



MINNESOTA

BOARD OF SOCIAL WORK

Protecting the Public

Minnesota Board of Social Work

BYLAWS

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Part 1. General Provisions

Section A. Duty to Adopt Bylaws

Minnesota Statutes, Section 148E.025, subdivision 4, requires the Board “to adopt bylaws to govern its proceedings”, which applies only to internal Board operating procedures. The Board has been advised by the Attorney General’s Office that the provision does not require the Board to adopt formal rules under the Administrative Procedures Act.

Section B. Creation of the Board

The Board of Social Work was created by the Minnesota Legislature in 1987. The requirements for the composition and operation of the board are in the Board’s Practice Act, Minnesota Statutes, sections 148E.025 to 148E.030. Additional requirements are in Minnesota Statutes, Chapter 214, which contains requirements that apply to all health-related licensing boards, including the Board of Social Work.

Section C. Duties of the Board

- 1) Section 148E.030, subdivision 1, requires the Board must perform the duties necessary to promote and protect the public health, safety, and welfare through the licensure and regulation of persons who practice social work in this state. These duties include, but are not limited to:
 - a) establishing the qualifications and procedures for individuals to be licensed as social workers;
 - b) establishing standards of practice for social workers;
 - c) holding examinations or contracting with the Association of Social Work Boards or a similar examination body designated by the board to hold examinations to assess applicants’ qualifications;
 - d) issuing licenses to qualified individuals pursuant to sections 148E.055 and 148E.060;
 - e) taking disciplinary, adversarial, corrective, or other action pursuant to sections 148E.255 to 148E.270 when an individual violates the requirements of this chapter;
 - f) assessing fees pursuant to sections 148E.175 and 148E.180; and
 - g) educating social workers and the public on the requirements of the board.

- 2) Section 148E.030, subdivision 2, provides that the “Board may adopt and enforce rules to carry out the duties specified in subdivision 1.”

Section D. Data Practices

The collection, creation, receipt, maintenance and dissemination of data maintained by the Board are governed by the Minnesota Government Data Practices Act, Minnesota Statutes, Chapter 13.

Part 2. Board Members

Section A. Board Membership

- 1) Minnesota Statutes, section 148E.025, subdivision 2, specifies that the Board consists of 15 members appointed by the governor. The members are:

- a) 10 social workers licensed under sections 148E.055,
 - b) 5 public members as defined in section 214.02.
- 2) Minnesota Statutes, section 214.02 defines a public member as “a person who is not, or never was, a member of the profession or occupation being licensed or regulated or the spouse of any such person, or a person who does not have or has never had, a material financial interest in either the providing of the professional service being licensed or regulated or an activity directly related to the profession or occupation being licensed or regulated.”

Section B. Qualifications of Board Members

- 1) Section 148E.025, subdivision 2, amended in 2009, describes the qualifications required of Board members as follows:
 - a) all social work members must have engaged in the practice of social work in Minnesota for at least one year during the ten years preceding their appointments;
 - b) five social work members must be licensed social workers at the baccalaureate level under section 148E.055, subdivision 2; and
 - c) five social work members must include a licensed graduate social worker, a licensed independent social worker, and at least two licensed independent clinical social workers.
- 2) Eight of the social worker members must be engaged at the time of their appointment in the practice of social work in Minnesota in the following settings:
 - a) one must be in a state agency
 - b) one must be in a county agency
 - c) one must be in a private agency
 - d) two must be in a clinical social work setting
 - e) one must be an educator engaged in regular teaching duties at an accredited program of social work
 - f) one must be in an elementary, middle, or secondary school
 - g) one must be employed in a licensed hospital or nursing home licensed under Chapter 144 or 144A.
- 3) In addition, at least five members must have expertise in communities of color, and at least six must reside outside of the 11-county metropolitan area.

Section C. Appointment of Board Members

The appointment of Board members is governed by Minnesota Statutes, section 15.0597.

