter of resignation with the President. Such resignation shall not relieve the resigning member from the obligation to pay any dues theretofore accrued and unpaid. No dues shall be refunded to any member whose membership terminates for any reason.

#### **K. Refunds**

No dues shall be refunded to any member whose membership terminates for any reason.

### **ARTICLE III: BOARD OF DIRECTORS**

#### **A. General Authority**

The Board of Directors of the APSC shall direct the affairs of the Association. The Board of Directors shall approve goals and strategies to be accomplished, monitor the achievement of the goals and strategies, allocate the necessary resources to achieve the goals and strategies, and monitor that the resources are used efficiently and effectively. The Board of Directors shall be vested with the powers possessed by the Association itself including the power to determine the policies of the Association; to prosecute its purposes; to disburse the funds of the Association; and to adopt such rules and regulations for the conduct of its business, responsibility, and authority as shall be

deemed advisable, insofar as such delegation of authority is not inconsistent with the Bylaws of the Association (in their present form or as they may be amended), or to any applicable law.

## **B. Membership**

The Board of Directors consists of the President, the President-Elect, the Secretary, the Treasurer, the Immediate Past President, the Regional Representatives, Chair of the Certification Commission, Chair of the Peer Support Specialists Certification Commission and the Committee Chairs. The Board of Directors shall manage, supervise, and control the business and affairs of the APSC. At any meeting of the Board of Directors, a simple majority of the total number of members of the Board of Directors shall constitute a quorum for the transaction of business. Any member thereof on one-day notice to the other members thereof may call special meetings of the Board of Directors. Meetings of the Board of Directors may be conducted by conference telephone or other similar communications equipment by means of which all persons can participate in discussion. Participation by such means shall constitute presence in person at such meeting. Minutes of such meetings will be included with the minutes of the next regularly scheduled Meeting. The President and Treasurer are bonded by the APSC to handle all moneys. Members of the Board of Directors may not serve concurrently as members of the Certification Commission except that the President will serve ex officio as a non-voting member of the Certification Commission.

## **C. Vacancies**

Vacancies occurring during an unexpired term of office shall be filled by the Board of Directors for the remaining period of term of office.

## **D. Liability of Directors**

A director shall have no individual liability for any claims or damages that may result from acts in the discharge of any duty imposed, or in the exercise of any power conferred, upon such director by APSC if such director acted in accordance with his or her good faith judgment of the best interests of the Association or, unless such director has knowledge or information concerning the matter in question that makes reliance unwarranted, if such director relied upon information, opinions, reports, or statements prepared or presented by (a) one or more officers or employees of the Association whom the director believes, in good faith, to be reliable and competent in the matters presented, (b) legal counsel, public accountants, or other persons as to matters the director believes, in good faith, are within the person's professional or expert competence, or (c) a committee of the Board of Directors of which such director is not a member if the director believes, in good faith, that the committee merits confidence.

## **E. Meetings**

The Board of Directors shall meet every other month or as called, based on need. Board members shall miss no more than 25 percent of all meetings within a 12-month period. Board members who miss more than 25 percent of all board meetings may be required to give up their position on the board.

#### **F. Conduct of Meetings**

Parliamentary rules, as stated in the most recent edition of Robert's Rules of Order, Newly Revised, shall govern the procedure of all meetings of the Board of Directors.

### **ARTICLE IV: OFFICERS**

#### **A. Election**

The officers shall be elected by the voting members of the APSC by ballot conducted according to procedures approved by the Board of Directors. Only members in good standing of the APSC, who have been actively engaged in the field of addiction treatment, prevention or administration for at least two years immediately prior to nomination shall be eligible for an elective office.

#### **B. Term of Office**

The officers of the APSC shall assume office at the next meeting of the APSC-following their election and shall hold office for a term of two years. Only the regional representatives, secretary and treasurer shall be eligible for re-election to the same office. Notwithstanding the foregoing, no person shall be eligible to serve more than two full terms in the same office. In the event that a person is appointed to an office as a result of a vacancy and serves no more than one year in such office, such term shall not count toward such person's two-term limit in such office.

