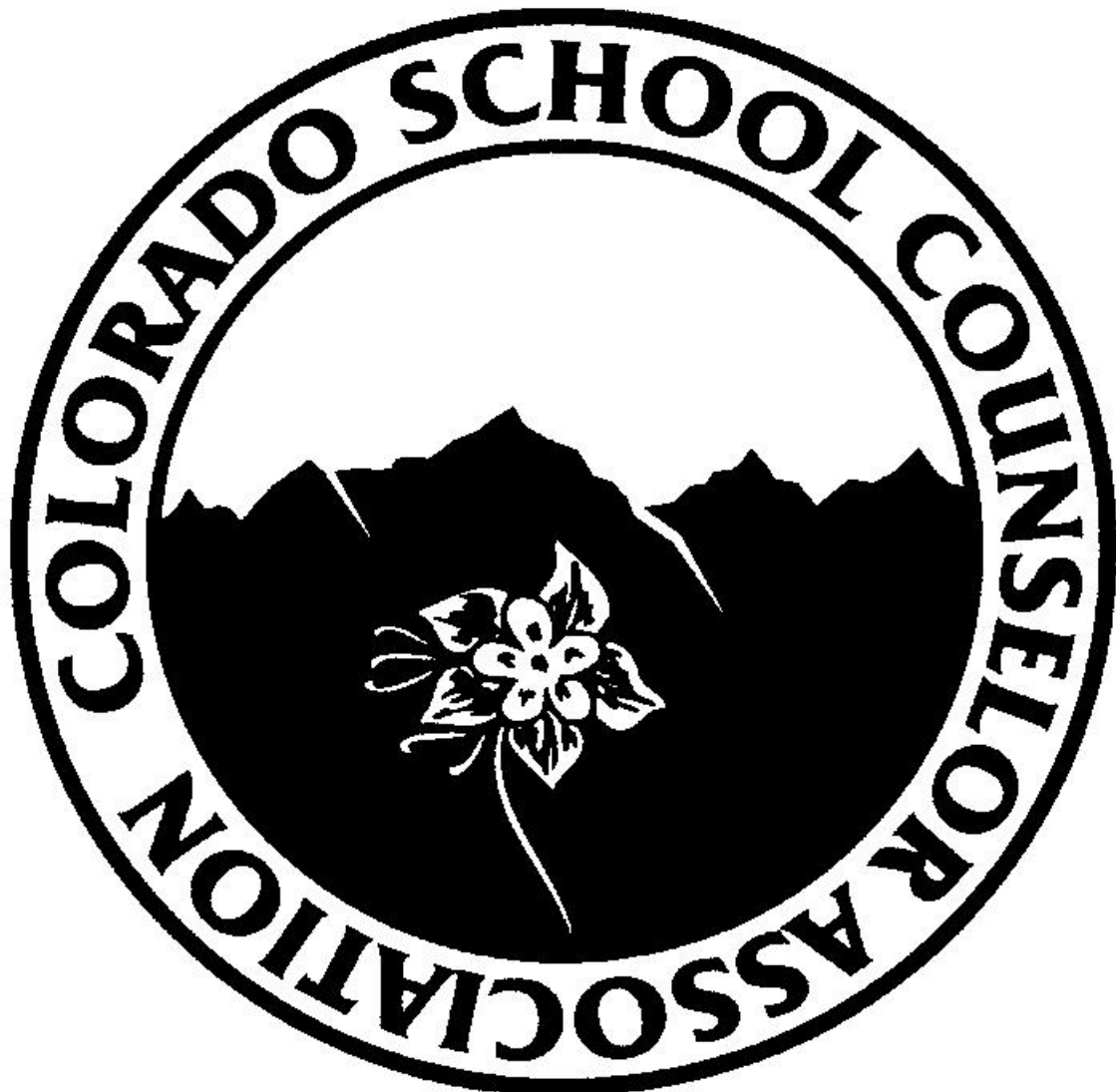


# By-Laws

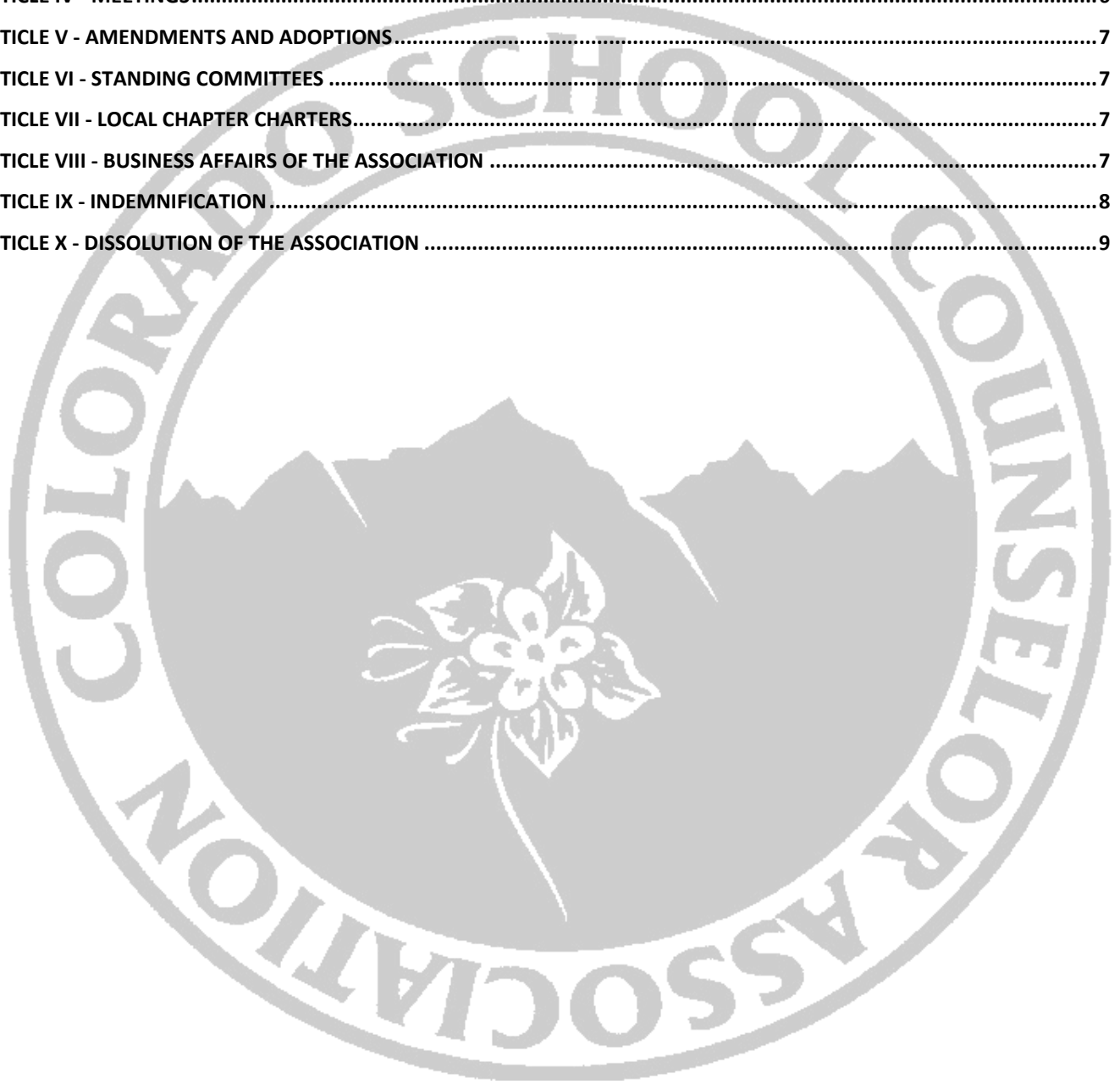


Revised 2010

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# BY-LAWS

## ARTICLE I - NAME AND PURPOSE

**Section I - Name:** The official name of the Association shall be the Colorado School Counselor Association (CSCA), a state division of the American School Counselor Association (ASCA).

**Section II - Mission:** The mission of the Colorado School Counselor Association is to promote excellence in professional school counseling.

**Section III – ENDS Statements:** The Ends statements of the Association shall be to represent school counseling. This purpose may be accomplished through:

1. Support the implementation and improvement of comprehensive, developmental, standards-based school counseling programs Prekindergarten through graduate school.
2. Develop, promote and advocate legislation and policy regarding the work of the professional school counselors and counselor education programs.
3. Encourage and uphold standards of excellence for: professional school counselor (ASCA Professional standards) their programs (ASCA National Model) Counselor education programs (CACREP).
4. Promote the continuing professional development of school counselors.
5. Promote and uphold ethical standards for professional school counselors.
6. Encourage cooperation and collaboration among school counselors and with associations, agencies, and community groups.
7. To provide a means whereby an individual member can be represented and heard throughout the Association;
8. And to speak with one voice for the benefit of the profession of school counselors.

