



THE AMERICAN BOARD OF FORENSIC TOXICOLOGY, INC.

BYLAWS

Bylaws enacted October 18, 1975

This version approved on October 15, 2019.

AMERICAN BOARD OF FORENSIC TOXICOLOGY, INC.

BYLAWS

ARTICLE I

Definitions

Section 1. All definitions of terms and words herein, unless applicable law otherwise requires, shall be as defined by the Articles of Incorporation, the Bylaws, or the Board of Directors, in that order of precedence.

ARTICLE II

Name and Purposes

Section 1. Name. The name of this organization shall be the AMERICAN BOARD OF FORENSIC TOXICOLOGY, INC., hereinafter referred to as the "Board" or the "Corporation."

Section 2. Purposes. The purposes of the Board, in the public interest, shall be:

- (a) To encourage the study of, improve the practice of, establish and enhance standards for, and advance the science of forensic toxicology.
- (b) To encourage and promote adherence to high standards of ethics, conduct, and professional practice in forensic toxicology.
- (c) To grant and issue certificates, and/or other recognition, in cognisance of special qualifications in forensic toxicology to voluntary applicants who conform to the standards established by the Board and who have established their fitness and competence therefore.
- (d) To cooperate with the several branches of federal and state governments and appropriate governmental and private agencies and organizations, and to secure general recognition and acceptance of Certification by the American Board of Forensic Toxicology.
- (e) To maintain and furnish lists of individuals who have been granted Certificates by the Board (hereinafter referred to as Certificants) and of laboratories issued Certificates of Laboratory Accreditation.
- (f) To engage in any activities, not prohibited by law or the Board's Articles of Incorporation, which may contribute to the above purposes or which are in furtherance of the objects and purposes enumerated in the Articles of Incorporation.

ARTICLE III

Offices

Section 1. Office of Record. The office of record of this Board shall be in the City of Washington, District of Columbia at 1155 15th Street N.W., Suite 502, Washington, D.C. 20005;

or such other location as the Board of Directors may, from time to time, designate.

Section 2. Other Offices. The Board may have such other offices at such locations, within or without the District of Columbia, as the Board of Directors may, from time to time, designate.

ARTICLE IV

Officers

Section 1. Officers of the Corporation. The officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer. They shall be elected annually by the Board of Directors from its membership.

Section 2. Officers of the Board of Directors. The officers of the Corporation shall serve, in the same respective capacities, as officers of the Board of Directors of the Corporation.

Section 3. Functions and Duties. The functions and duties of the President, Vice President, Secretary, and Treasurer shall be such as usually and customarily pertain to their respective offices, and also such other functions and duties as may, from time to time, be delegated or designated by the Board of Directors or as are herein prescribed. The President shall be the Chief Executive Officer of the Board.

ARTICLE V

Board of Directors

Section 1. Authority. The governing body of the Corporation shall be a Board of Directors, which shall be empowered to have, hold, control, manage and administer all of the property, funds, business, affairs and operations of the Board pursuant to its Articles of Incorporation; with authority to do everything necessary and desirable in the conduct of the affairs and business of the Board and in accordance with these Bylaws.

Section 2. Composition. The Board of Directors shall consist of at least nine (9) and not more than twenty-five (25) persons, elected by the Directors from among qualified persons at-large.

Section 3. Qualifications of Directors.

(a) Directors shall be chosen with due regard for their general attainments and their professional qualifications and experience in forensic toxicology and/or closely related fields.

(b) Every person elected as a Director shall be a Certificant of this Board; provided, however, that one (1) position on the Board of Directors may be held by a public member who shall not be a Certificant of this Board.

(c) Any Certificant of the Board may be elected as a member at-large of the Board of Directors whenever an eligible vacancy exists.

Section 4. Duties and Functions. The duties and functions of the Board of Directors shall be as follows:

(a) The Board of Directors shall exercise overall control over the affairs and operations of the Board.

(b) The Board of Directors shall be charged with establishing professional standards for forensic toxicology in accordance with the Articles of Incorporation and these Bylaws. These standards shall not be discriminatory and shall apply on an equal basis to all persons applying for Certification.

(c) The Board of Directors shall hold at least one (1) meeting annually and may hold additional meetings on reasonable notice upon the call of the President of the Board or upon the written request of a majority of the Directors.