Section D. Membership Terms

Minnesota Statutes, section 15.0575, subdivision 2 states:

The terms of the members shall be four years with the terms ending on the first Monday in January. The appointing authority shall appoint as nearly as possible one-fourth of the members to terms expiring each year. Members may serve until their successors are appointed and qualify but in no case later than July 1 in a year in which a term expires unless reappointed.

Section E. Compensation

The Board shall comply with Minnesota Statutes and policy which govern Board Member compensation. Minnesota Statutes, section 214.09 subdivision 3 states:

Subd. 3. Compensation.

(a) Members of the boards may be compensated at the rate of \$75 a day effective July 1, 2014, spent on board activities, when authorized by the board, plus expenses in the same manner and amount as authorized by the commissioner's plan adopted under section [43A.18, subdivision 2](#). Members, who, as a result of time spent attending board meetings, incur child care expenses that would not otherwise have been incurred, may be reimbursed for those expenses upon board authorization.

(b) Members who are state employees or employees of the political subdivisions of the state must not receive the daily payment for activities that occur during working hours for which they are also compensated by the state or political subdivision. However, a state or political subdivision employee may receive the daily payment if the employee uses vacation time or compensatory time accumulated in accordance with a collective bargaining agreement or compensation plan for board activity. Members who are state employees or employees of the political subdivisions of the state may receive the expenses provided for in this subdivision unless the expenses are reimbursed by another source. Members who are state employees or employees of political subdivisions of the state may be reimbursed for child care expenses only for time spent on board activities that are outside their working hours.

(c) Each board must adopt internal standards prescribing what constitutes a day spent on board activities for purposes of making daily payments under this subdivision.

Section F. Policy on Per Diems

1) A per diem shall be paid for the following activities (limited to one per diem per day):

- a) Attendance at Board meetings and Board committee meetings.
- b) Attendance at committee or task force meetings when acting as a Board representative.
- c) Attendance at legislative hearings, meetings with legislators, or meetings with other parties relating to legislative activities when acting as a Board representative.
- d) Attendance at local, state or national association meetings when acting primarily as a Board representative.
- e) Attendance, participation, and/or presentation at a meeting or conference when invited to attend, participate, or present as a Board representative.
- f) Attendance at other meetings or activities as approved by the Board.
- g) Travel time necessary for Board members to participate in the activities listed above.
- h) Reviewing material in preparation for any of the activities listed above, placing or receiving telephone calls regarding Board business, or other miscellaneous activities related directly to Board business,

when the total number of hours spent on these activities exceeds three hours per day or three hours of accumulated time within a one-week period.

- 2) A per diem shall not be paid to Board members who are being compensated by their public, private or nonprofit employer for that day, if the major part of their Board activities occurs during normal work hours for which they are paid by their employer.
- 3) The Board will comply with Minnesota Statutes, section 214.09 subdivision 3, paragraph (b) which more specifically governs per diem compensation for members who are state employees or employees of the political subdivisions of the state as it relates to the use of vacation or comp time, and child care expenses.

Section G. State and Board Policy on Expenses

Meals, Mileage and Lodging:

1) Board Members may be compensated for expenses in the same manner and amount as authorized by the commissioner's plan adopted under section [43A.18, subdivision 2](#), for authorized board business. The Minnesota Department of Administration also establishes expense reimbursement policies which are periodically revised. See Employee Travel Expenses Policy which applies to reimbursement for Board Member meals, lodging, and mileage while engaged in Board business:

http://www.mn.gov/admin/images/fmr_policy_4c01_employeetravel.pdf

In addition to those policies, the Board adopts the following supplemental policies:

- 1) Hotel Accommodations
 - a) Board members and staff traveling on Board-approved business are encouraged to stay with family or friends when feasible, if that would save the Board money.
 - b) Board members and staff traveling on Board-approved business will be reimbursed for hotel expenses for themselves only.
 - c) Board members and staff must exercise good judgment, to ensure lodging costs are reasonable and consistent with other available facilities in the area. Board members must stay at licensed facilities and will not be reimbursed for stays at non-licensed facilities, get the lowest possible hotel rate by asking for a government, AAA, or business discount.
- 2) Food for Board and Committee Meetings
 - a) Staff should purchase minimal and inexpensive food and beverages for Board and committee meetings.
 - b) Board and committee meetings should be scheduled at non-meal times as much as possible.
- 3) Submission of Expense Reports
 - a) Board members and staff shall submit expense reports at least quarterly, to assist staff in budgeting.

