

BYLAWS OF THE AMERICAN COUNSELING ASSOCIATION OF MISSOURI

Revision: May 2006 – Previous Revision May 1996

ARTICLE I Names and Purposes

Section 1. NAME. The name of this association shall be the American Counseling Association of Missouri, ACAM, hereinafter referred to as the Association. The Association shall be a branch of the American Counseling Association (ACA) and shall be organized in accordance with ACA Bylaws.

Section 2. USE OF NAME. The name of the Association shall be employed in connection with all official business and activities of the Association.

Section 3. MISSION. The mission of the Association is to enhance human development throughout the life span and to promote public confidence and trust in the counseling profession.

Section 4. IDENTITY STATEMENT. This Association is an organization of counseling professionals who work in education, health care, residential care, private practice, community agencies, government, and business and industry settings.

Section 5. PURPOSES. The purposes of the Association are as follows:

- (a) Human Development - promote development across the life span that will facilitate positive change and optimize human potential among the members' clientele.
- (b) Human Rights - Promote programs that address human rights, societal trends, and social issues most relevant to the profession.
- (c) Interprofessional/Intraprofessional Collaboration - Promote and recognize the interdependence among individuals, organizations, and societies.
- (d) Organization, Administration, and Management - Promote the organizational structure, membership, management, staff, facilities, and resources necessary to fulfill our mission.
- (e) Professional Development - Promote the education and professional development of counselors.

- (f) Professionalization - Promote professional standards and advocacy for the counseling profession.
- (g) Public Awareness and Support - Promote public awareness of and support for life span development and the counseling profession.
- (h) Public Policy and Legislation - Promote and support public policy and legislation that enhance individual and societal development through counseling.
- (i) Research and Knowledge - Promote the advancement and dissemination of research and knowledge in counseling.

Section 6. COMMON VALUES. This Association holds the following values:

- (a) Caring for Self and Others - We believe in the worth and dignity of the individual, and we value caring and respect for self and others.
- (b) Enabling Positive Change - We believe that positive change in people, organizations, and societies can be facilitated.
- (c) Acquiring and Using Knowledge - We believe that we need to be aware of current and evolving knowledge that can assist in facilitating positive change.
- (d) Empowering Leadership - We believe leadership requires a willingness to take risks, a readiness to take stands and a responsibility to act on vital issues.
- (e) Promoting Linkage - We believe in the interdependence among people, organizations, and societies.

ARTICLE II Membership

Section 1. TYPES OF MEMBERSHIP. Membership shall be of one type: individual.

Section 2. INDIVIDUAL MEMBERS. Membership shall be open to all persons regardless of race, creed, color, ethnic origin, sex, affectional or sexual orientation, disability, or age.

- (a) Regular Members. Any person whose primary responsibilities are in the area of human development - specifically counseling, guidance, and

personnel work - or other professionals with similar interests and responsibilities, such as community agency workers, school social workers, school psychologists, and paraprofessionals in counseling, shall be eligible for regular membership. Regular members are eligible to vote and hold office.

- (b) Student Members. Any person who is attending an institution of higher learning and who is preparing for professional counseling, guidance, and personnel work may become a STUDENT MEMBER upon payment of dues to this Association at the student rate. Student members may not vote or hold office.
 - a. Honorary Life Member. A member who has retired from employment may request HONORARY LIFE MEMBERSHIP from the Governing Council. Full membership rights will continue with no dues being assessed.
 - b. Honorary Members. Persons may be nominated HONORARY MEMBERS by action of the Governing Council. HONORARY MEMBERS shall be for life and shall be exempt from payment of dues. HONORARY MEMBERS may not vote or hold office.
 - c. Retired Members. Any person whose primary responsibilities were in the area of human development – specifically counseling, guidance, or personnel work - and others with similar interests and responsibilities, such as community agency workers, school social workers, school psychologists, paraprofessionals in counseling, but who are no longer gainfully engaged in their occupation due to retirement, shall be eligible for retired membership. Retired members are not eligible to vote or hold office.

Section 3. DUES. Dues for members of this Association shall be set by the Governing Council, and are payable on an annual basis.

Section 4. 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 is contrary to or destructive of its objectives, according to the Bylaws and Code of Ethics of the Association. Any member charged with engaging in such conduct shall be given notice of the precise nature of that charge, shall be given the opportunity to present evidence through witnesses or otherwise, shall be given the opportunity to confront witnesses and shall have the right to a hearing before the Ethics Committee. The Ethics Committee shall consider any charges made over the signature of two (2)

members in good standing and shall have the power to determine whether the charges shall be dropped, whether the accused member shall be permitted to resign, or whether the accused member shall be reprimanded, placed on probation or expelled or suspended from membership. An accused member or an accuser may appeal a final decision of the Ethics Committee to the Executive Committee.

