

North Carolina Counseling
Association Chartered Branch, 1959
American Counseling Association

BYLAWS

ARTICLE I

Name and Affiliation

Section 1. Name.

The name of the Association shall be the North Carolina Counseling Association

Section 2. Affiliation

The Association is organized as a North Carolina Nonprofit Corporation (501C6) and as the North Carolina Branch of the American Counseling Association. It is governed in accordance with its Bylaws, its Articles of Incorporation, North Carolina law, and the Bylaws of the American Counseling Association.

ARTICLE II

Mission and Purpose

Section 1. Mission.

The North Carolina Counseling Association is committed to the enhancement of human development throughout life span, to the development and education of professional counselors, the promotion and advocacy of counseling and counselors in North Carolina.

Section 2. Fundamentals

The North Carolina Counseling Association represents diverse interests of its membership through an Governing Council, geographically located members, specialty organizations, and committees. The fundamental purposes of the North Carolina Counseling Association shall be:

- a. To provide a united organization through which all persons engaged or interested in any phase of the counseling profession can exchange ideas, seek solutions to common problems, and stimulate their professional growth.
- b. To promote professional standards and advocacy for the counseling profession.
- c. To promote high standards of professional conduct among counselors.
- d. To promote the acceptance and value of individual differences and the well-being of all individuals.
- e. To conduct professional, educational, and scientific meetings and conferences for counselors.
- f. To encourage scientific research and creative activity in the field of counseling.

- g. To become an effective voice for professional counseling by disseminating information on, focusing public attention on, and promoting legislative affecting counseling.
- h. To encourage and support divisions.

Section 3. Nondiscrimination

There shall be no discrimination against any individual on the basis of ethnic group, race, religion, gender, sexual orientation, age, and/or disability.

Section 4. Autonomy

The Association shall be autonomous in the conduct of its affairs consistent with the Constitution and Bylaws of the American Counseling Association.

ARTICLE III

Membership

Section 1. Types of Memberships

a. Professional

Individuals interested in and committed to the mission and purposes of the Association may join the Association as professional members. This membership type is for counselors who hold a master's degree or higher in counseling or closely related field from a college or university. Upon payment of dues, professional members shall have full rights and privileges of the Association.

b. Emeritus

Retired professional members are eligible for emeritus membership in the Association upon application to the membership committee. Emeritus members shall retain all rights and privileges of professional membership.

d. Students/New Professionals

Persons who are enrolled in counselor education programs, certified by their major professors, and who are not employed full-time in positions that would make them eligible for professional membership, may join the Association. New Professionals are those graduates in their first year of employment in the counseling field. New Professionals are offered reduced dues for a limit of one year following graduation. Student and New Professional members shall have voting privileges and may hold the elective offices of Secretary, Treasurer, and Member-at-Large in the Association.

e. Regular

Regular members shall include persons whose interests and activities are consistent with those of the Association, but who are not qualified for Professional membership. Regular members are entitled to

receive the Association's Newsletter and to register for the Association's Annual Convention at the member rate. Regular members are not entitled to any other rights or privileges of the Association.

Section 2. General Requirements

In order to be a member of a state division, you must be a member of the NCCA.

Membership Procedures and Retention of Privileges:

Any person desiring to become a member of the association shall complete the Association membership application form and shall become a member of the Association upon the payment of dues.

- a. The applicant must be in good standing with their university (if a student) or professional board (licensed counselor), and
- b. Must meet the eligibility requirements for the selected membership category.

Membership privileges shall continue as long as the member pays the required dues and is in good standing with the university (if a student) or professional board (licensed counselor).

Section 3. Dues

- a. Dues for all membership categories of the Association shall be determined by the Governing Council.
- b. Payment of dues to the Association and state Divisions shall be made to the North Carolina Counseling Association.
- c. Any Association member shall become inactive for nonpayment of dues thirty (30) days after the due date.

Section 4. Severance of Membership

A member may be dropped from the membership in the Association for conduct that is contrary to or destructive of its mission according to its Bylaws and the Code of Ethics of the American Counseling Association including:

- a. Nonpayment of dues
- b. Falsely certifying that membership qualifications have been met
- c. Conduct that tends to injure NCCA or to affect adversely its reputation.