Section H. Removal; Vacancies

- 1) Minnesota Statutes, section 15.075, subdivision 4 states:

A member may be removed by the appointing authority at any time (1) for cause, after notice and hearing, or (2) after missing three consecutive meetings. The chair of the board shall inform the appointing authority of a member missing three consecutive meetings. After the second consecutive missed meeting and before the next meeting, the secretary of the board shall notify the member in writing that the member may be removed for missing the next meeting. In the case of a vacancy on the board, the appointing authority shall appoint, subject to the advice and consent of the senate if the member is appointed by the governor, a person to fill the vacancy for the remainder of the unexpired term.

- 2) Minnesota Statutes, section 15.075, subdivision 5 states:

When a membership on a board becomes vacant within three months after being filled through the open appointments process, the appointing authority may, upon notification to the office of secretary of state, choose a new member from the applicants on hand and need not repeat the process.

Section I. Communications

Board members shall refrain from writing letters or engaging in other kinds of communication in the name of the Board, unless such communications have been specifically authorized by the Chair or the Board.

Section J. Code of Conduct

- 1) The Board expects of itself and its members ethical and businesslike conduct. This commitment includes proper use of authority and appropriate decorum in group and individual behavior when acting as Board members.
- 2) Board members will be required at the first board meeting following appointment to review, sign and agree to the “Minnesota Board of Social Work Board Member Responsibility and Accountability” oath of office and commitment.
- 3) The Board values:
 - a supportive and respectful work environment for our members and employees,
 - a diverse and representative work force,
 - a workplace where employees and those we serve are treated fairly and equitably,
 - appreciation, acknowledgment and acceptance of individual differences,
 - employees and Board members who take responsibility for modeling appropriate behavior and assuring respectful behavior of others.
- 4) Board members must represent unconflicted loyalty to the interests of the citizens of Minnesota. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs. This accountability supersedes the personal interest of any member acting as an individual consumer of the Board’s services.

- 5) Board members will comply with all pertinent state laws and regulations that are applicable to public officials.
- 6) If a Board member has a conflict of interest in a matter before the Board, including any of the following areas, the member shall declare the conflict and refrain from discussion, and may not vote on the matter. In addition to these restrictions, if the conflict of interest is known in advance and is financial in nature, the member must prepare a written statement describing the matter requiring action or decision and the nature of the potential conflict of interest and deliver a copy of the statement to the Board chair.
 - a) There must be no self-dealing or any conduct of private business or personal services between any member and the Board.
 - b) Board members must not use their positions to obtain employment within the agency for themselves, family members or close associates.
 - c) No current member of a health-related licensing board may seek a paid employment position with that board [MS 214, subd. 5, 2014].
- 7) Board members may not attempt to exercise individual authority over the Board or Board staff except as explicitly set forth in Board policies.
 - a) Board members' interactions with the executive director or with staff must recognize the lack of authority in any individual member or group of Board members.
 - b) In their interactions with the public, press or other entities, Board members shall not speak for the Board unless specifically directed by the Board.
- 8) Board members shall not engage in a business or professional activity that the affected Board member might reasonably expect would require or induce the affected Board member to disclose confidential information acquired by reason of the official position.
- 9) Board members shall not appear before the Board while acting as an advocate for him/herself or any other person who has an economic interest. Board members shall not represent, directly or indirectly, any business entity in any action or proceeding against the interest of the Board, or in any litigation in which the Board is a party.
- 10) Board members shall not use the official position to secure a special privilege or exemption for the affected person or others, or to secure confidential information for any purpose other than official duties.
- ~~11)~~
12)11) Board members shall not intentionally or knowingly disclose any confidential information gained by reason of the affected person's position concerning the property, operations, policies or affairs of the Board, or use such confidential information for pecuniary gain.