## ARTICLE II - MEMBERSHIP

**Section I - Types of Memberships:** The Association shall include four types of memberships: professional, student, retired, and affiliate. Membership assignments shall be made by the Membership Chair and reviewed, if questioned, by the Governing Board.

**Section II - Requirements of Membership:** The following requirements must be met in order to qualify for the respective types of membership:

### A. Professional Membership

1. Employment Requirements include any of the following:
  - a. The member must be employed as a school counselor, director, supervisor, or coordinator of guidance services, counselor educator (or equivalent title).

- b. The member must be employed in an educational institution other than elementary, middle, secondary, or post-secondary school and must be responsible primarily for the provision and/or improvement of professional school counseling services for individuals enrolled in elementary, middle, secondary, and post-secondary school settings.
- c. The member must be employed in a state or national department of education and be responsible primarily for the provision and/or improvement of professional guidance services for elementary, middle, secondary, or post-secondary school settings.
- d. The member must be employed in a private agency and be responsible primarily for rendering professional school counseling services to elementary, middle, secondary, and post-secondary school pupils in contact with the school.

2. Academic and License Requirements:

- a. The member **must** hold a master's degree conferred by a graduate school accredited by a state department of education or a recognized accrediting association.
- b. The member must hold a valid School Counselor License from the Colorado Department of Education.
  - a. The status of professional membership will continue for that person who has been assigned professional membership and is on leave of absence for the maximum of one year for one of the following reasons: maternity leave, sabbatical leave, professional leave, temporary assignment to an area outside the guidance and counseling field, illness, or is on leave for the maximum of two years to be actively engaged in graduate study in guidance and counseling.

B. Student Membership

1. Academic Requirements:

- a. The member must be a certified graduate student enrolled at least half time in a course of study designed to prepare for a professional school counseling degree. A member must be certified by his/her major professor as meeting this requirement.

2. Employment Requirements:

- a. Licensed School Counselors are **not** entitled to student membership.

3. Length of Membership:

- a. Counselors are not entitled to student membership for more than three years. If, before the end of three years, she/he should become gainfully employed full time in an educational institution, then she/he must meet the requirements for professional membership.

C. Retired Counselor Membership

1. A member who, having retired, may request retired counselor membership. Retired counselor membership is granted to an individual by the Membership Chair and may be reviewed by the Governing Board. Retired counselor membership carries reduced dues structure but retains all the rights and privileges of dues paying membership.

#### D. Affiliate Membership

1. Upon application, an individual interested in school counseling and who does not meet the requirements of (A) through (C) may be granted affiliate status provided annual dues are paid. This membership status is assigned by the Membership Chair and may be reviewed by the Governing Board.

#### Section III - Dues

- A. The annual dues of the Association are set by Colorado School Counselor Association and made payable to CSCA. Dues changes will be made by a majority vote of the CSCA Governing Board. No person shall be a member or shall be a candidate to office in the Association without payment of the prescribed dues.
- B. The dues shall be paid each year, which shall entitle membership in the association for a period of one year.

#### Section IV - Severance of Membership

- A. A member may be dropped from membership for any conduct that tends to injure the Association or to affect adversely its reputation or that violates principles stated in the CSCA and/or the ASCA Code of Ethics.
- B. A member shall be dropped from membership for the nonpayment of dues within three months of date of renewal. A renewing member must receive a written notification of renewal date and a written notification of being discontinued as a member.

### ARTICLE III - CSCA OFFICERS

#### Section I - Officers and Terms of Office

- A. The officers of the Association shall be the President, President Elect, Past President, Executive Director, the four Vice Presidents, Region Representatives, Secretary and Treasurer.
- B. All officers of the Association, except the Secretary, Executive Director, and Treasurer, committee chairperson shall be elected at large from among the individual members of the Association.
- C. The President Elect shall automatically become President of the Association one year after the commencement of her/his term of office as President Elect or upon the death or resignation of the President. A President Elect succeeding to the office of the president shall serve his full term as President Elect in addition to serving whatever may remain of the unexpired term of the resigned or deceased President.
- D. The Secretary, the Executive Director, and Treasurer shall be appointed by the President, with the approval of the Governing Board, and shall serve a concurrent term with the President who appoints her/him.
- E. Four Vice-Presidents shall be elected at large and shall be responsible for duties as prescribed in the CSCA Procedural Manual. The Vice-Presidents are elected to represent elementary, middle/junior

high, secondary and post-secondary school counselors. They will be elected for two year terms. Each Association member will be entitled to vote for one Vice President of his/her choice for each office.