Members can also elect to *voluntarily* remove their membership from the association at any time by notifying the membership chair of the association in writing.

Article IV

Meetings and Members

Section 1. Annual Membership Meeting

The North Carolina Counseling Association shall meet at least once a year. The time and place of such meeting shall be fixed by the Governing Council and notice thereof shall be given to the individual Members, Divisions, and Interest groups at least thirty (30) days prior to the time so fixed. The President of the Association shall preside at such a meeting and, in the President's absence, the President-elect shall preside. The site of the Annual meeting shall be rotated throughout the state.

Section 2. Special Meeting

A special meeting of the Members may be called at any time by the President or the Governing Council and shall be called by the Secretary upon the written request of persons representing at least 10 percent of the votes of the Members entitled to be cast on any issue to be considered at the special meeting.

Section 3. Annual Conference

There shall be an annual conference of the Association at the time and place determined by the Governing Council.

Section 4. Voting

Each member shall be entitled to one vote, which may be cast in person or by proxy. A proxy shall be in writing signed by the member or a duly authorized attorney-in-fact and filed with the Secretary prior to the commencement of the meeting.

Section 5. Quorum

The members of the Association who are present shall constitute a quorum authorized to transact any business duly presented in any meeting of the Association.

Section 6. Fixing Record Date

For the purpose of determining the Members entitled to notice of or to vote at any meeting of Members or in order to make a determination of Members for any purpose, the Governing Council may fix in advance a date as the record date for the determination of the Members. The record date shall not be more than 70 days before the meeting or action requiring a determination of members.

ARTICLE V

Governing Council

Section 1. Functions of the Governing Council

The Governing Council shall be the administrative board of the Association and its functions shall be as follows:

- a. Establish policies to govern the affairs of the Association.
- b. Formulate operational policies appropriate for executive action and direct the execution thereof.

- c. Grant and revoke Division and Interest groups charters.
- d. Act on the reports of the Governing Committee, Divisions, Interest groups, Standing committees, and such Special Committees and Task Forces.
- e. Adopt and amend Bylaws.
- f. Exercise such other powers and functions as may be necessary or desirable in the best interests of the Association, not in conflict with the Bylaws.
- g. Establish the strategic plan of the Association.
- h. Establish broad, long-term professional directions for the Association.
- i. To plan and implement the actions necessary to accomplish legislative decisions and be the legislative and policy-making body of the NCCA.
- j. To initiate action affecting matters of the Association's programs, activities, and policies
- k. To grant, or to deny for cause, petitions for the formation of new Divisions and Interest groups, and for the admission to the Association of organizations with Division status.

Section 2. Membership

The Governing Council of the Association shall consist of:

- a. The elected officers of the Association.
- b. Representatives of the divisions of the NCCA.
- c. The Parliamentarian of the Association (appointed by the President).
- d. The Management company representative.
- e. The chairpersons of the standing committees.
- f. A representative from each Interest group of the NCCA.
- g. Other persons appointed by the President and approved by the Governing Council whose services may be needed for special purposes.

Section 3. Voting

The President, President-Elect, President Elect-Elect, Past President, Treasurer, Secretary, Member-at-Large, and Member-at-Large for Government Relations shall be voting members of the Governing Council. Additional votes on the Governing Council shall be accorded to active Divisions based on membership as of July 1 each year. An active Division is one that meets Division requirements for state Division status and elects at least 2 officers and preferably a full slate of officers for the current year. It is the Secretary Elect's responsibility to canvass each group that may have representatives on the Governing Council in May of each year to confirm that the organization is in fact active according to the President, and the President-Elect of the Association. A division may also be recognized as an active and voting chapter at the NCCA Governing Council Meeting following the date of which it has fulfilled the requirements for an active division as defined above.

a. Membership Voting Entitlement

The membership for each active Division as of August 1st each year shall be used as the basis for determining the number of votes to which a Division is entitled. This membership figure will be provided to the Governing Council by the Management Company. Each active division is allotted one vote.

b. Substitutes

The use of substitute representatives shall be permitted in the transaction of Governing Council business. Substitutes shall be selected from among the representatives Divisions' members in good standing.

c. Facilitation of Voting

The secretary of the Association shall maintain a list of voting members of the Governing Council.