~~13~~12) Complaints related to violations of this Code of Conduct must be referred to the Executive Committee. The Executive Committee, in consultation with the Attorney General's Office, will determine the appropriate course of action. If the complaint is against a member of the Executive Committee, the member must recuse himself or herself from the committee's deliberations and decisions on the complaint.

~~14~~13) A Board member who has a personal or professional relationship with an individual who is the subject of a complaint filed with the Board or the subject of action considered by the Board shall recuse himself or herself from participation in the Board's consideration of the complaint or action.

~~15~~14) Board members shall comply with the Model Code of Conduct adopted by the Federation of Associations of Regulatory Boards (FARB).

Section K. Duties

In order to perform their duties, Board members need to be fully informed on issues relating to the regulation of social workers. Accordingly, Board members are expected to attend at least one conference or training session during each term they serve on the Board.

Part 3. Board Officers

Section A. General

Minnesota Statutes, section 148E.025, subdivision 3, was amended in 2009, and states: "The board must biennially elect from its membership a chair, vice-chair, and secretary-treasurer".

Section B. Elections

- 1) The officers shall be elected by majority vote of the members of the Board in each odd-numbered calendar year.
 - a) A slate of candidates shall be called for at the third to the last Board meeting in each odd-numbered calendar year.
 - b) Elections shall be held at the Board's second to the last regular meeting in each odd-number calendar year. Nominations from the floor will be taken prior to the elections. Candidates will have an opportunity to address the board prior to elections.
 - c) The term of office is from January 1 to December 31, over two calendar years.
- 2) The Chair, whose term has ended, shall serve as an Ex-Officio Member of the Executive Committee for the next two-year period, in a non-voting capacity.
- 3) A member may be re-elected for a second non-consecutive term. A member may not serve more than two non-consecutive terms in the same office.

- 4) Vacancies shall be filled by majority vote of the members of the Board for the balance of the two-year term. An election to fill a vacancy by majority vote does not prohibit the elected member from serving consecutive terms.

Section C. Duties of Chair

The chair shall perform the following duties:

- 1) Preside at meetings of the Board.
- 2) Preside at meetings of the Executive Committee.
- 3) Serve as principal spokesperson for the Board. The chair is the only person authorized to represent the Board except for (i) the executive director and (ii) other Board members who are specifically authorized by the Board to represent the Board on particular issues.
- 4) With the approval of the Board, appoint committees and committee chairs to carry out the duties of the Board.
- 5) Call special meetings of the Board as necessary.
- 6) Call meetings of the Executive Committee.
- 7) With approval of at least one other member of the Executive Committee, take emergency action on behalf of the board. Emergency action must be reported to the Board as soon as possible.
- 8) Inform the governor of a Board member missing three consecutive meetings.

Section D. Duties of Vice Chair

Duties of the Vice Chair include but are not limited to:

- 1) Presiding at Board meetings in the absence of the chair.
- 2) Assisting the chair as requested by the chair or the Board.
- 3) Serving on the Executive Committee.

Section E. Duties of Secretary-Treasurer

Duties of the secretary-treasurer include but are not limited to:

- 1) Reviewing, approving, and signing the official minutes of Board meetings as approved by the Board.
- 2) Serving as chair of the Finance Committee.
- 3) Serving on the Executive Committee.
- 4) Providing written notification of a member missing two consecutive meetings that the member may be removed for missing the next meeting.

Section F. Removal for Cause

A Board officer may be removed for cause by a majority vote of Board members. The vacancy shall be filled in the manner provided in section B.

Part 4. Meetings

Section A. Regular Board Meetings

The Board shall select regular meeting dates and times for the calendar year following the subsequent calendar year at the Board's last meeting of each calendar year. A schedule of the regular meetings of the Board shall be posted at the Board's office and on the Board's web page. If the Board decides to hold a regular meeting at a time or place different from that which is stated in the regular meeting posting. It shall give, at a minimum, the same notice that is required for special meetings. The frequency may vary depending on the business facing the Board, but will occur not less than six times per year. The chair may cancel any meeting due to inclement weather, hazardous travel conditions or other unforeseen circumstance.

