

**Bylaws of the South Carolina Counseling Association
A State Branch of the American Counseling Association**

Article I - NAME AND PURPOSE

Section 1. The name of this Association shall be the South Carolina Counseling Association, Inc.

Section 2. The South Carolina Counseling Association is a State Branch of the American Counseling Association. The name of the State Association shall be employed in connection with all official business and activities of the Association. The name of the State Association shall not be used by organizations or agencies without the approval of the Executive Board.

Section 3. The South Carolina Counseling Association shall be autonomous in the conduct of its affairs, but consistent with the Bylaws of the American Counseling Association.

Section 4. The purposes of this Association, consistent with the purposes of the American Counseling Association, are to enhance individual human development by:

- (a) seeking to advance the scientific discipline of guidance, counseling, and personnel work
- (b) conducting and fostering programs of education in the field of guidance, counseling, and personnel
- (c) promoting sound guidance, counseling, and personnel practices in the interests of society and the individual
- (d) stimulating, promoting, and conducting programs of scientific research and education in the field of guidance, counseling, and personnel work
- (e) publishing scientific, educational, and professional literature
- (f) advancing high standards of professional conduct, by conducting scientific, educational, and professional meetings and conferences
- (g) informing and educating the general public about the human development profession
- (h) establishing contacts with various organizations for scientific and educational pursuits
- (i) examining conditions which create barriers to individual development and working to remove them
- (j) supporting our communities and state during crisis situations

Article II - MEMBERSHIP

Section 1. Membership in this Association shall be of four types:

- (a) Regular. Regular members shall be those who are considered as being identified in one or more areas in the helping professions, who subscribe to the objectives of the Association, and who pay annual dues in full. Dues for Regular members shall be recommended by the Executive Board and approved by the Association. Regular Members shall have full voting privileges.
- (b) Emeritus. A member who retires after reaching age sixty-two (62) or is retired after twenty-five (25) years of professional service in personnel and guidance employment or related employment, and who has been a member of the Association for at least five (5) successive

years, is awarded Emeritus member status and remains an active member of the Association, with full voting privileges, and a reduced membership fee.

- (c) Student. Student members shall be those who are classified as full time in an undergraduate or graduate program at an accredited college or university. Student members shall have rights and privileges of Regular members excluding the holding of an elected office. Dues shall be established by the Executive Board.
- (d) Allied. Allied membership is available to organizations that desire to support the Association but not be actively involved in its governance. Requests for Allied membership are approved by the Executive Board. Dues shall be established and regulated by the Executive Board. Allied Members shall not have voting privileges.
- (e) All memberships shall be renewed on an annual basis to coincide with the anniversary date of initial or renewal payments.
- (f) All Members shall abide by the American Counseling Association's Code of Ethics.

Section 2. Application for Membership. The Executive Director of the Association shall maintain proper application forms for members and shall keep current records of all active members.

Section 3. Severance of Membership

- (a) A member may be dropped from membership not for cause/for cause which includes conduct that tends to injure the Association or to effect adversely its reputation, or that is contrary to or destructive of its objectives according to the Bylaws and Code of Ethics of the Association and the American Counseling Association.
- (b) A member shall be dropped from membership for nonpayment of dues.

Article III – MEETINGS OF THE MEMBERSHIP

Section 1. There shall be an Annual Business Meeting at which the Association's business shall be conducted. The time and place of the Meeting shall be determined by the Executive Board.

Section 2. Special meetings for all members shall be called at any time by the President, with the approval of the majority of the Executive Board.

Section 3. Notices of each meeting shall be sent to each Association member at least thirty (30) days prior to the date of such meetings. Notice shall be by E-mail or postal service.

Section 4. The members present at regular or specially called meetings for all members of the Association shall constitute a quorum.

Article IV - OFFICERS

Section 1. The officers of this Association shall be a President, Immediate Past President, President-elect, Secretary, and Treasurer.

- (a) The President-elect, Treasurer, and Secretary shall be elected At-Large from among the members of the Association and shall be current members of the South Carolina Counseling Association and the American Counseling Association.
- (b) The President-elect shall succeed to the office of President following one year of service as President-elect, or by reason of death, resignation, or removal of the President shall serve the full one-year term as President in addition to serving the unexpired term of the preceding President.
- (c) In the event of the resignation, incapacity, death, or removal of the President-elect, Treasurer, or Secretary, the Executive Committee shall nominate a replacement for the vacated position in order to fill the remainder of the unexpired term and final approval for the replacement shall be made by vote of the Executive Board.
- (d) Elected Association officers may not simultaneously hold an elective office in a State Chapter or Division, or serve in another appointed capacity while an elected officer, except as outlined in Article IV, Section 4, Duties of Officers in which the Immediate Past-President shall serve as Chairperson of the Election and Nominations Committee, and the Treasurer shall serve as the Chairperson of the Budget and Finance Committee.