Section 4. Replacement of Officers and Governing Council Members

In the event a duly elected representative to the Governing Council cannot or does not serve for any reason, the governing committee of the division represented by that individual shall elect replacement. In the event that the Association's President cannot or does not serve for any reason, the President- elect shall assume the duties of President. In the event that the Treasurer, Secretary, or either Member- at-Large cannot or does not serve for any reason, the President shall appoint an Association member to complete the term of office with approval of the Governing Council. In the event that the President- elect cannot or does not serve for any reason, the President-Elect-Elect shall serve. In the event that the President-Elect-Elect cannot or does not serve for any reason, the President shall direct the Nominations and Elections Committee to solicit nominations and hold special election to fill the position of President-elect-elect.

Section 5. Attendance by Division President-Elects

An additional representative from the Divisions is encouraged to attend Governing Council meetings.

ARTICLE VI

Meetings of the Governing Council

Section 1. Calling Meetings

Meetings of the Governing Council shall be called by the President upon proper notification to the members of the Council. Such notification shall, as far as practical, contain a statement of the business to be transacted at such meetings. Such meetings shall take place at least four times during the year. One meeting shall be held at the time and place of the Association's annual meeting. And the others may be held electronically on dates and times that are agreed upon by the members of the Governing Committee at the time.

Section 2. Special Meetings

Special meetings of the Governing Council may be called at any time by the President or as directed by the Governing Council.

Section 3. Notice

Notice of meetings of the Governing Council shall be sent to each member at least twenty days prior to the date of such meeting.

Additionally, notice of attendance for officers, presidents of the divisions, and leaders of interest groups who are

unable to attend shall send notification once notice of an upcoming meeting is received.

Those unable to attend the board meeting shall designate a representative from their group to serve in their behalf. The designated member may not represent more than one entity at the meeting.

Section 4. Quorum

A majority of the voting members of the Governing Council shall constitute a quorum for the transaction of its business.

ARTICLE VII

Officers and Employees

Section 1. Officers and Term of Office

The officers of this Association shall be the President, the President-elect, the President-elect-elect, the Immediate Past President, the Treasurer, the Secretary, the Member-at-Large, and the Member-at-Large for Government Relations. These Officers shall constitute the Governing Committee and each shall hold voting privileges. The officers of the Association shall be elected at large from among the individual members of the Association. Coinciding with the fiscal year of the Association (July 1-June 30), elected officers shall serve a term of one year, with the exception of the Member-at-Large for Government Relations. The Member-at-Large for Government Relations shall serve a term of two consecutive fiscal years beginning July 1. All officers shall be active members of this Association in good standing and shall be active members of the American Counseling Association. The officers shall carry on the work of the Association between Governing Council meetings.

Section 2. Duties of Officers

a. President

The President shall be the Chairperson of the Governing Council and of the Governing Committee and shall preside at all Governing Council, and Governing Committee general meetings of the Association. The President shall appoint the Parliamentarian of the Association and shall appoint non-voting representatives of affiliated Interest Groups to the Governing Council. The President shall chair the Budget and Finance Committee and shall insure that the financial records of the Association are audited or reviewed each year. The President or designee shall serve as the delegate to the Southern Region or national Branch Assembly, contingent upon the availability of funds, and, along with the President-elect, shall present a unified report to the Governing Council at its next regularly scheduled meeting following a meeting of the Southern Region Branch Assembly. The President shall hold ex-officio membership on all committees.

b. President-Elect

The President-Elect shall act in the place of the President at all Association, Governing Committee, or Governing Council meetings, which the President is unable to attend, and shall serve as advisor to the Conference Committee. The President-Elect shall serve as voting alternate in the place of the President at Southern Region Branch Assembly. If the President is unable to attend, and, along with the President, shall present a unified report to the Governing Council at its next regularly scheduled meeting following a meeting of the Southern Region Branch Assembly.

c. President-Elect-Elect

The President Elect-Elect shall serve as Chair of the conference committee.