- F. The term of office for any elected officer of CSCA shall begin July 1 and shall continue for a period of one year or as designated by office. If an office is vacant because of a resignation or lack of a successor, the President shall appoint a successor, with the approval of the Governing Board, to serve the remaining term of office.

## **Section II - Nominations and Elections of Officers**

- A. The President Elect and two Vice-Presidents shall be elected annually by ballot as prescribed in the CSCA Procedural Manual.
- B. To be eligible for any office in the Association, including membership on the Governing Board, a member must hold a CSCA professional membership and a position specific to CSCA membership at the time of election or appointment. If an elected or appointed member's position or employment should change in such a way as to make him/her ineligible for CSCA membership before taking office or during his/her term of office, such person shall be allowed to complete the term of office should this be personally feasible.
- C. Before each election, the Executive Director shall issue a call to all members of the Association for nominations of officers and members of the Governing Board for the following year. Individuals nominated must submit significant professional data supporting their proposed nomination. (See CSCA Procedural Manual.)
- D. The Executive Director shall determine the eligibility of those members nominated and those eligible will be placed on the ballot. (See CSCA Procedural Manual.)

## **Section III – Governing Board**

- A. The Governing Board shall consist of the elected officers of the Association, the Regional representatives who will be elected for terms of two years each from the geographical areas identified as appropriate by the Governing Board. The geographical areas for the Regional Representatives may need to be restructured periodically as demographic characteristics change within the state of Colorado.
- B. Region Representative include:
  - Region 1** - Logan, Morgan, Sedgwick, Phillips, Washington, Yuma, and Weld
  - Region 2** - Bent, Prowers, Baca, Crowley, Otero, Lincoln, Kit Carson, Cheyenne, Kiowa
  - Region 3** - Fremont, Custer, Pueblo, Huerfano, and Las Animas
  - Region 4** - Mineral, Saguache, Rio Grande, Conejos, Alamosa, and Costilla
  - Region 5** - Montrose, Ouray, San Miguel, Delores, San Juan, Montezuma, Hinsdale, Archuleta, and La Plata
  - Region 6** - Grand, Routt, Mesa, Delta, Garfield, Rio Blanco, and Moffat
  - Region 7** - Larimer, Boulder, and Jackson, Broomfield
  - Region 8** - Pitkin, Eagle, Lake, Summit, Park, Chaffee, and Gunnison
  - Region 9** - Gilpin, Clear Creek, and Jefferson
  - Region 10** - Denver and Adams
  - Region 11** - Arapahoe, Douglas, and Elbert

## **Region 12 - El Paso and Teller**

- C. All Governing Board members shall be eligible voting members.
- D. If a Level Vice-President or Regional Representative resigns from the Governing Board during her/his term of office, the President, with the approval of the Governing Board, shall appoint a replacement to serve for the remainder of the unexpired term.
- E. A Vice-President or Regional Representative may be a candidate for election or re-election for two terms of office (4 years). A Vice-President or regional representative who has been elected or appointed to complete an unexpired term is eligible to be nominated for a regular two-year term, but in no instance may the total term of office exceed four years. If the Vice-President or regional representative is appointed to serve a one year unexpired term, then the Vice-President or regional representative is only eligible to serve one additional two year term.

### **Section IV - Powers and Functions**

- A. The Governing Board shall be the agency through which the general administration and executive functions of the Association are effected. The President of the Association shall be the Chairperson of the Governing Board.
- B. The Governing Board shall conduct, manage and control the business of the Association at its regularly scheduled meetings. The Executive Committee, consisting of the President, Past President, President Elect, Executive Director, and Treasurer, shall conduct the business of the Association between its official meetings. (See CSCA Procedural Manual.)
- C. The Governing Board shall have the power to establish regulations and application forms for determining whether applicants for membership meet the requirements for membership as specified by the By-Laws.

### **ARTICLE IV - MEETINGS**

- A. The Governing Board shall meet at times and places as may be determined by either the President or a majority of voting members of the Governing Board.
- B. A majority of the voting members of the Governing Board shall constitute a quorum. In the intervals between the meetings of the Association, the Governing Board shall take such action as is necessary for the conduct of the Association's affairs, except that no action shall be taken which is contrary to an action taken by the Association at the annual meetings.
- C. The expenses of the members of the Governing Board in attending meetings of CSCA shall be paid from Association funds, in accordance with policy approved by the Governing Board.
- D. Conventions, conferences, workshops, and other meetings of the Association shall be held at such time and place as shall be determined by the Governing Board.