Section 2. Qualifications of Officers.

Officers shall have been members of the Association for at least two (2) years, and shall hold memberships in the Association and the American Counseling Association. A candidate for President-elect shall have been a member of the Association for at least two (2) years and shall have served the Association for a minimum of one (1) year in an elected or appointed position.

Section 3. Terms of Officers

- (a) The position of President shall require a three (3) year commitment of the person being nominated for President-elect. As noted in Article IV, Section 1, Paragraphs (b), the President-elect shall succeed to the office of President following one (1) year of service as President-elect, or shall succeed to the office of President prior to this service when the office of President shall be vacated for any of the reasons identified. Following service of one (1) year as President of the Association, the President shall serve for one (1) additional year as Immediate Past-President. The President shall not be eligible to be nominated again for the office of President until the passing of one (1) year after serving as Immediate Past-President.
- (b) The position of Treasurer shall require a four (4) year commitment of the person being nominated for Treasurer. The Treasurer shall be replaced according to guidelines in Article IV, Section 1, Paragraph (c). The term of Treasurer shall be four (4) years. The Treasurer may be nominated for an additional term of four (4) years, and may not be nominated for the position of Treasurer until the passing of one (1) after serving a second term as Treasurer. Election of the Treasurer shall be held in odd numbered years.
- (c) The position of Secretary shall require two (2) years of commitment of the person being nominated for Secretary. The Secretary shall be replaced according to guidelines in Article IV, Section 1, Paragraph (c). The term of the Secretary shall be two (2) years. The Secretary may be nominated for an additional term of two (2) years, and may not be nominated for the position of Secretary until the passing of one (1) after serving a second term as Secretary. Election of the Secretary shall be held in even numbered years.

Section 4. Duties of Officers

- (a) The President shall be the chief elected officer of the Association, shall preside at all meetings of the Association and shall preside at all meetings of the Executive Board. The President shall appoint the members of all standing and special committees, except as otherwise specified in the Bylaws, and shall be an ex-officio member of all committees, except the Nominations and Elections Committee. The President or a designee may represent the Association at national and/or regional meetings of the American Counseling Association, its branches or divisions as determined feasible by the Executive Committee of the Association.
- (b) The Immediate Past President shall serve as chairperson of the Nominations and Elections Committee, and consultant to the Executive Board.
- (c) The President-elect shall perform the duties of the President in the absence or incapacity of the President. The President-elect or a designee may represent the Association at national and/or regional meetings of the American Counseling Association, its branches or divisions as determined feasible by the Executive Committee of the Association.
- (d) The Secretary shall record the proceedings of regular and called meetings of the Association, Executive Board, and Executive Committee.
- (e) The Treasurer shall represent the Association in monitoring expenditure of funds in accordance with the provisions established by the Executive Board, the Bylaws, and the Policies and Procedures. The Treasurer shall serve as the Chairperson of the Budget and Finance Committee.

Section 5. Compensation and Expenses of Officers.

None of the officers of the Association shall receive any compensation for services to the Association. The actual expenses of the officers shall be paid by the Association up to, but not exceeding, the amount specified in the budget and only when not paid by the employer of the officer.

Section 6. Removal from Office

Officers and Executive Board Members may be removed from office for cause when the actions of the officer cause the reputation of the Association to be compromised, including conduct that tends to injure the Association or to effect adversely its reputation, or that is contrary to or destructive of its objectives according to the Bylaws and Code of Ethics of the Association and the American Counseling Association. Removal from office shall be determined by vote of at least three-fourths of the Executive Board attending a Specially Called meeting for this purpose. Replacement of an elected Officer of the Association shall be handled in accordance with Article IV, Section 1, Paragraphs (c).

Article V – EXECUTIVE BOARD

Section 1. Composition of the Executive Board.

- (a) The voting members of the Executive Board shall be the President; the Immediate Past President; the President-elect; the Treasurer; the Secretary; six (6) Executive Board members elected At-Large from the membership, and duly elected Presidents of each State Division and State Chapter.