d. Treasurer

The Treasurer shall have overall responsibility for the financial affairs of the Association including

budget preparation, management and reporting responsibilities as defined in the Association's Policies and Procedures Manual . The Treasurer shall have the responsibility for the authorizations of all expenditures and shall present financial reports at Governing Committee and Governing Council meetings, shall present a report at each Association Business Meeting, and shall oversee the yearly audit or review of the Association. Every 30 days, the NCCA will receive an updated copy of financial records from the management company.

e. Secretary

The Secretary will maintain updated content on the website for the NCCA. Every 30 days, the association shall receive an updated copy of the membership database and ancillary information. The Secretary shall perform other duties as assigned by the President.

f. The General Member-at-Large

The General Member-at-Large shall attend all Governing Committee and Governing Council meetings. The General Member-at-Large shall serve as Co-Chair of the Conference Committee, oversee other committees and perform other functions as requested by the President.

g. The Member-at-Large for Government Relations

The Member-at-Large for the Government Relations shall attend all Governing Committees and Governing Council meetings. The Member-at-Large for Government Relations shall have overall responsibility for developing and promoting an action platform, subject to the approval of the Governing Committee to further the goals and purposes of the Association as they relate to government activity.

Section 3. Management Company

The Management Company shall keep all records of the current activities of the Association, the Governing Committee, and the Governing Council; shall maintain and distribute a listing of names, addresses, and telephone numbers of members of the Governing Council and a list of those with voting privileges; and shall issue notices of all meetings of the Governing Committee and Governing Council.

The Executive Administrator shall have overall responsibility for maintaining and preparing the financial and membership records of the Association under the supervision of the President. The Executive Administrator shall be an ex-officio member of the Budget and Finance Committee and shall have the responsibility of preparing all financial reports. The Executive Administrator shall perform other functions according to the contract and as assigned by the Governing Committee, which shall report and recommend contract options/renewal on a yearly basis to the Governing Council. The Governing Council shall vote upon the recommendation and be responsible for the final decision.

Section 4. Compensation and Expenses of Officers.

None of the elected officers of the Association shall receive any compensation for their services as such to the Association. The necessary expenses of the elected officers of the Association shall be paid from the

funds of the Association under policies established by the Governing Council.

Section 5. Involuntary Removal from Office.

- a. Officers may be sanctioned or removed from office for cause.
- b. Procedures for removing an officer from office will be established by the Ethics Committee. Due process will be followed when an action for removal is deemed necessary.

ARTICLE VIII

Committees

Section 1. Formation

The President, subject to confirmation by the Governing Council, shall name such standing committees, special committees, commissions, and task forces as needed to conduct the activities of the Association. The term of office for committee members shall be one year except as provided herein.

Section 2. Standing Committees

Standing committees of the Association shall include the following:

a. Awards Committee

The Awards Committee shall recommend to the Governing Council criteria for awards, solicit nominations for the awards, select winners, present awards at the annual conference, and publicize the winners.

b. Budget and Finance Committee

The Budget and Finance Committee shall consist of the Governing Committee with the President as chairperson. The Budget and Finance Committee shall review and submit the recommended annual budget to the Governing Council for final approval.

c. Bylaws and Policies Committees

The Bylaws and Policies Committee shall study and make recommendations to the Governing Council for proposed or necessary amendments to the Bylaws. The committee also recommends and revises policies and procedures for the Governing Council.

d. Conference Committee

The Conference Committee shall consist of individuals and/ or sub-committees responsible for the conference program, site selection, registration, and hotel liaison.

e. Ethics Committee

The Ethics Committee shall review all situations regarding possible American Counseling Association ethical violations according to guidelines adopted by the Governing Council.

f. Human Rights Committee

The Human Rights Committee shall develop, articulate, and implement the human rights agenda for the association.

g. Membership Committee

The Membership Committee shall be responsible for member recruitment and retention.

h. Newsletter Committee

The Newsletter Committee shall work with the management entity on the publication of *The Carolina Counselor* newsletters during the year. The editor shall work with the management entity to inform the membership of deadlines, publish the newsletter, coordinate any paid advertising, and email newsletters to the membership.

i. Nominations and Elections Committee

The Nominations and Elections Committee receives nominations for NCCA officers and Division officers, and prepares the election ballot each year. The President-Elect shall chair the Nominations committee.

j. Public Awareness Committee

The Public Awareness Committee develops strategies to promote the profession of counseling to the public.