(d) The Board of Directors may, from time to time, designate qualified persons (who need not be Directors) or organizations to act on behalf of the Board in performing such duties and functions as the Board may direct. Such persons and organizations may be compensated for their services and reimbursed for the actual and necessary expenses incurred in the discharge of such duties and functions, and shall serve at the pleasure of the Board of Directors.

ARTICLE VI

Executive Committee

Section 1. Composition. The Executive Committee of the Board of Directors shall consist of the President, who shall serve as its chairman, the Vice President, the Secretary, the Treasurer, Chair of Certification and the Chair of Accreditation. A quorum of the Executive Committee shall consist of a majority of its members, and its formal actions shall require a majority vote unless otherwise provided herein.

Section 2. Authority. The Executive Committee shall have full authority and power to act for and on behalf of the Board of Directors between meetings of said Board, except as herein otherwise provided. Actions taken by the Executive Committee on behalf of the Board of Directors shall be reported to the Board of Directors as soon as practicable.

Nominating Committee

Section 1. Composition. The Nominating Committee shall be composed as follows:

- a. Five Members to be designated by the President. Each Member will serve a three year term. Two of the Members will have served as Directors of the Board.
- b. The Secretary will chair the Nominating Committee. The chair is a non-voting member of the Nominating Committee.

Section 2. Qualifications. Each Member of the Nominating Committee will be:

- a. Be a Certificant of the Board for at least five years and be in good standing

- b. Be active in the practice of forensic toxicology
- c. Not be serving as a Director of the Board

ARTICLE VII

Committees

Section 1. General. The Board of Directors may, by resolution adopted by a majority of the Directors in office, designate and establish, and determine the scope of authority, functions and duties of, such standing and special committees as, from time to time, it deems necessary.

Section 2. Composition. Each standing or special committee shall consist of two (2) or more persons, as designated by the Board of Directors. The chairman of each committee shall be a member of the Board of Directors; other members of a committee may be members of the Board of Directors or other qualified persons. The President shall be an ex-officio member of all committees.

Section 3. Appointment and Authority. The chairman and other members of each standing or special committee, unless otherwise provided herein, shall be appointed by the President of the Board with the advice and consent of the Board of Directors. Every committee may, unless otherwise provided herein, exercise the authority of the Board of Directors in the manner and to the extent provided for in the resolution establishing the committee.

Section 4. Term of Office. Unless otherwise provided herein or in the resolution of the Board of Directors establishing a standing or special committee, the chairman and other members of every standing or special committee shall serve one (1) year terms and be eligible for reappointment.

ARTICLE VIII

Elections-and-Terms of Office

Section 1. Election of Officers. The Board of Directors shall annually elect from its membership a President, a Vice President, a Secretary, and a Treasurer. The election shall be by ballot, and a majority of votes cast shall be required to elect an officer.

Section 2. Officers' Terms of Office. The officers shall take office on July 1 following their election, and each shall hold office for one (1) year, or until his or her successor has been duly elected and qualified.

Section 3. Vacancies among Officers. The Vice President shall fill a vacancy in the office of President occurring during his or her term of office as Vice President. Other vacancies among officers shall be filled by election by the Board of Directors from its membership. Such election may be conducted by mail or electronic ballot.

Section 4. Election of Directors. Prior to the annual meeting of the Board of Directors, the

Board shall solicit nominations from the Nominating Committee, to fill eligible vacancies on the Board of Directors. In addition nominations for eligible vacancies may be made from the floor during the annual meeting of the Board of Directors. Thereafter, the Board of Directors shall elect Directors to fill the vacancies which will occur during the ensuing Board year. A majority of votes cast shall be required to elect a nominated Director.

Section 5. Election of Directors at-Large. Any Certificant of this Board may be elected by the Board of Directors as a member at-large of the Board of Directors at the annual meeting, at any special meeting, by mail or electronic ballot, whenever an eligible vacancy exists. Such election shall require a two-thirds (2/3) affirmative vote.

Section 6. Term of Office of Directors. The terms of all Directors shall be three (3) years, unless otherwise specified herein. Directors shall serve no more than three consecutive terms, unless elected to be an Officer of the Board, in which case they may serve an additional term. Notwithstanding the above, Directors who have served more than three terms as of February 2002 may continue to serve until the termination of their current term and any additional terms for which they are elected.