- (b) The Executive Director and Parliamentarian shall serve as Ex-officio, non-voting members of the Executive Board.
- (c) Committee Chairs and/or Representatives of State Divisions/Branches, Interest Groups, and Standing Committees may be included in regularly held Executive Board Meetings or other Specially Called Meetings and may provide reports, recommendations, and feedback regarding ongoing activities of the respective group, but shall have no voting privileges on the Executive Board.

Section 2. Election of Executive Board Members

- (a) Officers of the Executive Board shall be elected according to guidelines set forth in Article IV of the Bylaws.
- (b) Six (6) At-Large Executive Board Members shall be elected for a term of two (2) years on a staggered period with three (3) Executive Board Members elected in even numbered years, and three (3) Executive Board Members elected in odd numbered years. The initial election of Board Members shall be conducted in such a manner that allows for the initial Board Members to be elected for staggered terms.
- (c) Members of the Association who have maintained consecutive membership in the Association for two (2) years shall be eligible for Nomination as an Executive Board Member and shall hold current membership in the American Counseling Association.
- (d) Executive Board Members shall be eligible to serve two (2) consecutive terms of office. Upon completion of two (2) consecutive terms of office, the Executive Board Member may not be eligible for re-election until the passing of one (1) year following completion of the two terms of service.
- (e) Executive Board Members may be removed from office in accordance with Article IV, Section 6 of the Bylaws.
- (f) In the event of the resignation, incapacity, death, or removal of a Board Member, the Executive Committee shall nominate a replacement to fill the remainder of the expired term of the Board Member and final approval for the replacement shall be made by vote of the Executive Board.

Section 3. Functions of the Executive Board.

- (a) Formulation and approval of policy within the provisions of the Bylaws of the Association.
- (b) Formulation of policy appropriate for executive action and the direction of their execution.
- (c) Referral to appropriate groups for decision on items of major importance in the Association. In matters of American Counseling Association business requiring a vote of the membership, the Executive Board by a two-thirds vote will decide if Regular membership only shall vote on such business.

Section 4. Meetings of the Executive Board.

- (a) The Executive Board shall meet often enough to interpret and set policy in accordance with the wishes of the membership. The meetings shall be held at such time and place as designated by the President and may be held face-to-face, by conference calls, or videoconference. At a minimum, the Executive Board shall hold a meeting during the Annual Conference of the Association and a transition meeting in July of each year to coincide with the initiation of new Officers and Executive Board Members.

- (b) A quorum of the Executive Board shall consist of one-half of the Executive Board members plus one.
- (c) Meetings of the Executive Board shall be called by the President, or by a majority of its members. A ten-day notice of a meeting of the Executive Board shall be transmitted via E-mail or other form of communication and such notice shall, as far as practical, contain a statement of the business to be transacted at such meetings.

Section 5. Executive Committee.

- (a) The Executive Committee of the Executive Board shall consist of the President, Immediate Past President, President-elect, Secretary, Treasurer, Executive Director (ex-officio, non-voting), and Parliamentarian (ex-officio, non-voting).
- (b) Standing and special committee chairs and other resource consultants may attend meetings of the Executive Committee as non-voting members at the invitation of the President.
- (c) The Executive Committee shall act for the Executive Board but within the limits and policies prescribed by the Executive Board and the membership. The Executive Committee shall meet often enough to carry on the business of the Association between meetings of the Executive Board and the Association. At least a ten-day notice of all Executive Committee meetings shall be given, unless an emergent need arises such that Notice of Call shall be waived.
- (d) At least two thirds of the members must be present to constitute a quorum for the Executive Committee to carry on its business.
- (e) The Executive Committee shall serve as the hiring and review committee for the position of Executive Director.

Article VI - COMMITTEES

Section 1. Committees of the Association, both standing committees and special committees, may be created to promote the purposes of the Association, and shall consist of members of the Association, with their number, jurisdiction, method of selection, and tenure determined in accordance with the Bylaws of the Association.

Section 2. Standing Committees. The Association shall have the following standing committees, each of which shall perform such functions as may be prescribed by the Executive Board and these Bylaws.