Section B. Special Board Meetings

Special meetings may be called by the chair or the Executive Committee in order to conduct essential business prior to a scheduled meeting. For special meetings, the Board shall post written notice of the date, time, place and purpose of the meeting at the Board's office and on the Board's web page.

Section C. Closed Board Meetings

- 1) The Board shall close the portion of a meeting in which the Board discusses allegations or charges against an individual subject to the authority of the Board. If the Board concludes that discipline of any nature may be warranted, further meetings or hearings must be open. A meeting must also be open if requested by the individual who is the subject of the meeting.
- 2) The Board shall close the portion of a meeting in which the Board exercises quasi-judicial functions involving disciplinary proceedings, pursuant to Minnesota Statutes, section 13D.01, subdivision 2 (2).
- 3) The Board may close the portion of a meeting in which the Board evaluates the performance of an individual subject to the authority of the Board, and shall identify the person prior to closing the meeting. At the next open meeting, the Board shall summarize its conclusions regarding the evaluation. The meeting must be open if requested by the individual who is the subject of the meeting.
- 4) Prior to closing any meeting, the Board shall state on the record the specific grounds permitting the meeting to be closed and describe the subject to be discussed.

Section D. Quorum for Board Meetings

The presence of a majority of the voting Board members constitutes a quorum at Board meetings. No official business may be acted on without a quorum.

When a quorum is present at any meeting, the Board may take action on items by a majority of the voting members present.

Section E. Minutes of Board Meetings

Minutes will be kept of all Board meetings and will be submitted to the Board for approval at the Board's next meeting. The minutes are effective after having been approved by the Board and signed by the secretary-treasurer, and will be posted to the Board's website.

Section G. Meetings via Phone and Interactive Television

Based on Minnesota Open Meeting Law, Minnesota Statutes, Chapter 13D, governs and is not limited to meetings conducted by telephone or other electronic means, interactive TV, and the use of social media by board members.

- 1) The Board may hold regular or special board meetings by telephone or other electronic means. It is the Board's intent to hold in-person meetings when possible.
- 2) The Board may hold regular or special board meetings, which include Executive or closed session by telephone or other electronic means, subject to the Board's ability to control the public lines on which the public are participating.
- 3) Board members shall not participate in Executive or closed session via telephone or electronic means.
- 4) A Board committee or task force meeting may be conducted by telephone or other electronic means.

If a meeting is conducted by telephone or electronic means the following conditions must be met:

- all members of the committee or task force participating in the meeting, wherever their physical location, can hear one another and can hear all discussion and testimony;
- all members of the public present at the meeting location of the committee or task force can hear all discussion and all votes of the members of the committee or task force and participate in testimony;
- at least one member of the committee or task force is physically present at the meeting location and;
- all votes are conducted by roll call, so each member's vote on each issue can be identified and recorded.

Each member of the committee or task force participating in a meeting by telephone or other electronic means is considered present at the meeting for purposes of determining a quorum and participating in all proceedings.

If telephone or another electronic means is used to conduct a meeting, the Board, to the extent practical, shall allow a person to monitor the meeting electronically from a remote location. The Board may require the person making a connection to pay for documental marginal costs that the Board incurs as a result of the additional connection.

If telephone or another electronic means is used to conduct a meeting, the Board will post the notice on its website at least 10 days before the meeting; the location of the meeting; that some members may participate by electronic means; monitoring the meeting from a remote location is possible, to the extent practical; and there may be a cost to the person making a connection.

- 5) Board members may participate in all proceedings of any meeting via interactive television pursuant to Minnesota Statutes, Section 13D.02.

Section H. Robert's Rules of Order, Newly Revised

Proceedings of the Board, committees, panels, and advisory committees are governed by Roberts Rules of Order, Newly Revised, except as superseded in these bylaws and applicable law.