- (b) A member shall be dropped from membership for the nonpayment of dues when such dues are three months overdue.

ARTICLE III

Organization of State Divisions, Local Chapters, Interest Groups, and Organizational Affiliates

Section 1. ORGANIZATION OF DIVISIONS.

- (a) State divisions corresponding to the divisions of the AMERICAN COUNSELING ASSOCIATION may organize within the boundaries of the State of Missouri as State Divisions subject to the Bylaws of this Association, their affiliated National Divisions, and the constitution and Bylaws of the AMERICAN COUNSELING ASSOCIATION.
- (b) The Governing Council shall have the power to approve and the responsibility of approving the Bylaws of a proposed State Division before the National Division charters the State Division.
- (c) A Division of the Association shall be autonomous in the conduct of its affairs consistent with the Bylaws and written Policies and Procedures of the Association.
 - a. All elected officers of a Division shall be members of the Association and their National Division.
 - b. Each Division shall transmit to the President of the Association the names of its officers forthwith upon their election or their appointment.
 - d. The Governing Council shall have the power to petition the appropriate National Division to revoke the charter of a State Division when it is deemed in the best interest of the Association to do so. Before any final action may be taken with respect to petitioning for the revocation of a State Division's charter, notice of intent to petition must first be passed on a two-thirds vote of the Council Members present and voting, and the State Division in question must be advised in writing of the reasons for the proposed action. The State Division shall have one calendar year from

the date of the action to effect remedial measures. A two-thirds vote of Council Members present and voting shall be necessary to petition the National Division to revoke the charter of a State Division.

- (g) Each Division shall identify itself in all documents and written materials as “A Division of the American Counseling Association of Missouri.”
- (h) In the event that a National Division does not remain affiliated with ACA the State Division may make written request to the Governing Council for affiliation through another organizational design.
- (i) Each Division shall transmit to the President of the Association a copy of its Bylaws immediately upon written request or after any revisions.
- (j) Each Division shall have one seat on the Governing Council and be entitled to one vote.

Section 2. ORGANIZATION OF LOCAL CHAPTERS. The association shall include Local Chapters organized along geographical lines with membership open to those interested in professional counseling, guidance, and personnel work, or other work consistent with membership, according to the Bylaws of the Association.

- (a) Major purposes of a Chapter shall be in accord with those of the Association.
- (b) The Governing Council shall have the power to certify Chapters.
- (c) A Chapter of the Association shall be autonomous in the conduct of its affairs consistent with the Bylaws and written Policies and Procedures of the Association.
- (d) All elected Officers of a Chapter shall be members of the Association.
- (e) Each Chapter shall transmit to the President of the Association the names of its Officers forthwith upon their election or appointment.
- (f) The Governing Council shall have the power to revoke the charter of a Local Chapter when it is deemed in the best interest of the Association to do so. Before final action may be taken with respect to the revocation of a Local Chapter's charter, notice of intent to revoke must first be passed on a two-third's vote of the Council Members present and voting, and the chapter in question must be advised in writing of the reasons for the proposed action. The Local Chapter shall have one calendar year from the date of the action to effect remedial measures. A two-third's vote of the

total Council Members present and voting shall be necessary to revoke the charter of a Chapter.

- (g) Each Chapter shall identify itself in all documents and written materials as “A Chapter of the American Counseling Association of Missouri.”
- (h) Each Chapter shall transmit to the President of the Association a copy of its Bylaws immediately upon written request or after any revisions.
- (i) Each Chapter shall have one seat on the Governing Council and be entitled to one vote.

Section 3. STATE INTEREST GROUPS. A State Interest Group shall consist of persons who organize on either a statewide or local basis in accordance with the Bylaws of the Association to promote a professional interest not otherwise provided for in Divisional and/or Chapter structure. The Governing Council shall establish procedures for the granting or withholding of affiliation status of Interest Groups.