Section 7. Vacancies among Directors. A vacancy in the office of a Director shall be filled by vote of the remaining Directors as soon as practicable after the vacancy occurs and for the unexpired term of said office. Such election may be conducted by mail ballot.

ARTICLE IX

Indemnification and Surety

Section 1. Indemnification. The Corporation shall indemnify any person made a party to any action, suit or proceeding, by reason of the fact that such person, or such person's testator or intestate, is or was a Director, officer or employee of the Corporation, or of any corporation which such person served as such at the request of the Corporation, against the reasonable expenses, including attorneys' fees actually and necessarily incurred by such person in connection with the defence of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that there was negligence or misconduct in the performance of such person's duties. The Corporation may also reimburse to any such Director, officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the Directors not involved in the matter in controversy (whether or not a quorum) that it was in the interests of the Corporation that such settlement be made and that such Director, officer, or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director, officer or employee may be entitled apart from the provisions of this section.

Section 2. Surety. The Board of Directors may, in their discretion, procure or cause to be procured, at the Board's expense, appropriate liability insurance coverage for the Board's officers, Directors, agents and employees.

Section 3. Fidelity Bonds. The Treasurer of the Board and such other Officers, Directors, agents and employees of the Board as the Board of Directors may, from time to time, determine it may be required to furnish, at the expense of the Board, an appropriate fidelity bond approved by the Board of Directors, in such sum as the Board of Directors shall prescribe.

ARTICLE X

Meetings and Operations

Section 1. Annual Meeting. The annual meeting of the Board shall be held at the call of the President, at a location designated by him or her within or without the District of Columbia. Notice of the annual meeting shall be given to each Director at least thirty (30) days before the meeting date. An annual meeting may be conducted by mail or by conference upon the written consent of two-thirds (2/3) of the Directors in office.

Section 2. Special Meetings. Special meetings of the Board may be called by the President, or upon the written request of a majority of the Directors in office, on a date and at a time and location to be designated by the President, within or without the District of Columbia. Notice of a special meeting shall be given to each Director at least fifteen (15) days before the meeting date, with information regarding the subject(s) to be considered.

Section 3. Quorum. A quorum for all purposes herein, unless otherwise provided, shall consist of a majority of the Directors. In the event less than this number are present at a meeting, the President may adjourn the meeting, from time to time, until a quorum is present. No Director shall be entitled to vote through use of a proxy.

Section 4. Conduct of Board Business.

(a) Business of the Board including that of an annual meeting may be conducted by mail, by conference, or by a committee of the Board comprised of not less than two (2) persons when authorized by a majority of the Directors in office.

(b) When such business conducted by mail requires a vote of the Board of Directors, a two-thirds (2/3) affirmative vote shall be required to carry a motion.

(c) Business of the Board carried on by conference or by standing or special committees of the Board shall be conducted in such manner as the Board of Directors may direct, or in the absence of such directions as the committees may elect in accordance with the general spirit of these Bylaws and the requirements of the Articles of Incorporation.

Section 5. Territory. The operations of the Board are to be conducted in the United States of America and its territories and possessions, and in such other place(s) as the Board of Directors may, from time to time, authorize and direct.

ARTICLE XI

Finances

Section 1. Fiscal Year. The fiscal year of the Board shall be from July 1 through June 30, inclusive.

Section 2. Income. The income of the Board shall be derived from application fees and other fees and charges, from gifts, grants and contributions, and from such other sources and activities as may be approved by the Board of Directors. All monies accruing to the Board shall be collected by such person(s) as the Board of Directors may designate.

Section 3. Compensation and Reimbursements. No member of the Board of Directors shall be paid any salary or fee for services as a Director or an officer. Subject to the availability of funds, a Director or an officer may be reimbursed for actual and necessary expenses incurred in attending meetings of the Board or in performing other duties or functions on behalf of the Board. The Board of Directors shall determine the compensation and reimbursements to be paid to other parties than officers and Directors of the Board, for services performed or for activities carried out on behalf of the Board.