Part 5. Committees

Section A. General

- 1) Board committees, including ad hoc committees, and liaison appointments, consist of Board members and Staff, and may include members of the Advisory Committee, and members of the public, as appointed by the chair of the Board. Advisory committees consist of Board members and appointed members of the public. Unless required by law, public members of advisory committees shall not be compensated, even for expenses.
- 2) Board members interested in serving on committees, ad hoc committees, and liaison appointments, shall complete a Committee Interest Form and submit it to the Chair and Executive Director. The Chair will consider and balance members' interests with the expertise needed for effective committee composition. The Chair, with approval of the Board, shall appoint members to committees, ad hoc committees, and liaison appointments, and committee Chairs to carry out the duties of the Board.
- 3) Term limits apply to membership on committees, ad hoc committees, and liaison appointments, not to exceed the term of appointment by the Governor. Term limits will facilitate rotation and opportunity for all board members. Term limits, as stated here do not apply to Executive Committee membership.
- 4) In the event of a special circumstance, and notwithstanding the term limit policy, the Chair has the authority to appoint members to committees, ad hoc committees, and liaison appointments, if the need arises for effective committee composition.

Section B. Ad Hoc Committees

Upon majority vote of the members present at a meeting, the Board may create ad hoc committees to address issues specified by the Board. An ad hoc committee consists of the members appointed by the chair of the Board. The chair of the Board shall appoint one Board member to serve as chair. The committee shall review the issues specified by the Board and, as appropriate, make recommendations to the Board. The Chair shall make recommendations to the board as to when the work of an ad hoc committee is completed.

Section C. Advisory Committee

The Advisory Committee consists of the members appointed by the chair of the Board. The Chair will identify the organizations to be represented. The members shall consist of representatives of social work organizations

and at least one member of the board and the executive director or designated staff person. The committee shall elect one member to serve as chair.

The committee shall review and advise the Board on professional and policy issues affecting the profession, and facilitate effective communication between the Board and the professional organizations representing its licensees, and, as appropriate, make recommendations to the Board. The Advisory Committee is not intended to provide an oversight function for the Board.

Section D. Applications Review Committee

The Applications Review Committee consists of board members with clinical and non-clinical expertise appointed by the chair of the Board. The Applications Review Committee will review licensure applications for which precedent decisions do not yet exist including unusual or complex applications to ensure applications meet licensure eligibility requirements to the satisfaction of the Board, and as appropriate, make recommendations to the Board.

Section E. Communication Education and Outreach Committee

The Communication Education and Outreach Committee consist of the members appointed by the chair of the Board. The Executive Director will designate staff to serve on the committee. The chair of the board shall designate one member to serve as chair. The committee shall increase the awareness of the Board as a regulatory agency and its mission, determine target audiences and tailor education, outreach and relationship building accordingly. The committee will strive to create a coordinated, consistent public education campaign utilizing all appropriate forms of communication medium. As appropriate, the committee may make recommendations to the Board.

Section F. Compliance Committee and Compliance Panels

The Compliance Committee consists of compliance panel members, and as needed and appropriate, members appointed by the chair of the Board. The chair of the board shall designate one member to serve as chair. The committee shall review policy issues relating to compliance and complaint resolution, and as appropriate, make recommendations to the Board.

A compliance panel consists of not less than two members, and no more than four members, appointed by the chair of the Board. Compliance panel members must represent the diversity of the profession including but not limited to license types, scopes of practice, practice settings and expertise needed. Panels shall also include public and professional members. The chair of the Board may determine to convene more than one compliance panel. The chair shall designate one member to serve as chair of the panel. The panel shall meet in closed session to review staff investigations of complaints and, as appropriate, make recommendations to the Board.

Section G. Executive Committee

The Executive Committee is comprised of the Board chair, vice chair, and secretary-treasurer, and previous Board chair as an ex-officio member in a non-voting capacity. The chair of the Board is the chair of the Executive Committee.

- 1) The duties of the Executive Committee include but are not limited to the following:
 - a) At the request of the chair of the committee, meeting between meetings of the Board to address matters identified by the chair. As appropriate, the committee shall make recommendations to the Board.
 - b) Regularly reviewing and making recommendations to the Board on amendments to the bylaws.
 - c) Conducting annual performance reviews of the executive director.