k. Public Policy and Legislation

The Public Policy and Legislation Committee shall develop and promote an action platform to further the goals and purposes of the Association. This committee shall include a representative from each division when possible. The Member at Large for Government Relations shall chair the Public Policy and Legislation committee.

l. Research and Knowledge Committee

The Research and Knowledge Committee shall initiate and encourage professional activity and research by the Association and its members both within the Association and other related professional associations and organizations including items such as the NCCA research award, the online state journal and access to the NCCA listserv for research/surveys in the counseling field.

m. Strategic Planning Committee

The Strategic Planning Committee shall review and propose modifications to the existing Strategic Plan;

develop and disseminate, with Governing Council approval, a schedule for implementation of the Strategic Plan. The committee members as appointed by the President shall be representatives of various divisions of the Association.

Section 3. Special Committees, Commissions, and Task Forces.

The President, subject to confirmation by the Governing Council, may establish a time-limited Special committee or task force for a specific purpose or assigned task which is beyond Standing Committees' scope of responsibilities as indicated in policies adopted by the Governing Council. Any Special Committee and Task Force shall complete the specific purpose or the assigned task by a date specified by the Governing Council and submit a written report to the NCCA President by or before a date set by the Governing Council.

Section 4. Reporting

Each committee shall submit an annual written report of its activities and status to the Governing Council on or before the date of the annual conference and shall report at any other time as requested by the Governing Council.

Section 5. Appointments

The President may appoint no more than five standing committee chairs from non- Governing Council members.

Article IX

Divisions

Section 1. Establishment

Any North Carolina counseling organization which meets the state Division requirements specified by its corresponding national Division shall be eligible to apply for Division status in the North Carolina Counseling Association according to procedures determined by the Governing Council.

An application for Division status and a copy of the proposed Division bylaws shall be submitted to the Governing Council. Proposed Division bylaws shall be consistent with the bylaws of the American Counseling Association, the North Carolina Counseling Association, and the corresponding national Division. Upon approval by the Governing Council, the application and proposed bylaws shall be submitted to the potential state Division membership for ratification.

Prior to formal affiliation as a state Division, the potential state Division shall apply to its corresponding national Division for charter. Upon completion of the above actions and receipt of a copy of the charter at Association headquarters, the organization shall become a recognized Division of the North Carolina Counseling Association. All branch division officers shall be members of the NCCA State Division, NCCA, ACA, and the National Division.

Section 2. Reports

Each Division shall transmit to the President of the Association the names of its officers forthwith upon their election or appointment. Each Division shall submit an annual written report salient developments to the Governing Council and the membership of the Association.

Section 3. Involuntary Dissolution of a Division.

The Governing Council shall have the power to revoke the state-issued charter of a Division when it is deemed in the best interest of the North Carolina Counseling Association to do so.

- a. Before final action may be taken with respect to the dissolution of a Division, a notice of intent to dissolve must first be passed by a majority of the Governing Council members present and voting and the Division in question advised in writing of the reasons for the proposed action. The Division shall have until the next meeting of the Association (but, in no case, less than nine months from date of notification) to effect remedial measures.
- b. A two-thirds vote of the Governing Council members shall be necessary to revoke the state- issued charter of a division.

Section 4. Voluntary Dissolution or Withdrawal of a Division.

No Division may by its own decision affect its dissolution or withdrawal from the Association. Voluntary dissolution or withdrawal from the Association shall be undertaken only in compliance with rules adopted by the Governing Council.

Article X

Interest Groups

Interest groups may apply to affiliate with the Association by submitting written letters of application to the Governing Council. Generally, such groups consists of persons who organize on either a statewide or local level to promote professional interests not otherwise addressed or provided by a Division of the Association. Applications for affiliation shall be approved by a majority vote of the Governing Council.

Article XI

Nominations and Elections

Section 1. Membership

The President-Elect shall serve as chair of the Nominations and Elections Committee. The Governing Council shall appoint no fewer than five and no more than eight persons to serve on the Nominations and Elections Committee. As nearly as possible, divisional and geographical representation shall be important

considerations.

Section 2. Nominations.