#### **C. Resignations**

Any officer may resign at any time by giving written notice to the President. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the President. In the case of resignation of an officer of the APSC, other than the President, or if for another reason, including ineligibility or removal, an officer is unable to complete his/her term, the Board of Directors shall elect a successor to complete the unexpired term. In the event of vacancy in the office of the President, the President-Elect shall automatically assume the duties of President and shall serve in that capacity for the remainder of the unexpired term, without prejudice to any succeeding term to which he/she might be entitled.

#### **D. Removals**



Any officer may be removed by the Board of Directors at any regular or special meeting of the Board at which a quorum is present, by a two-thirds vote, for engaging in conduct prejudicial to the best interests of the APSC or violation of these Bylaws.

#### **E. President**

The President shall serve one (1) two (2) year term and shall be the Chair of the Board of Directors. The President shall be the principal executive officer of the APSC subject to the direction and control of the Board of Directors. The President shall preside at all meetings of the APSC and delegate authority as indicated by the needs of the APSC. The President shall execute for the APSC any contracts or instruments authorized by the Board of Directors. The President shall prepare the agenda for the meetings of the APSC and have general knowledge of and responsibility for supervision of the business of the APSC. The President shall appoint such standing or special committees, subcommittees and divisions as maybe required by these Bylaws or as he/she may find necessary and shall be an ex officio member with or without vote, as the appointment shall state, on all committees of the APSC.

#### **F. President-Elect**

The President-Elect shall serve one (1) two (2) year term and shall assist the President in the discharge of the President's duties as the President may direct and shall perform other duties as from time to time may be assigned by the President of the APSC. At the end of the President-Elect's term of office, the President-Elect shall automatically assume the office of President. The President-Elect shall preside at all meetings of the APSC in the absence of the President.

The President-Elect shall perform all duties incumbent upon the President during the absence or disability of the President and shall perform such other duties as the Board of Directors and the President may, from time to time, designate.

The President –Elect shall serve as Chair for any hearing on all appeals to disciplinary actions recommended by the Hearing Committee of the Certification Commission in cases of violations of Ethical Standards in accordance with Policies and Procedures approved by the APSC Board of Directors.

The President-Elect shall serve as chair of the Education and Training Committee and shall oversee the Approved Provider program. The President-Elect shall advise the President on matters of parliamentary procedure, and interpretation of these Bylaws.

#### **G. Secretary**

The Secretary shall serve a term of two (2) years. The Secretary shall record the proceedings of the Board of Directors and of the APSC and shall see that all notices are duly given in accordance with the provisions of these Bylaws; be the custodian of the

APSC records; keep a register of the address of each member of the APSC, which shall be furnished to the Secretary by each member; serve as chair of the Newsletter Committee; and in general perform all duties as from time to time may be assigned by the President. Should the office of Secretary become vacant, the Board of Directors shall appoint a replacement, who shall serve until the next meeting of the APSC, at which time the office shall be filled by the vote of the membership for the remainder of the two (2) year term.

#### **H. Treasurer**

The Treasurer shall serve a term of two (2) years. The Treasurer shall have charge and custody of and be responsible for all funds of the APSC; receive and give receipts for moneys due and payable to the APSC; pay all just debts of the APSC as authorized by the budget, or the Board of Directors, upon receipt of appropriate written notice or demand for payment and in general perform all duties as from time to time may be assigned by the President.

#### **I. Immediate Past President**

The Immediate Past President shall serve as a member of the Board of Directors, as Chair of the Nominations/Elections/Awards Committee and shall perform such other duties as the Board of Directors or President may, from time to time, designate.

#### **J. Regional Representative**

The Regional Representative shall serve a term of two (2) years and shall reside in the geographic region they are to represent. Regions of the APSC will correspond to the various regions delineated by the South Carolina Department of Alcohol and Other Drug Abuse Services (DAODAS). Each Region will be represented by one (1) Regional Representative on the Board of Directors. Terms for those from even numbered districts will expire in even years and those from odd number districts will expire in odd years.

These representatives shall serve as liaisons between the Board of Directors and the local membership and shall perform other duties as assigned.

