



BOARD OF NATUROPATHY Bylaws

Adopted/Revised Effective August 12, 2022

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Article I – Name and Statutory Authority

1. The full name of the Board is Board of Naturopathy. For brevity, these bylaws will refer to it as BON or Board.
2. The Board derives its authority from the Washington State Legislature, which is codified in [Chapter 18.36A RCW](#).

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Article II – Mission and Purpose

Mission Statement: To protect public health, and enhance patient safety and the integrity of the naturopathic physician profession through licensing, disciplinary action, rulemaking, and education.

Purpose: The Washington State Board of Naturopathy establishes, monitors, and enforces qualifications for licensure, consistent standards of practice, and continuing competency. Rules, policies, and procedures developed by the Board promote the delivery of quality healthcare to the people in Washington. The Board values collaborative partnerships with other boards, commissions, agencies, and organizations.

Article III - Membership

1. Board membership composition.
 - A. “Five members of the board shall be persons licensed under this chapter and two shall be members of the public.” ([RCW 18.36A.150\(1\)](#))
 - B. “The public members of the board may not be a member of any other health care licensing board or commission, have a fiduciary obligation to a facility rendering services regulated under this chapter, or have a material or financial interest in the rendering of services regulated under this chapter.” ([RCW 18.36A.150\(2\)](#))
2. Duration of Terms. “No member may serve more than two consecutive full terms. Members hold office until their successors are appointed. The governor may appoint the initial members of the board to staggered terms from one to four years. Thereafter, all members shall be appointed to full four-year terms.” ([RCW 18.36A.150\(1\)](#))
3. Resignation. Any Board member may resign at any time by providing written notice to the Governor’s Office, with a copy to the Board Chair and the Executive Director.
4. Vacancies. As vacancies occur on the Board by resignation, death, incapacity, etc., the vacancy shall be filled by appointment by the Governor for the remainder of the unexpired term.

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Article IV - Officers

1. Officer Positions. The Board designates the officer positions of Chair and Vice Chair to provide leadership to the Board. The duties of each officer are as follows:
 - A. Chair. The Chair of the Board provides overall leadership to the work of the Board. This may include, but is not limited to:
 - i. Presiding over business meetings
 - ii. Regulating comment by members of the public at meetings
 - iii. Representing the Board, at public events, with the media as needed, etc.
 - iv. Assigning tasks to other members of the Board
 - v. Counseling other members on proper attendance and participation in Board work.
 - B. Vice Chair. In the absence of the Board Chair, the Vice Chair shall perform the duties of the Chair. The Vice Chair may be delegated duties, on a standing basis, by the Chair.
2. Terms of office. The terms of office for all officer positions for the board shall be one year in length. Allowances in the terms of office will be made to accommodate the differences in calendaring Board meetings from year to year.

3. Elections.
 - A. Date(s) for Election. The election of officers will occur each year at the second scheduled meeting for the year, typically in May. The new officers will function in their new roles following conclusion of this meeting.
 - B. Procedure. As with other forms of action taken by the Board (See Article VI, Section 4), elections of officers shall be public. Secret ballots are not allowed.
4. Vacancies in Officer Positions.
 - A. In the event that the office of Chair becomes vacant, the Vice-Chair shall assume the office of Chair in the interim until an election can be scheduled to permanently fill the position for the unexpired portion of the term.
 - B. In the event that any other officer position becomes vacant, the Chair shall appoint an interim officer(s) to fill the vacant office until an election can be scheduled to permanently fill the position for the unexpired portion of the term.
5. Removal/replacement of Officer Positions.
 - A. Any officer may be removed from an officer position by the Board members whenever, in its judgment, the best interests of the Board will be served thereby.
 - B. An officer of the Board may be removed by a simple majority vote of the Board of Naturopathy at any regular meeting of the Board at which a quorum is present, and under rules or procedures approved by the Board, or at a special meeting called for that purpose.