- (a) Major purposes of an Interest Group shall be in accord with those of the Association.
- (b) The Governing Council shall have the power to certify Interest Groups.
- (c) An Interest Group of the Association shall be autonomous in the conduct of its affairs consistent with the Bylaws and written Policies and Procedures of the Association.
- (d) All elected Officers of an Interest Group shall be members of the Association.
- (e) Each Interest Group shall identify itself in all documents and written materials as “An Interest Group of the American Counseling Association of Missouri.”
- (f) Each Interest Group shall transmit to the President of the Association the names of its Officers forthwith upon their election or appointment.
- (g) The Governing Council shall have the power to revoke the charter of an Interest Group when it is deemed in the best interest of the Association to do so. Before final action may be taken with respect to the revocation of an Interest Group’s affiliation status, notice of intent to revoke must first be passed on a two-thirds vote of the Council Members present and voting, and the Interest Group in question must be advised in writing of the reasons for the proposed action. The Interest Group shall have one calendar year from the date of the action to effect remedial measures. A

two-thirds vote of the total Council Members present and voting shall be necessary to revoke the charter of an Interest Group.

- (g) Each Interest Group shall transmit to the President of the Association a copy of their Bylaws immediately upon written request or after any revisions.
- (h) Each Interest Group shall have one seat on the Governing Council and be entitled to one vote.

Section 4. ORGANIZATIONAL AFFILIATES. An Organizational Affiliate shall be a statewide, regional, or local organization that shares common interests and values of the Association. The reason for recognizing organizational affiliates shall be to network and collaborate with kindred organizations having an interest in the mission and purposes of this Association. The Governing Council shall establish procedures for the granting or withholding of affiliation status of Organizational Affiliates.

- (a) The Governing Council shall have the power to certify an Organizational Affiliate.
- (b) An Organizational Affiliate of the Association shall be autonomous in the conduct of its affairs.
- (c) Each Organizational Affiliate may identify itself in all documents and written materials as “An Organizational Affiliate of the American Counseling Association of Missouri.”
- (d) Each Organizational Affiliate shall have one seat on the Governing Council but not have voting privileges.

ARTICLE IV The Governing Council

Section 1. THE COMPOSITION OF THE GOVERNING COUNCIL. Only current members of the Association may be members of the Governing Council, except as otherwise specified in ARTICLE III. The Governing Council shall be composed of voting and nonvoting members. Only voting members of the Governing Council may make motions.

- (a) The voting members of the Governing Council are the following:
 - (1) Officers; The President, the immediate Past-President, the President-Elect, the President-Elect-Elect, the Treasurer, and the Secretary of the Association;

- (2) Each Division, Chapter, or Interest Group shall elect or appoint one (1) representative to the Governing Council.
- (3) Four (4) Trustees who have been elected at large from among the members of the Association. Such a representative shall not simultaneously hold another office in this association or represent any other voting entity comprising the Governing Council.

(b) The nonvoting members of the Governing Council are the following:

- (1) Any ACAM member who currently holds a National Position or Office within the AMERICAN COUNSELING ASSOCIATION, its Divisions, or the Midwest Region (e.g., Governing Council, State Branch Council, Officer).
- (2) Committee Chairs who are not otherwise on the Governing Council.
- (3) Representatives of duly chartered Organizational Affiliates.
- (4) Representatives of groups attempting to organize as Divisions, Chapters, Interest Groups, or Organizational Affiliates.

Section 2. POWERS AND FUNCTION.

- (a) The Governing Council shall be the agency through which the general administration and executive functions of the American Counseling Association of Missouri shall be carried out.
- (b) The Governing Council shall serve as a governing board for the formulation and recommendation of policies to the Association and shall carry on such businesses as specified by the Bylaws of the Association.
- (c) The Governing Council shall have the authority to appoint a member to fill an unexpired term of an office vacated by resignation, death or relocation to a State not adjoining Missouri of any elected Officer. If the vacated office is President, the President-Elect shall automatically succeed to the office of President and President-Elect-Elect shall automatically succeed to the office of President-Elect. If there is no President-Elect then the President-Elect-Elect shall automatically succeed to the office of President and the Governing Council shall have the authority to fill the office of President-Elect and President-Elect-Elect.

Section 3. MEETINGS OF THE GOVERNING COUNCIL.

- (a) The Governing Council shall meet upon the call of the President of the Association or of a majority of the voting members of the Governing Council.
- (b) In order to conduct the business of the Association, 40% of the voting members of the Governing Council shall constitute a quorum.

Section 4. EXECUTIVE COMMITTEE.

- (a) The Executive Committee of the Governing Council shall consist of the President, the President-Elect, the President Elect-Elect, the immediate Past President, the Treasurer and the Secretary. The Executive Committee shall act for the Governing Council during the interim between meetings of the Governing Council but within the limits of such written Policies and Procedures as may be established by the Governing Council.