### **ARTICLE V: FISCAL YEAR**

The fiscal year of the APSC shall commence on July 1 and terminate on June 30.

### **ARTICLE VI: MEETINGS**

Members and other interested persons will meet in the fall of each year at such other times as may be deemed appropriate by the President and the Board of Directors. Members will be notified by mail at least thirty (30) days prior to the membership meeting.

Special meetings may be called more frequently by the President or by a majority of the Board of Directors or by twenty-five (25) percent of voting members in good standing. All members will be notified of such called meetings by mail at least twenty (20) days prior to the called meeting.

The most recent edition of *Robert's Rules of Order, Newly Revised*, will govern conduct of Meetings.

## **ARTICLE VII: AMENDMENTS**

These Bylaws may be amended or repealed by a two-thirds (2/3) majority vote of the Board of Directors. Such vote must be ratified by a two-thirds (2/3) majority of the membership present and voting at the meeting when presented. Amendments may be initiated by the Board of Directors or by any member in good standing. Prior to the consideration of any proposed changes in the Bylaws, members will be notified either by mail or electronically not less than fourteen (14) days prior to the meeting at which the proposed changes will be presented and voted upon.

## **ARTICLE VIII: COMMITTEES**

Committee chairs shall be appointed by the President with the approval of the Board of Directors and shall serve for a period of not less than two (2) years or more than four (4) years from the date of their appointment.

Committee members shall be appointed from the members at large by the Committee Chair with the approval of the Board of Directors.

All committees shall be membership focused and must orient their actions to member interests and welfare to include recruiting and retention of addiction professionals and organizations. Committee Chairs shall be cognizant of the continuing requirement to provide participation opportunities and to cause committee activities to reflect and feature the ongoing multi-cultural inclusive nature of the APSC.

Each committee member, including the Committee Chair, shall be a member in good standing of the APSC.

The committees shall include the following:

### **A. Executive Committee**

The Executive Committee is composed of the President, the President-Elect, the Immediate Past President, the Secretary, and the Treasurer of the APSC. In the intervals between meetings of the Board of Directors, the membership delegates to such Executive Committee any or all of the powers of the Board of Directors in the management of the business and affairs of the APSC. At any meeting of the Executive Committee, a simple

majority of the total number of members of the Executive Committee shall constitute a quorum for the transaction of business. Special meetings of the Executive Committee may be called by any member thereof on one-day notice to the other members thereof. Meetings of the Executive Committee may be conducted by means of conference telephone, or other similar communications equipment by means of which all persons participating in the meeting can hear each other, and participation by such means shall constitute presence in person at such meeting.

The Executive Committee will hear and rule on all appeals to disciplinary actions recommended by the Hearing Committee of the Certification Commission in cases of violations of Ethical Standards in accordance with Policies and Procedures approved by the APSC Board of Directors.

### **B. Membership Committee**

The Membership Committee shall be charged with the development of programs for membership growth throughout the APSC and shall make recommendation of policies and procedures pertaining to membership.

### **C. Nominations/Elections/Awards Committee**

The Immediate Past President shall serve as Chair of this Committee. The Nominations/Elections/Awards Committee is responsible for aiding the membership on the selection of officers. The Chair shall attend all meetings of the Board of Directors, call all meetings of the Committee, chair all meetings of the Committee and preside over election of officers during the designated annual meeting.

The Committee shall prepare and submit to all members a nomination ballot for the purpose of soliciting nominees and screen the qualifications of all individuals nominated for office. After screening nominees, the Committee will prepare the Election Ballot for approval by the Board of Directors. The ballot, along with a brief biographical sketch of each candidate will be sent to the membership in sufficient time to allow the completed ballots to be returned prior to the annual meeting. The Committee will tabulate the election results and the Chair will announce the election results at the next annual meeting following the election.

The committee will determine and solicit nominees for the various awards to be presented by APSC with the approval of the Board of Directors.

### **D. Education and Training**

The President-Elect shall serve as Chair of the Committee. The Committee is responsible for conducting an ongoing needs assessment and planning and implementing training events identified as areas of interest to the membership. These training events are to include regional trainings and the annual APSC Conference. The Committee is also

responsible for organizing membership meetings to be held at the time of the annual APSC Conference.