ARTICLE XII

Certification

Section 1. Standards. The Board of Directors shall establish, maintain, and revise as necessary, standards and qualifications for the granting, issuing, and renewing of Certificates and/or other forms of recognition in cognizance of special qualifications in forensic toxicology.

Section 2. Evaluation of Applicants. The Board of Directors shall arrange for suitable means to evaluate the fitness, competence, and qualifications of persons seeking Certification by the Board.

Section 3. Certificates. The Board of Directors shall have authority to issue or cause to be issued Certificates of Qualification to persons who have met the standards of the Board and have fully complied with all applicable requirements. Certificates of Qualification shall be in such forms as prescribed or approved by the Board of Directors and shall be valid for such period of time as the Board of Directors may determine. Each Certificate shall be and remain the property of the Board, but every person to whom a Certificate has been properly issued shall be entitled to its continued possession unless and until such Certificate is revoked. A person holding a valid, unrevoked Certificate of Qualification issued by this Board shall be entitled to use the designation “Fellow of the American Board of Forensic Toxicology”, ~~or~~ “Diplomate of the American Board of Forensic Toxicology”, or “Analyst of the American Board of Forensic Toxicology”, as appropriate for the type of qualification conferred by the Board.

Section 4. Fees. The Board of Directors shall annually establish the fees and other charges

incident to application for and granting, issuing, and renewal of Certificates of Qualification and/or other forms of recognition.

Section 5. Denial and Revocation of Certificates. The right to deny Certification and to suspend or revoke Certificates of Qualification shall reside with the Board of Directors. Certificates issued by the Board are subject to revocation only for one or more of the following reasons:

(a) A misstatement or misrepresentation, or concealment or omission, of a material fact or facts in an application or any other communication to the Board or its representative(s).

(b) Conviction of an applicant for Certification or holder of a Certificate of this Board by a court of competent jurisdiction of a felony or of any crime involving, in the opinion of the Board of Directors, unprofessional conduct.

(c) Issuance of a Certificate contrary to or in violation of any of the laws, standards, rules, or regulations governing the Board and its Certification programs at the time of its issuance; or determination that the person certified was not in fact eligible to receive such Certificate at the time of its issuance.

(d) Unethical conduct or other conduct, by a holder of a Certificate of the Board, which in the judgment of the Board brings the speciality of forensic toxicology into disrepute. Action to suspend or revoke Certification may only be taken after at least thirty (30) days advance written notice of the nature of the charges or reasons for such action has been given to the individual concerned and an opportunity for such person to be heard has been provided by the Board.

ARTICLE XIII

Laboratory Accreditation

Section 1. Standards. The Board of Directors may establish, maintain and revise as necessary, standards and procedures for the granting, issuing and renewing of Certificates of Laboratory Accreditation for laboratories performing Postmortem Forensic Toxicology or Human Performance Drug Testing.

Section 2. Evaluation of Applicant Laboratories. The Board of Directors may arrange for suitable means to evaluate the fitness, competence and qualifications of laboratories seeking Laboratory Accreditation by the Board. This function may be carried out, in part, by a Laboratory Accreditation Committee whose membership shall include at least two (2) Directors, and, in part, by Inspection Teams appointed by the Laboratory Accreditation Committee.

Section 3. Certificates. The Board of Directors shall have authority to issue or cause to be issued Certificates of Laboratory Accreditation in Forensic Toxicology to laboratories who have met the standards of the Board and have fully complied with all applicable requirements. Certificates of Laboratory Accreditation shall be in such forms as prescribed or approved the Board of Directors and shall be valid for such period of time as the Board of Directors may determine. Each Certificate shall be and remain the property of the Board, but every laboratory to which a certificate has been properly issued shall be entitled to its continued possession unless

and until such Certificate is revoked. A laboratory holding a valid, unrevoked Certificate of Laboratory Accreditation issued by this Board shall be entitled to publicly or otherwise indicate that it has been Accredited as a Forensic Toxicology Laboratory by the American Board of Forensic Toxicology.

Section 4. Fees. The Board of Directors shall periodically establish the fees and other charges incident to application for and granting, issuing and renewal of Certificates of Laboratory Accreditation.