ARTICLE V
Officers of the Association

Section 1. OFFICERS AND TERMS OF OFFICE

- (a) The officers of the Association shall be the President, the President-Elect, the President-Elect-Elect, the Treasurer, the Secretary, and the four Trustees.
- (b) All elected officers of the Association shall be members of the Association (ACAM) and members of the American Counseling Association (ACA).
- (c) The President-Elect shall automatically become President of the Association one year after the commencement of the term of office as President-Elect or upon the death or resignation of the President.
- (d) The President-Elect-Elect shall automatically become President-Elect of the Association one year after the commencement of the term of office as President-Elect-Elect or upon the death or resignation of the President-Elect.
- (e) A member elected to the Office of President shall not be candidate in the future for the same office provided however, that a President-Elect succeeding the office of President by reason of the death or resignation of the President shall serve a full one year term as President in addition to serving the unexpired term of the resigned or deceased President.

- (f) The term of office of the Treasurer and Secretary shall be for two years and shall begin on July 1 of the year elected.
- (g) The Treasurer shall be elected in even numbered years (e.g., 1990) and the Secretary shall be elected in odd numbered years.
- (h) The term of office of the Trustees shall be two years with two Trustees being elected each year.

Section 2. NOMINATION AND ELECTION OF OFFICERS

- (a) Nomination and Election Committee. There shall be established a Nomination and Election Committee consisting of the Immediate Past President of the Association as Chair, or in his/her absence a person appointed by the President and confirmed by the Governing Council, plus two additional Past Presidents of the Association. No member of the Nomination and Election Committee may serve for two consecutive years nor may any member be a candidate for an elected office while a member of the Committee. This Committee preferably shall meet together at least once before ballots are prepared and once within two weeks following the deadline for the return of ballots. These meetings shall be for the purpose of facilitating the nominations and elections procedures described in the Bylaws and those approved by the Governing Council.
- (b) Nominations. The Nomination and Election Committee shall ask each State Division, Local Chapter, and Interest Group to submit the names of Association members to be considered for nomination as officers of the Association. Additional names may be submitted to the Nomination and Election Committee to be considered for nomination as officers of the Association if they are accompanied by supporting signatures of at least twenty (20) ACAM members. The Nomination and Election Committee has the authority to include other Association members as potential nominees and to choose from the potential nominees which members shall be candidates for each office on the election ballot. There should be two (2) candidates for the office of President-Elect-Elect listed on the election ballot. There should be two (2) candidates listed on the election ballot for each of the offices of Secretary and Treasurer. There should be four (4) candidates listed on the election ballot for the two Trustees to be elected each year. In no case shall the Nomination and Election Committee allow the candidate for President-Elect-Elect to be nominated by a Division, Local Chapter, or Interest Group, which nominated the current President-Elect-Elect.
- (c) Election. The Nomination and Election Committee shall conduct the

election of Officers by secret ballot made available through postal mail, email or website to the members of the Association. A member shall request a ballot be sent by postal mail if they are unable to access the ballot through other media.

- (d) The Nomination and Election Committee, shall, at the spring Council Meeting, submit to the Governing Council for its approval the proposed procedures for carrying out the annual election.

Section 3. DUTIES OF THE OFFICERS

- (a) The President shall be the Chief Elected Officer of the Association, shall preside at and chair all State Meetings of the Association, the Governing Council and of the Executive Committee. The President shall appoint the members of all committees, except as specified in these Bylaws, and shall be an ex-officio member without voting privileges on all committees. The President shall perform the duties customary to the office.
- (b) The President-elect shall perform the duties of the President in the absence or incapacity of the President and shall chair the Program Committee of the Association.
- (c) The President-Elect-Elect shall be an officer of the Association and assist the President-Elect with the annual convention.
- (d) The Treasurer shall represent the Association in assuring the receipt and expenditure of funds in accordance with directives established by the Governing Council, and be under such bond as may be required by the Governing Council. The Treasurer shall perform the duties customary to the office and such additional duties as directed by the President. The Treasurer shall chair the Finance Committee of the Association.
- (e) The Secretary shall keep minutes of all meetings of the Governing Council and shall conduct the correspondence for the Association. The Secretary shall be responsible for verifying that Chapter, Divisions, and Interest Groups have met the requirements for retaining voting status on the Governing Council and retaining active status. The Secretary shall perform the duties customary to the office and such additional duties as directed by the President.
- (f) The Trustees at the direction of the President shall serve as members and/or chairs of the various committees of the Association.