The Committee is responsible for the implementation and continued development of the Training Provider System.

#### **E. Legislative Committee**

The Legislative Committee shall keep the Board of Directors informed of legislation pending before the United States Congress and the South Carolina Legislature, which is of interest to the APSC members and develop proposed responses or plans of action for the Board of Directors and the APSC membership.

#### **F. Ethics Committee**

The Ethics Committee will be composed of APSC members recommended by the Regional Representatives. The Committee will establish and review the APSC Code of Ethics. This Code will be the standard of conduct for Addiction Professionals in South Carolina. The Committee will handle investigations of all allegations of violations of ethical standards against individual's in-process and certified counselors and make recommendations to the Board of Directors and the Certification Commission

The handling of violations of Ethical Standards shall be in accordance with APSC Policy and Procedures approved by the Board of Directors.

#### **G. Newsletter Committee**

The Secretary shall serve as Chairperson of this committee. The committee shall solicit and review all articles for inclusion in the newsletter of the APSC.

#### **H. Peer Assistance Committee**

The Peer Assistance Committee will be composed of APSC members recommended by the Regional Representatives. The members of the Peer Assistance Committee will work within their regions to assist APSC members in establishing Peer Assistance Programs. The Peer Assistance Committee will follow the current NAADAC, the Association for Addiction Professionals Guidelines in establishing Peer Assistance Programs.

#### **I. Other Committees**

The Board of Directors may create ad hoc committees as needed. The duties and end date of such committees will be specified by the Board of Director

### **ARTICLE IX: APSC CERTIFICATION COMMISSION**

## **A. Certification Commission.**

The APSC Certification Commission (the “Commission”) shall be the policy-making body for all South Carolina professional certification activities conducted by the APSC for persons engaged in the profession of addiction counseling.

1. The Chair of the Commission shall be selected by the members of the Commission from the existing slate of Commissioners, with the approval of the Board of Directors. The Chair shall serve a two (2) year term of office and is eligible to serve a maximum of two (2) terms. The Chair of the Certification Commission shall serve as a voting member of the Board of Directors.
2. The Commission shall be composed of no more than seven (7) Commissioners, including the chair. Each of the four geographic regions shall be represented by one commissioner. There will be two at-large commissioners.
3. The Commission Chair is nominated and selected by the Commissioners and approved by the APSC Board of Directors.
4. The Commission will request nominations of certified counselors to serve as Commissioners and require submission of the following: Letter of intent, Resume, Two references, and Letter of support. The Commission Chair will recommend commissioners to the APSC Board of Directors for approval.
5. Commissioner terms: Commissioners representing regions will serve a one-time renewable three-year term. At-large commissioners will serve a one-time renewable two-year term.

## **B. Certification Commission Domains**

The Commission shall be independent in matters relating to certification and shall have full authority for establishing policies, procedures and standards required for the following:

1. Eligibility and Examination Qualifications
2. Test Administration
3. Certification via Reciprocity
4. Rules of procedure for meetings, including site, frequency and agenda
5. Certification related Fees
6. Internal Committees (Standing and Ad Hoc)
7. Hearings related to violations of APSC Ethical Standards.

## **C. Certification Commission Policies and Procedures**

The Commission shall adopt a set of operating policies and procedures to include election of its member officers as deemed necessary to direct and perform the duties and responsibilities of the Commission.

#### **D. Budget**

The Commission shall consult with and obtain the approval of the Board of Directors of the APSC for the adoption of an annual budget and other fiscal matters, as well as contracts, grants, or other obligations, which would bind the APSC on a fiscal or legal basis.

#### **E. Ethical Standards Violations Hearings**

The Commission shall adjudicate all instances of violations of the Ethical Standards in accordance with Policies and Procedures adopted by the Board of Directors.