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Article V - Meetings

1. “The Board shall meet at least twice each year and may hold additional meetings as called by the chair.” ([RCW 18.36A.150\(3\)](#))
2. Type and frequency of meetings. Board shall, at the end of each calendar year, set a schedule of regular meetings¹ for the upcoming year. This schedule shall be filed in accordance with the Open Public Meeting Act (OPMA), [RCW 42.30.075](#). Cancellation of any regular meetings must also be done in accordance with the OPMA.

¹ According to RCW 42.30.075, “State agencies which hold regular meetings shall file with the code reviser a schedule of the time and place of such meetings on or before January of each year for publication in the Washington state register. Notice of any change from such meeting schedule shall be published in the state register for distribution at least twenty days prior to the rescheduled meeting date. For the purposes of this section "regular" meetings shall mean recurring meetings held in accordance with a periodic schedule declared by statute or rule.”

3. Should the Board wish to change or add to its meeting schedule for the year, it may schedule special meetings². At a special meeting, final disposition by the Board is limited to the matters identified as the business to be conducted in the notice. The publication of the meeting includes the agenda and the Board must stick to that agenda.
4. In addition, the Board will hold closed session meetings for discussion of and deliberation on disciplinary and licensing matters. This may include initial case authorizations and case review panel meetings. ([RCW 42.30.140](#))
5. Use of conference calls, videoconferencing and other media. The Board may make use of electronic media, such as conference calls, videoconferences, and webinars to conduct regular meetings, special meetings, and case authorizations/deliberations. Such open public meetings will provide public access in at least one location as is required by subsection 5A below except during a declared emergency which prevents a meeting from being held in-person with reasonable safety; in which case the Board will utilize videoconferencing or webinar to conduct such a meeting.
6. Adherence to the Open Public Meetings Act.
 - A. The Board will provide public notice and conduct its meetings in adherence with the OPMA. The Board will limit its use of executive session to the circumstances outlined in [RCW 42.30.110](#).
 - B. The Board will afford members of the public with disabilities an equal opportunity to participate in meeting by holding meetings in facilities which are accessible to persons with disabilities.

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7. Quorum.
 - A. A quorum is the number of members who must be present to conduct official business. A majority of the Board members appointed and serving constitutes a quorum for Board meetings, and a majority vote of those present decides any issue.
 - B. At meetings where a quorum is not present, the only actions that may be legally taken by the Board members present are to fix a time for adjournment, adjourn, recess or take measures to obtain a quorum (such as contacting absent members). If a quorum is not present, any official business conducted is null and void.

² According to RCW 42.30.080, "A special meeting may be called at any time by the presiding officer of the governing body of a public agency or by a majority of the members of the governing body by delivering written notice personally, by mail, by fax, or by email to each member of the governing body...Such notice must be delivered or posted, as applicable, at least 24 hours before the time of such meeting as specified in the notice."

- C. Per the Uniform Disciplinary Act, disciplinary and hearing panels may be conducted without a quorum of Board members. A minimum of 3 members is needed for such panels. ([RCW 18.130.050](#)(8))

Article VI - Meeting Procedures

1. Leadership.
 - A. Meetings shall typically be led by the Board Chair. At any point during the meeting, the Chair may designate the Vice Chair or another Board member to lead the meeting on a pro-tem basis.
 - B. In the event that the Chair will not be present at a meeting, the Vice Chair shall lead the meeting in the Chair's absence.
 - C. If neither the Chair nor the Vice Chair are expected to be present at a meeting, the Chair may designate another Board member to lead the meeting on a pro-tem basis. If, due to unforeseen circumstances, neither the Chair nor the Vice Chair is present at the meeting, the remaining Board members shall elect a pro-tem leader for the meeting until either the Chair or Vice Chair is available.
 - D. If none of the officers are expected to be present at a meeting and there is no quorum, the meeting shall be cancelled in accordance with the OPMA. If the cancellation occurs less than 20 days prior to the scheduled meeting, the remaining available board members shall meet but no business can be conducted.
2. Agenda/Order of Business. The first task of the Board at each meeting will be to approve an agenda or order of business. For regular meetings, the Board may amend or change the order of the agenda. For special meetings, the Board must adhere to the agenda as publicly posted.
3. Decisions by Consensus. Minor administrative or procedural decisions may be made by a consensus of the Board. One example of consensus decisions could be when the Board chooses to take breaks or lunch periods.
4. Actions Requiring Motion and Vote. Any Board transaction of official business is defined as an action and requires a motion and vote. This includes taking action of any ordinance, resolution, rule, regulation, order, or directive.
5. Voting.
 - A. The Board chair may vote on any action as would any other member. The chair has only one vote and may not vote both as a member and as a presiding officer (that is, for example, to break a tie or to attain a two-thirds majority).
 - B. Voting by secret ballot is prohibited by the OPMA.