- (a) Ethics. The Ethics Committee shall be charged with the responsibility of hearing concerns and reviewing charges against individual members and Chapters in violation of the Code of Ethics and Standards of Practice of the American Counseling Association and to make recommendations to the Executive Council as set forth in the Bylaws of the Association.
- (b) Conference. The Conference Committee shall make all arrangements for the Association's Annual Conference as described in Policies and Procedures. The Executive Director shall serve as Chair of the Conference Committee.
- (c) Membership. The Membership Committee shall be responsible for coordination of the growth and maintenance of the membership of the Association.
- (d) Nominations and Elections. The Nominations and Elections Committee shall be in charge of conducting fair nominations and elections procedures for electing officers of the Association.

The Immediate Past-President shall serve as Chair of the Nominations and Elections Committee as noted in Article IV, Section 4, Paragraph (b).

- (e) Newsletter. The Newsletter Committee shall be responsible for publishing a newsletter in accordance with policy and budget considerations established by the Executive Council each year.
- (f) Budget and Finance. The Budget and Finance Committee shall be responsible for formulating, revising, and monitoring the budget for the Association. Also, it shall be responsible for training, supervising, and auditing treasurers of Association divisions, interest groups, and chapters. Association officers shall be members of this Committee. The Treasurer shall serve as Chairperson the Budget and Finance Committee as noted in Article III, Section 4, Paragraph (e).
- (g) Publicity and Technology. The Publicity Committee shall be responsible for publicizing the activities of the Association through the dissemination of information to the news media.
- (h) Public Policy and Legislation. The Public Policy and Legislation Committee shall be responsible for keeping the Association membership informed of legislation affecting guidance and counseling and recommending procedures for action.
- (i) Professional Development. The Professional Development Committee shall be responsible for monitoring the continuing education process and keeping records for all Association and Association co-sponsored educational events.
- (j) Long-Range Strategic Planning. The Long-Range Strategic Planning Committee shall be responsible for overseeing implementation of the Association strategic plan as adopted by the Executive Board. In addition, the Committee shall develop, recommend, and coordinate revisions to the planning document as required for long-range planning. The Long-Range Strategic Planning Chair shall be responsible for submission of the approved plan to the American Counseling Association.
- (k) Awards. The Awards Committee shall be responsible for marketing, receiving nominations, judging, and announcing winners for all Association awards. As the need arises, the Committee shall recommend changes in award guidelines and procedures.

Article VII – STATE DIVISIONS

Section 1. A State Division of any National Division of the American Counseling Association may be chartered within the State provided the following requirements are met:

- (a) A group of National Division members must indicate a desire to form a State Division by written request to the Association Executive Committee. Upon vote of the Executive Committee, the interest group shall begin development of the Division in accordance with the Bylaws of the National Division and the American Counseling Association.
- (b) An Organization Committee must set up purposes, objectives, and plans for the organization in accordance with the purposes and Bylaws of the National Division, this Association, and the American Counseling Association.
- (c) Upon presentation of organizational documents, the Executive Board shall vote to approve development of the Division, as well as to the National Division shall confirm development of the State Division.

- (d) The Association must notify the National Division of the American Counseling Association of its approval of the formulation of a State Division.
- (e) A State Division shall establish its own dues and have entire control and management of funds to be expended for divisional purposes.
- (f) If a State Division ceases to function in compliance with its bylaws, it shall be understood that the Division is on inactive status as long as such noncompliance exists. The National Division shall be notified of the inactive status of the State Division.

Section 2. State Division officers shall be members of the National Division, this Association, and the American Counseling Association.

Section 3. Members of Association divisions shall be members of the Association.

Article VIII – STATE CHAPTERS

Section 1. A Chapter may be established by petition to the Association Executive Committee, with a subsequent majority vote of the Executive Board and a two-thirds vote of the members present at an Annual Business Meeting. A Chapter must be composed of at least fifteen (15) Association members.

Section 2. The entire membership shall be notified of such a petition at least thirty (30) days before the business meeting.

Section 3. Elected Chapter Officers shall be members of the Chapter, this Association, the American Counseling Association, and National Chapter.

Section 4. A Chapter shall collect its own dues and have entire control and management of funds to be expended for local purposes.

Section 5. A Chapter may have its own charter revoked by a two-thirds vote of the Executive Board if it fails to maintain suitable activities and/or a reasonable number of members in good standing in this Association. Such a Chapter must receive written notice at least thirty (30) days prior to the meeting at which such action might be taken. Representatives of the Chapter may present evidence that the Chapter is fulfilling its purposes satisfactorily.

Section 6. Members of Association Chapters must be members of the Association.