Section 5. Denial and Revocation of Certificates. The right to deny Laboratory Accreditation and to suspend or revoke the Forensic Toxicology Laboratory Accreditation shall reside with the Board of Directors. Certificates issued by the Board are subject to revocation only for one or more of the following reasons:

(a) A misstatement or misrepresentation, or concealment or omission, of a material fact or facts in an application or any other communication to the Board or its representative(s).

(b) Conviction by an applicant laboratory or holder of a Certificate of this Board by a court of competent jurisdiction of a felony or any crime involving, in the opinion of the Board of Directors, fraudulent practice.

(c) Issuance of a Certificate contrary to or in violation of any of the laws, standards, rules or regulations governing the Board and its Laboratory Accreditation programs at the time of its issuance; or determination that the laboratory Accredited was not in fact eligible to receive such Certificate at the time of its issuance.

Action to suspend or revoke Laboratory Accreditation may only be taken after at least thirty (30) days advance written notice of the nature of the charges or reasons for such action has been properly sent to the laboratory concerned and an opportunity for representatives of the laboratory to be heard has been provided by the Board.

ARTICLE XIV

Appeals and Reconsiderations

Section 1. Reconsideration of Board Actions. A person denied Certification or Requalification, or a laboratory denied Laboratory Accreditation, shall be entitled to request reconsideration of any such action by the Board, by submitting a written request for such reconsideration within 30 days of the date of notification of any such action by the Board, together with any additional documentation hearing on the issue(s) raised by the applicant.

Section 2. Appeals of Board Actions. A person whose Certification or Requalification is suspended or revoked, or a laboratory whose Laboratory Accreditation is suspended or revoked, in accordance with the provisions of these Bylaws, shall be entitled to appeal any such action by the Board. Any such appeal must be initiated in writing by the affected party within 30 days of the date of notification of any such action by the Board, and shall be lodged in accordance with the process and procedures set forth in the Board's Appeals Policy.

Section 3. Appeals Policy. The Board shall adopt and promulgate, maintain, and revise as necessary, an Appeals Policy relative to resolution of questions or challenges concerning the Board's suspension or revocation of any Certification, Requalification, or Laboratory Accreditation previously granted by the Board.

Section 4. Finality of Actions. The Board, acting through its duly elected officers and directors and its duly designated agents, shall have the sole jurisdiction, power, authority, and right to determine the outcome of and final action upon any challenge to or appeal of any action or decision of the Board, and the outcome of any request for reconsideration of actions or decisions of the Board. The decision of the Board on any such request for reconsideration, challenge, or appeal shall be final and conclusive.

ARTICLE XV

Parliamentary Authority

Section 1. Parliamentary Authority. Unless otherwise provided in its Articles of Incorporation or Bylaws, the conduct of meetings of the Board shall be governed by rules promulgated by the Board of Directors or, in the absence of such rules, by the rules contained in Robert's Rules of Order, Newly Revised, latest edition available. Any question as to priority of business shall be decided by the chair without debate.

Section 2. Suspension of Rules. The rules promulgated by the Board of Directors governing the conduct of meetings may be suspended at any meeting by a majority vote of the Directors present.

ARTICLE XVI

Seal and Insignia

Section 1. The Board shall have a corporate seal, and may have other devices and insignia, of such design as the Board of Directors adopt.

ARTICLE XVII

Amendments

Section 1. These Bylaws may be amended, altered, or repealed, in whole or in part, in one of the following ways:

(a) Upon two-thirds (2/3) affirmative vote of the Directors present at a meeting of the Board of Directors at which a quorum is present, provided that a copy of the proposed change(s) has been submitted to all Directors at least fifteen (15) days prior to such meeting;

(b) Upon two-thirds (2/3) affirmative vote by mail or electronic ballot of the Directors

within thirty (30) days after a copy of the proposed change(s) has been submitted to all Directors.
(c) By the unanimous written consent of all members of the Board of Directors.

ARTICLE XVIII

Effective Date of Bylaws

Section I. These Bylaws became effective October 18, 1975 upon adoption by all of the Directors of the Board.

ARTICLE XIX

ABFT-FTCB Merger Agreement

These Bylaws are amended in accordance with the Merger Agreement by and between the American Board of Forensic Toxicology, Inc., and the Forensic Toxicologist Certification Board, Inc. dated February 18, 2014.