### **ARTICLE X: APSC PEER RECOVERY SERVICES CERTIFICATION COMMISSION**

#### **A. Peer Recovery Services Commission**

The APSC Peer Recovery Services Commission (PRS Commission) shall be the policy-making body for peer recovery services activities conducted by the APSC for persons engaged in the profession of peer support. The PRS Commission is a committee of APSC. The Commission is responsible for establishing its own policies and procedures that are approved by the Board of Directors.

1. The Chair of the PRS Commission shall be selected by the members of the Certification Commission from the existing slate of Commissioners, with the approval of the Board of Directors. The Chair shall serve a two (2) year term of office and is eligible to serve a maximum of two (2) terms. The Chair of the PRS Commission shall serve as a voting member of the APSC Board of Directors.
2. The PRS Commission shall include no more than seven (7) Commissioners. One is the Chair, and the other six shall be representatives from the geographic regions. Each commissioner shall serve a (3) year term of office with half (3) expiring during even years and half expiring during odd years.
3. The President of APSC shall serve as an ex-officio non-voting Commission Member.

#### **B. PRS Commission Domains**

The Commission shall be independent in matters relating to peer recovery services and shall have full authority for establishing policies, procedures and standards required for the following:

1. Eligibility and Examination Qualifications

2. Test Administration
3. Certification via Reciprocity
4. Rules of procedure for meetings, including site, frequency and agenda
5. Certification related Fees
6. Internal Committees (Standing and Ad Hoc)
7. Hearings related to violations of APSC Ethical Standards.

### **C. PRS Commission Policies and Procedures**

The Commission shall adopt a set of operating policies and procedures to include election of its member officers as deemed necessary to direct and perform the duties and responsibilities of the Commission.

### **D. Budget**

The PRS Commission shall consult with and obtain the approval of the Board of Directors of the APSC for the adoption of an annual budget and other fiscal matters, as well as contracts, grants, or other obligations, which would bind the APSC on a fiscal or legal basis.

### **E. Ethical Standards Violations Hearings**

The Commission shall adjudicate all instances of violations of the Ethical Standards in accordance with Policies and Procedures adopted by the Board of Directors.

## **ARTICLE XI: INDEMNIFICATION**

### **A. Good Faith Action**

The APSC shall be authorized to indemnify each of its directors and officers from and against any and all judgments, fines, amounts paid in settlement, and reasonable expenses, including attorney's fees, actually and necessarily incurred or imposed as a result of any action or proceeding or any appeal therein, imposed upon or inserted against him or her by reason of being or having been such a director or officer and acting within the scope of his or her official duties, but only when the determination shall have been made that such director or officer (1) acted in good faith, (2) believes (i) in the case of conduct in his or her official capacity with the Association, that his or her conduct was in the best interests of the Association, and (ii) in all other cases, that his or her conduct was at least not opposed to the best interests of the Association, and (3) in the case of any criminal proceeding, he or she had no reasonable cause to believe that his or her conduct was unlawful. Such determination shall be made either judiciously or by the Board of Directors of the Association acting by a quorum consisting of directors who are not parties to such action or proceeding or, if a quorum of the Board of Directors is not obtainable, by independent legal counsel. If the foregoing determination is to be made by the Board of Directors, the Board of Directors may rely, as to all questions of law, on the advice of independent legal counsel.



## **B. Inclusion**

Every reference herein to a member of the Board of Directors or officer of the Association shall include every director and officer thereof and former director and officer thereof. This indemnification shall apply to all the judgments, fines, amounts in settlement, and reasonable expenses described above whenever arising, allowable as above-stated. The right of indemnification herein provided shall be in addition to any and all rights to which any director or officer of the Association might otherwise be entitled, and provisions hereof shall neither impair nor adversely affect such rights.

## **ARTICLE XI: DISSOLUTION**

On dissolution or final liquidation, the Board of Directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of the APSC, distribute all the assets of the APSC in such manner as the Board of Directors shall determine.

## **ARTICLE XII: PROMULGATION OF THE BYLAWS**

These bylaws shall be the foundation of all activities conducted by the APSC in pursuit of its goals and objectives. The Board of Directors shall establish sufficient policies and procedures to affect the daily conduct of the Association business. These policies and procedures shall be the domain of the Board of Directors.