The Nominations and Elections Committee shall solicit from the membership nominations for each of the elective offices of the Association. There shall be at least one meeting or telephone conference call of the Committee to determine the nominees for each of the elective offices. The Committee shall present a final slate of nominees containing two eligible names for each office if possible. In every instance, provision shall be made for write-in candidates.

Section 3. Elections.

The election shall be conducted by secret ballot, mailed or emailed to members of the Association and returned to the Chair of the Nominations and Elections Committee no later than thirty (30) days prior to the annual meeting of the Association. A plurality of votes cast shall constitute election of officers.

Article XII

Finances

Section 1. Association Dues

Annual association dues for members shall be established by action of the Governing Council. The Governing Council may authorize reduced dues or dues waivers for special categories of members in accordance with policies and procedures established by the Governing Council. The date for payment of each member's annual dues shall be determined by procedures established by the Governing Council.

Section 2. Division Funds

Divisions shall be empowered to levy additional assessments in accordance with their by-laws or other similar governance documents. Division dues shall be paid to the North Carolina Counseling Association at the time of Association dues payment and shall be allocated to the appropriate Division accounts.

Section 3. Fiscal Year

The fiscal year of the Association shall coincide with the fiscal year of the American Counseling Association.

Section 4. Fiscal Policy

The Association's finances shall be governed using the Financial Policies section of the Association's Policies and Procedures Manual.

Section 5. Management Company

The Management Company shall work under the general supervision of the Treasurer in matters related to the collection and disbursement of the Association monies. The Management Company shall have the responsibility for mailing membership notices, collecting membership dues, depositing membership dues and other Association income, and writing checks for the payment of Association expenses when presented with properly prepared requisitions signed by two Governing Council members.

The Management Company shall ensure that requisitions are processed in a timely manner. In cases where there is some question concerning the authorization of an expense, the Management Company shall consult with the Treasurer.

The Management Company shall keep accurate financial records, recording receipts and debits. The Management Company shall send quarterly reports to each Division reporting activity on the addresses of all current members. Before each Governing Council meeting, the Management Company shall submit an up-to-date financial report to the Treasurer.

Section 6. Auditor

The Association financial records shall be audited or reviewed annually by a Certified Public Accountant.

Article XIII

Amendments to Bylaws

These Bylaws may be amended by a two-thirds majority of the Governing Council members voting.

Section 1. Proposed Amendments

Proposed amendments may be originated by the Governing Council or presented at the Governing Council by a State Division or Standing Committee (provided that the submitting entity is in compliance), or by an individual member, provided that in the case of an individual member the proposed amendment shall be presented over the signatures of at least 50 members in good standing.

All such proposed amendments must be submitted in writing to the Bylaws Committee no later than twelve weeks prior to the Governing Council meeting at which the change may be considered.

The Bylaws Committee will transmit to the Governing Council such proposed amendments with or without a recommendation regarding each proposed change at least six weeks before the next regularly scheduled meeting of the Governing Council.

Section 2. Adoption

- a. Except as provided in Section b. below, amendments to the Bylaws may be acted upon only at a business meeting of the Association. If presented in writing to all members of this Association at least thirty days before the business meeting at which the proposed changes are to be considered such amendments may be adopted by a two-thirds vote of the members present.
- b. If, in the judgment of the Governing Council, action may be taken through a mail or email ballot following presentation of the amendment in writing to all members of this Association. Upon unanimous consent of the members returning ballots within the succeeding thirty days, the amendment shall be adopted.

Section 3. Report to the American Counseling Association

Amendments to the Bylaws shall be reported in writing to the President of the American Counseling Association no later than fourteen weeks prior to the Governing Council meeting at which the change may be considered. No proposed amendment can take effect until approved by the ACA Governing Council.

Article XIV

Parliamentary Authority

The most recent edition of *Robert's Rules of Order* shall govern the proceedings of the Association not otherwise specified in the Bylaws.

The effective date for the implementation of this document shall be July 1, 1974.

Approved in the Annual Business Session of this Association on March 5, 1974. Ruled in order by Mr. Emmet E. Tucker, Jr., APGA attorney, May 10, 1974, and filed with Dr. P. J. McDonough, Assistant Executive Director for Professional Affairs, American Personnel and Guidance Association.

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