

**BYLAWS OF THE
ACCREDITATION COUNCIL FOR CLINICAL LIPIDOLOGY**

ARTICLE I: NAME

Section 1. The name of the organization shall be the Accreditation Council for Clinical Lipidology, Inc. (the “Board”).

ARTICLE II: PURPOSE AND OBJECTIVE

Section 1. The purpose and objective of the Board shall be to operate exclusively for charitable, scientific and educational purposes solely within the exemption provided for by 26 U.S.C.A., Internal Revenue Code, Section 501(c)(3), and amendments thereto, namely:

- A. To organize, administer, and validate the education of lipid professionals in the care of lipid patients.
- B. To certify those lipid medical professionals who have demonstrated extraordinary training and competence in lipid care.
- C. To elevate the standards of training and education in lipid medicine
- D. To have all of the powers conferred upon corporations organized under the Florida Not For Profit Corporation Act.

ARTICLE III: CERTIFICATION

Section 1. The Board shall administer two certification examinations.

- A. Clinical Lipid Specialist program certifies licensed lipid professionals and validates their professional credentials to provide specialized care to patients with dyslipidemia and related cardiometabolic conditions
- B. Basic Competency in Clinical Lipidology program certifies anyone with a general involvement in the field of lipidology and lipid management.

Section 2. The Board shall bestow certification upon those individuals who qualify for and pass the Board’s certification examinations. Such persons shall have no voting rights.

Section 3. Qualifications. In order to qualify for certification, an applicant must, at a minimum,

- A. Be a medical professional whose professional duties pertain to the treatment of lipid disorders and fulfill the training and experience requirements established by the Board.
- B. Successfully complete the Corporation’s examination with a passing score.
- C. Maintain certification by re-examination at intervals to be determined by the Board but not more than every ten years.

ARTICLE IV: MEMBERS

The corporation shall not have members.

ARTICLE V: THE BOARD OF GOVERNORS

- Section 1. The affairs of this Board shall be managed by a Board of Governors, in accordance with these Bylaws.
- Section 2. The Board of Governors shall consist of the current President, Vice President, Secretary, Treasurer, and the Immediate Past President, as well as up to sixteen (16) other persons to be elected by the existing Board of Governors for three-year terms.
- Section 3. The Board of Governors shall consist of no less than five (5) and no more than twenty-one (21) persons representing the respective professional disciplines that will partake in the certification program. At least two (2) Governors of the Board will represent each of the following professional disciplines:
 - A. Nursing Clinical Council
 - B. Nutrition/Exercise Clinical Council
 - C. Pharmacy Clinical Council
 - D. Physician/Physician Assistant Clinical Council
- Section 4. In the event of the death, resignation, or termination of a Governor, the remaining members of the Board shall have the authority to appoint a Governor to complete the unexpired term of the outgoing Governor.
- Section 5. Governors shall serve terms of three years, to begin and end during the Annual Meetings of the Board, and shall be eligible for reelection. At least one-third of the Governor positions shall expire each year or at least one-third of the Governors will rotate off the Board at the end of every three (3) year term and be replaced with new Governors. Governors shall be allowed to serve additional terms for a maximum consecutive service of no longer than nine (9) years.
- Section 6. Special meetings of the Board of Governors may be called by the President or upon the request of at least three members of the Board of Governors.
- Section 7. Notice of any meeting of the Board of Governors shall be sent to all Governors no less than ten (10) days prior to any special meeting of the Board of Governors and no less than thirty (30) days prior to any Annual Meeting of said Board of Governors.

ARTICLE VI: OFFICERS

- Section 1. The officers of the Board shall be the President, Vice President, Secretary, Treasurer, and Immediate Past President.

Section 2. The Board of Governors shall elect the officers of the Corporation.

Section 3. Officers shall serve a term of three years, to begin and end during the Annual Meeting of the Board of Governors and shall be eligible for re-election.

ARTICLE VII: DUTIES OF OFFICERS

Section 1. The President shall:

- A. Be Chairman of the Board of Governors.
- B. Preside at all regular and special meetings of the Board of Governors.
- C. Perform all such other duties as may be assigned from time to time by the Board of Governors.

Section 2. The Vice President shall:

- A. Perform the duties of President in the absence of the President.
- B. Perform all such other duties as may be assigned from time to time by the Board of Governors.

Section 3. The Secretary shall:

- A. Be responsible for the keeping of the minutes of the meetings of the Board of Governors; said minutes to be kept in one or more books provided for that purpose.
- B. Be responsible for sending all required notices.
- C. Be responsible for the custody of all corporate records and the Seal of the Board.
- E. Conduct the general correspondence of the Board, as directed by the President.
- F. Certify the examination results and re-certification process.

Section 4. The Treasurer shall:

- A. Be responsible for all funds and securities of the Board from any source whatever.
- B. Be responsible for the deposit of all such monies in the name of the Board in such depositories as shall be selected by the Board of Governors.
- D. Create and keep all necessary financial records.
- E. Submit an Annual Statement to the Board of Governors during the Annual Meeting.
- F. Be bonded in such sums and with such surety or sureties as the Board of Governors shall, from time to time, determine.

Section 5. The Immediate Past-President shall perform such duties as the President or Board of Governors prescribe.

ARTICLE VIII: CONTRACTS, CHECKS, DEPOSITS, AND GIFTS

Section 1. The Board of Governors may authorize any person, in addition to the Officers authorized by these Bylaws, to enter into any contract or execute or deliver any instrument in the name of the and on behalf of the Board, and such authority may be general or confined to specific instances.

Section 2. All funds of the Board shall be deposited to the credit of the Board in such banks, trust companies, or other depositories as the Board of Governors may select.

ARTICLE IX: BOOKS AND RECORDS

Section 1. The Board shall keep complete and correct books and records of account and shall also keep minutes of the proceedings of meetings of its Board of Governors, and shall keep at its principal place of business a record of the names and addresses of all members of its Board of Governors.

ARTICLE X: FISCAL YEAR

Section 1. The fiscal year of the Board shall be the calendar year.

ARTICLE XI: SEAL

Section 1. The Seal of the Board shall contain the name of the Board, as well as its date and State of incorporation.

ARTICLE XII: DISSOLUTION

Section 1. Upon dissolution of the corporation, all of the assets thereof, after the payment of all debts, shall be distributed to such non-profit organizations as are qualified as tax-exempt pursuant to 501(c)(3) of the Internal Revenue Code, with preference being given to any such organization whose purposes are consistent with those of the Board.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

Section 1. Robert's Rules of Order shall govern the proceedings of all meetings of the Board of Governors and of the Board in all cases not provided for in these Bylaws.

Modified June 4, 2014.