6. **Public Participation.** The Chair will recognize members of the audience as appropriate. The Board may set policies on designated times in the meeting (such as by agenda item or through a public comment period) for the public to comment on matters before the Board. In the event that a meeting is held through videoconferencing or webinar, the Board will provide an option for the public to participate through remote access.
7. **Disruptions.** In the event that a Board meeting is interrupted by a group or groups of persons so as to render the orderly conduct of such meeting unfeasible and order cannot be restored by the removal of individuals who are interrupting the meeting, the Chair, Vice-Chair, or other pro-tem presiding member may:
 - A. Order the meeting room cleared and continue in session; or
 - B. Adjourn the meeting and reconvene at another location selected by majority vote of the members. In such a session, final disposition may be taken only on matters appearing on the agenda.
 - C. The Board shall allow individuals not responsible for disturbing the orderly conduct of the meeting to be readmitted to the reconvened meeting.
 - D. Representatives of the press or other news media, except those participating in the disturbance, shall be allowed to continue to attend the meeting.
8. **Rules of Procedure.** The Board may use modified Robert's Rules of Order on Parliamentary Procedure, as rules of procedure, so far as applicable and not inconsistent with these Bylaws, statutory requirements, or with any other resolution governing Board meetings and protocols.

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Article VII - Committees

1. **Executive Committee.** The executive committee consists of the elected officers, immediate past chair, member(s)-at-large designated by the chair and the chairs of the active standing committees. The executive committee, at the Board's discretion, may include Department of Health staff (such as the Executive Director) and/or advising Assistant Attorneys General. The executive committee is not defined to include members of the general public.
2. **Standing Committees.** Constituted on an ongoing, continuous basis.
 - A. The Board may establish Standing Committees to help execute its mission.
 - B. Standing Committees will be comprised of Board members, and may include others designated by the chair.

- C. The Board Chair will designate a Board member to serve as the Standing Committee Chair.
3. Ad Hoc Committees. Temporary and created for a specific task.
 - A. The Board may establish Ad Hoc Committees to help execute its mission.
 - B. Ad Hoc Committees will be comprised of Board members, and may include others designated by the chair.
 - C. The Board Chair will designate a Board member to serve as the Ad Hoc Committee Chair.
4. Committee meetings must conform to the requirements of the OPMA.

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Article VIII – Administrative Responsibilities for Board Members

1. Attendance. All Board members shall attend and participate in meetings and other official business events of the Board. If any member fails to attend two or more consecutive meetings, whether in-person or remotely, without a good and valid cause may be subject to counseling by the Board Chair and/or Executive Director. Additional attendance problems may be cause for the Board to notify the Governor’s Office in writing about concerns of malfeasance and request that appropriate action(s) be taken.
2. Commitment to Participation in the Full Range of Board Activities. All Board members, in volunteering to serve, must commit to actively participating in the full range of Board activities, including business meetings, case deliberations in closed session, conference calls, and administrative hearings. This may also include attending professional organization meetings, interacting with schools and training programs, and other forms of outreach.
3. Conflict of Interest and Ethics.
 - A. All Board members are responsible to uphold a high ethical standard and to avoid conflicts of interest or even the appearance of conflicts of interest. Using a public position for private gain is improper and illegal, as is taking or facilitating actions that benefit friends or close relatives.
 - B. Examples of conflicts of interest include:
 - vi. Directing state contracts to a business in which a member has a financial interest.
 - vii. Using confidential information for private investments.