Section H. Finance Committee

The Finance Committee consists of the members appointed by the chair of the Board. The committee shall be chaired by the secretary-treasurer of the Board. The committee shall review policy issues relating to budget and finance and, as appropriate, make recommendations to the Board.

Section I. Legislation and Rules Committee

The Legislation and Rules Committee consists of the members appointed by the chair of the Board. The chair of the Board shall designate one member to serve as chair. The committee shall review policy issues relating to legislation and rules and, as appropriate, make recommendations to the Board.

Section J. Leadership and Development Committee

The Leadership and Development Committee consists of the members appointed by the chair of the Board. The chair of the board shall designate one member to serve as chair.

At the second-to-the-last regular Board meeting in odd calendar years, the Leadership and Development Committee shall bring forward a slate of officers. The Leadership and Development Committee shall report its nominees at the Board's second to the last regular meeting in odd calendar years, including at least one member to be a candidate for the position of chair during the following two year term, at least one member to be a candidate for the position of vice-chair during the following two year term, and at least one member to be a candidate for the position of secretary-treasurer for the following two year term, at which time the Board's officers will be elected in accordance with Part 3, Section B.

The Leadership and Development Committee will also: assist with the coordination of appointing members to mentor new board members; assist with the coordination of committee interest in July of each year; serve to develop and implement strategies to inform the citizens of the state about opportunities to serve as a member of the Board; and carry out additional duties as identified by the Executive Committee and Board.

Part 6. Board Staff

Section A. Executive Director

- 1) Minnesota Statutes, section 148E. 025, subdivision 5, states: “The board shall appoint and employ an executive director who is not a member of the board. The employment of the executive director shall be subject to the terms described in section [214.04, subdivision 2a.](#)”
- 2) The executive director and any other employee of the Board who is covered by the State of Minnesota’s Managerial Plan shall automatically receive a cost-of-living pay increase when it is made available by the state.
- 3) The executive director shall not cause or allow any practice, activity, decision or organizational circumstance which is either imprudent or in violation of commonly accepted government or professional ethics, law or state policy.
- 4) It is the policy of the Board to provide a work environment that ensures equal opportunities and mutual respect for all employees, and to place the dignity of these employees, as well as the citizens we serve, in the highest regard.
- 5) Information and advice to the Board will have no significant gaps in timeliness, completeness or accuracy.
- 6) There shall be no conflict of interest in awarding purchases or other contracts.
- 7) All Board authority delegated to staff is delegated through the executive director, so that all authority and accountability of staff can be phrased-- insofar as the Board is concerned--as authority and accountability of the executive director.
- 8) The executive director is authorized to make all decisions, take all actions and develop all activities that are true to the Board’s policies. The Board may, by extending its policies, “undelegate” areas of the executive director’s authority, but will respect the executive director’s choices so long as the delegation continues. This does not prevent the Board from obtaining information about activities in the delegated areas.
- 9) No individual Board member, officer or committee (except the Executive Committee) has authority over the executive director. Information may be requested, but if such request, in the executive director’s judgment, requires a material amount of staff time, it may be refused.
- 10) As the Board’s single official link to the operating organization, the executive director is accountable for all organizational performance and exercises all authority transmitted into the organization by the Board. Executive director performance will be considered to be synonymous with organizational performance as a total.

Section B. Other Staff

The executive director shall hire other members of the staff, based upon applicable Federal, State, and bargaining unit regulations.

Section C. Staff Organization

The executive director shall be responsible for designing, changing and operating an effective staff organization to meet the board's mission and strategic goals.

Section D. Complaints About Staff

A Board member who has a complaint about the performance of Board staff should present the matter to the chair of the Board. If the complaint is about Board staff other than the executive director, the chair may refer the matter to the executive director. If the complaint is about the executive director, the chair may refer the matter to the Executive Committee.

Part 7. Adoption of Bylaws; Amendments

- 1) The bylaws take effect upon approval by two-thirds of Board members.
- 2) Amendments of these bylaws may be made by a two-thirds vote of Board members.