Section 4. COMPENSATION AND EXPENSES OF OFFICERS.

- (a) None of the elected officers of the Association should receive any compensation for their services to the Association. The necessary expenses of the elected officers of the Association may be paid from the funds of the Association under the policies of the Governing Council established for such payment.

Section 5. REMOVAL OF OFFICERS FROM OFFICE

- (a) In the situation that an Officer is temporarily unable to fulfill the responsibilities of the office, the Governing Council shall have the authority to appoint a temporary replacement for the officer. When the Elected Officer is able to resume the duties of the office, he/she shall report such to the Governing Council who shall have the authority to reinstate the elected officer.

ARTICLE VI
Meeting of the Membership

Section 1. STATE MEETINGS

- (a) The Association shall hold state meetings at a time and place fixed by the Governing Council, which shall give notice thereof to the membership not less than thirty (30) days prior to the time so fixed, either in writing or through internet or other media. The President of the Association, or the President-Elect in his/her absence shall preside at state meetings.

ARTICLE VII
Business Affairs of the Association

Section 1. APPROPRIATION OF ASSOCIATION FUNDS.

- (a) No appropriations of Association funds shall be made except pursuant to the authority of the Governing Council.

Section 2. THE ASSOCIATION YEAR.

- (a) The official year and the fiscal year shall be established by the Governing Council.

Section 3. An Audit Committee, to be appointed by the President, shall conduct a

financial audit at the end of each term of office of a Treasurer. The report of the Audit Committee shall be presented to the Governing Council.

ARTICLE VIII Committees

Section 1. APPOINTMENT OF COMMITTEES.

- (a) The President shall have the authority, subject to confirmation by the Governing Council, to name such standing and special committees as may be needed to conduct the activities of the association.

Section 2. THE STANDING COMMITTEES.

- (a) Ethics Committee
- (b) Organization, Administration, and Management Committee: The Executive Committee of the governing council shall constitute the members of this committee with one additional member being appointed by the Governing Council.
- (c) Public Policy and Legislation Committee: This committee shall be chaired by the Immediate Past-President.
- (d) Interprofessional/Intraprofessional Collaboration Committee
- (e) Strategic Planning Committee: The Immediate Past President shall be a Co-Chair of this Committee.
- (f) Nomination & Elections Committee: The Immediate Past-President shall chair this committee. The committee is responsible for the Nominations and Elections Procedures as dictated by these Bylaws.
- (g) Professional Development Committee
- (h) Conference Committee: The President-Elect shall chair this committee and the President-Elect-Elect shall serve on the committee to assist the President-Elect.
- (i) Research and Knowledge Committee: This Committee shall be responsible for the Newsletter and such other publications as shall be authorized by the Governing Council.

- (j) Public Awareness and Support Committee
- (k) Recognition & Award Committee

Section 3. REPORTS. Each Committee shall make an annual written report of its activities and its status to the Governing Council at the last Governing Council meeting of the fiscal year.

ARTICLE IX Bylaws

Section 1. Amendments to these Bylaws shall be submitted to the Governing Council and may be initiated by the Governing Council, any State Division, Local Chapter, or Interest Group, or by an individual member, provided that in the case of an individual member the proposed amendments shall be presented over the signature of at least twenty-five (25) ACAM members in good standing.

Section 2. Except as provided in Section 3 below, amendments to these Bylaws may be acted upon at the annual business meeting of the Association. If available to all members of the Association at least thirty (30) days before the annual meeting, at which the proposed changes are to be considered, such as amendment may be adopted by a two-third vote of the members present. Any amendments to such proposed amendments must be germane to the original amendment and must be adopted by at least four-fifth vote of the members present. Methods of making the documents available may include, but not be limited to, postal mail, fax, email and webpage media. Those members preferring postal delivery must send a written request.

Section 3. If, in the judgment of the Governing Council, acting upon a proposed amendment is desired before the next annual meeting, it may be taken through a postal mail ballot following presentation of the amendment in writing or by other appropriate media 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.

ARTICLE X Nondiscrimination

Section 1. There shall be no discrimination against any individual on the basis of ethnicity, color, creed, sex, affectional or sexual orientation, disability or age.

ARTICLE XI
Rules of Order

Section 1. Robert's Rule of Order, newly revised, 1970 edition, (by Henry Martin Robert), as from time to time amended, shall govern the proceeding of all bodies of the Association except where otherwise specified in these Bylaws.