- viii. Accepting gifts or favors in exchange for certain regulatory rulings.
 - ix. Accepting gifts or favors in exchange for making certain purchases.
 - x. Obtaining personal favors from employees.
 - xi. Accepting favors for disclosure of confidential information.
 - xii. Engaging in outside employment which assists non-governmental entities in their quests for state business.
- C. All board members are responsible for knowing and must adhere to the Ethics in Public Service Act, [Chapter 42.52 RCW](#) while serving on the Board. Board members may incur penalties for violations of state ethics statutes.
4. Lobbying and Political Activity.
- A. Board members are in a unique position that allows them to provide information and recommendations on issues. However, a Board member becomes a lobbyist when he or she attempts to influence the passage or defeat of any legislation by the Legislature³, or the adoption or rejection of any rule, standard, rate or other legislative enactment or any state agency action under the Administrative Procedure Act, [Chapter 34.05 RCW](#).
 - B. Any Board member that undertakes lobbying must submit quarterly reports through their executive director that detail all lobbying expenditures, regardless of source, made or incurred by the Board member during the calendar quarter. Lobbying that must be reported includes in-person contacts with legislators or staff to influence action or inaction on legislation.
 - C. Providing legislative testimony is not a form of lobbying if it is done on behalf of the Board and at the request of the committee. However, testimony provided by individuals outside of their official Board activities and for personal interest may be considered lobbying.
 - D. As Board members, it is inappropriate to assist in a campaign or election of any person to any office or the promotion or opposition to any ballot proposition, per [RCW 42.17A.555](#).
5. Preserving Confidentiality. All Board members are required to safeguard information provided to them in their roles on the Board. Especially important is that they preserve the confidentiality of protected information, such as patient records, obtained as part of the disciplinary process or privileged communications, such as attorney-client opinions from the Board's advising assistant attorney general.

³ Lobbying also includes trying to influence the Governor's actions on legislation that has passed both houses.

6. Proper Communication and Ex-parte Contact. As representatives of the Board and, by extension, the Department of Health, all members should refrain from inappropriate communications, including e-mail communications, including those that may represent ex-parte contact. This may include, but is not limited to, communication with respondents during the disciplinary process, particularly in administrative hearings, or unauthorized communication with the media on behalf of the Board.
7. Public Disclosure. All Board members are responsible for knowing and must adhere to state requirements for public disclosure of documents. These requirements are set forth in [Chapter 42.56 RCW](#). Records relating to the conduct of official business of the Board, including e-mail, are subject to disclosure, even if they are the personal computer of the Board member.

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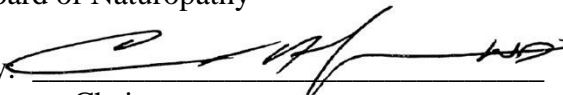
Article IX - Adoption and Amendment of Bylaws


1. These bylaws will be initially adopted by the Board by a simple majority vote of the entire Board. The bylaws will take effect immediately upon adoption.
 - A. These bylaws may be altered, amended or repealed by a majority of the Board members at any Board meeting. A simple majority vote of the entire Board is required for approval.
 - B. Amendments to these bylaws may be proposed from any Board member at a Board meeting or by the executive committee of the Board itself.
 - C. Proposed amendments to these bylaws will be circulated to the entire Board between meetings and voted upon at a future Board meeting (as agreed to by the membership) as stipulated in **Article VI - Meeting Procedures**.

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These bylaws, adopted on the above date and signed/attested to below, hereby nullify and replace any prior Board bylaws.

APPROVED:
Board of Naturopathy

By: 
Chair

Attest: 
Executive Director