## **ARTICLE V - AMENDMENTS AND ADOPTIONS**

### **Section I – By Laws Amendments**

- A. Amendments to these by-laws may be proposed by an individual member, with at least 15 signatures from association members in good standing, or by the Governing Board.
- B. The proposed amendment must be presented to the Governing Board at least 30 days prior to the next scheduled CSCA Board meeting. A copy of the proposed amendments to the Constitution or By-Laws must be provided to all members at least two weeks prior to the vote of the membership.

## **ARTICLE VI - STANDING COMMITTEES**

### **Section I - Standing and Special Committees**

- A. The committees of the Association shall consist of special committees appointed by the President and approved by the Governing Board. All committees shall report at every board meeting to the Governing Board and shall submit articles when appropriate to the *CSCA Connection or identified source of communication between the board and its members*, describing the purpose and progress of the committee. A special committee shall serve until, in the opinion of the President, and approved by the Governing Board, the purpose of said committee is accomplished.

## **ARTICLE VII - LOCAL CHAPTER CHARTERS**

### **Section I - Organization of Chapters**

- A. Any group of Association members residing or working within a particular local area may apply for an Association Local Chapter charter, provided the following conditions are met: The group must consist of at least 10 members of the Association. The group must be representative of the Association members in the local area. The group must organize itself as a group with By-Laws modeled after that of CSCA and be affiliated with CSCA.

### **Section II - Formation of Local Chapters**

- A. Request for a Local Chapter affiliation shall be made to the President of CSCA.
- B. An application considered by the Governing Board shall, upon acceptance, be submitted to the membership for final approval.

## **ARTICLE VIII - BUSINESS AFFAIRS OF THE ASSOCIATION**

### **Section I - Fiscal Year**

- A. The fiscal year shall be from July 1 to June 30.



## **Section II - Property of the Association**

- A. In the event of the Association being dissolved, none of its property shall be distributed to any members. Instead, all of its property shall be transferred to such organization or organizations as the Governing Board shall determine to have purposes and activities most nearly consistent with those of the Association, provided however, that such organization or organizations shall be exempt under Section 990 of the Internal Revenue Code or corresponding provisions of the Internal Revenue Laws.

## **Section III - Parliamentary Authority**

- A. The Parliamentary authority for the meeting of the Association shall be *Roberts Rules of Order*.

## **ARTICLE IX - INDEMNIFICATION**

### **Section I - Indemnification of Governing Board and Officers**

- A. The Association shall indemnify each member of the Governing Board, as described in Article IV, and each of its officers, as described in Article III, for the defense of civil or criminal actions or proceedings as hereinafter provided and, notwithstanding any provision in these Bylaws, in a manner and to the extent permitted by applicable law.
- B. The Association shall indemnify each of its directors and officers, as aforesaid, from and against any and all judgments, fines, amounts paid in settlement, and reasonable expenses, including attorney's fees, actually and necessarily incurred or imposed as a result of such action or proceedings, or an appeal therein, imposed upon or asserted against him or her by reason of being or having been such a director or officer and acting within the scope of his or her official duties, but only when the determination shall have been made judicially or in the manner hereinafter provided that he or she acted in good faith for the purpose which he or she reasonably believed to be in the best interests of the Association and, in the case of criminal action or proceeding, in addition, had no reasonable cause to believe that his or her conduct was unlawful. This indemnification shall be made only if the Association shall be advised by its Governing Board acting (1) by quorum consisting of Governing Board members who are not parties to such section or proceedings upon a finding that, or (2) if a quorum under (1) is not obtainable with due diligence, upon the opinion in writing of independent legal counsel that, the Governing Board or officer has met the foregoing applicable standard of conduct. If the undergoing determination is to be made by the Governing Board, it may rely as to all questions of law on the advice of independent legal counsel.
- C. Every reference herein to a member of the Governing Board or officer of the Association shall include every member and officer thereof or former member and officer thereof. This indemnification shall apply to all judgments, fines, amount in settlement, and reasonable expenses described above whenever arising allowable as above stated. The right of indemnification herein provided shall be in addition to any and all rights to which any member or officer of the Association might otherwise be entitled and the provisions hereof shall neither impair nor adversely affect such rights.

## **ARTICLE X - DISSOLUTION OF THE ASSOCIATION**

### **Section I - Dissolution**

- A. In the event the Association should be dissolved, none of its property shall be transferred to any of the members. Instead, all of its property shall be transferred to such organizations as the Executive Committee shall determine to have purposes and activities most nearly consonant with those of the Association, provided, however, that such organizations shall be exempt under 501C(6) to the Internal Revenue Code or corresponding provisions of the Internal Revenue Laws.