Article IX - NOMINATIONS AND ELECTIONS

Section 1. The Nominations and Elections Committee shall be appointed by the Immediate Past President of the Association. There shall be no fewer than four and no more than seven persons appointed. As nearly as possible divisional and geographical representation will be important considerations. There shall be at least one meeting of the Committee to determine the nominees for each of the elective offices.

Section 2. The Nominations and Elections Committee shall solicit from the membership nominations for each of the elective offices of the Association. The Committee shall screen nominees for eligibility and willingness to serve. The Committee shall present a final slate of nominees containing eligible names for

each office. The Committee shall make an effort to present a minimum of two (2) names for each elected office, and one (1) more name than each open position for Executive Board elections. All members of the Association whose dues are current according to Policies and Procedures are eligible to vote as noted in Article II, Section 1 of the Bylaws.

Section 3. The election shall be conducted by secret ballot (according to procedures established in the Policies and Procedures) to all members allowing sufficient time for completed ballots to be received prior to the Conference by the Chairperson of the Nominations and Elections Committee. Ballots shall be returned two weeks prior to the general conference date. No other voting shall take place.

Section 4. All ballots shall be counted during the Annual Conference by the Nominations and Elections Committee. Election results shall be announced prior to adjournment of the Annual Conference.

Section 5. Elected officers shall take office on the first day of the official year of the Association which shall begin July 1 of each year.

Article X - FINANCES

Section 1. Dues for members of the Association shall be recommended by the Executive Board and approved by the Association.

Section 2. Official year and the fiscal year of the Association shall be consistent with the established year of the Association per Article XI.

Section 3. All dues shall be paid in advance and shall be due and payable on such date as may be fixed by the Executive Board.

Section 4. A member whose dues are not current by 5:00PM on Friday of the conference according to Policies and Procedures shall not receive Association publications. Members who have not paid dues for two (2) consecutive years shall be dropped from the membership rolls.

Section 5. A member who has been dropped from the Association rolls may become reinstated by reapplication for membership and payment of current dues.

Section 6. The Association books shall be audited at regular intervals to be determined by recommendation of the Budget and Finance Committee.

Article XI – ASSOCIATION YEAR

The Association year shall run from July 1st to June 30th of each calendar year. All Officers, Executive Board Members, Committee Chairs, elected State Division/Chapter officers, and other positions shall take office on July 1st of each year.

Article XII - INDEMNIFICATION

Section 1. This Association shall indemnify each member of the Executive Board, as described in Articles IV, V, VI, and the Policies and Procedures Manual, for the defense of civil or criminal actions to the extent permitted by law.

Section 2. The Association shall indemnify the members of the Executive Board from and against any and all judgments and fines that are imposed on a member acting within the scope of the member's official duties. This protection is afforded only when a determination shall have been made that the individual acted within the scope of official duties and when it is determined that such action was in good faith and in the best interest of the Association.

Section 3. This indemnification shall be made only through action of the Executive Board that the individual has met the foregoing applicable standard of conduct. If necessary, this conclusion may rely on questions of law through the advice of independent legal counsel.

Article XIII - NONDISCRIMINATION

There shall be no discrimination against any individual on the basis of ethnic group, color, creed, gender, sexual orientation, age, or disability.

Article XIV - PARLIAMENTARY AUTHORITY

The latest edition of ROBERT'S RULES OF ORDER (by Henry Martin Robert) shall govern the proceedings of the Association not otherwise specified in the Bylaws.

Article XV - AMENDMENTS

Section 1. Except as is provided in Section 2 below, amendments to the Bylaws may be acted upon only at the Annual Business Meeting of the Association. If presented in writing to all members of the Association at least thirty (30) days prior to the Annual Business Meeting at which the proposed change is to be considered, such an amendment may be adopted by a two-thirds vote of the membership present. Any amendments to such proposed amendments or any amendments not presented in writing to all members of the Association thirty (30) days in advance of the annual meeting may be adopted by at least a four-fifths vote of the members present.

Section 2. If, in the judgment of the Executive Board, action upon a proposed amendment is desirable before the next Annual Business Meeting, it may be taken through a mail ballot following presentation of the amendment in writing to all members of the Association. If two thirds of the members returning ballots within the succeeding thirty (30) days vote affirmatively, the amendment shall be adopted.

Section 3. All such amendments shall receive final approval from the American Counseling Association and shall comply with the Bylaws of the American Counseling Association.

--Amended August 2019; Accepted by the American Counseling Association October 2019