

**BY-LAWS OF THE NEW YORK STATE SCHOOL  
COUSELOR ASSOCIATION**

**The Chartered Division of the American School Counselor Association**

**ARTICLE I**

**Name, Affiliation (and) Purpose and Identity Statement**

**Section 1 –** **Name:** The official name of this organization shall be the New York State School Counselor Association (NYSSCA)

**Section 2 –** **Affiliation:** NYSSCA is chartered as the New York State Division of the American School Counselor Association (ASCA).

**Section 3 –** **The purpose of NYSSCA shall be to:**

- A. Foster close personal and professional relationships among school counselors.
- B. Promote school counseling and school counseling concerns.
- C. Improve the standards of school counseling.
- D. Provide opportunities for the discussion of ethical, legal, social and technical issues related to school counseling.
- E. Develop, implement and foster interests in academic, career, and personal social developmental programs.
- F. Publish and disseminate scientific, educational and professional information.
- G. Operate as a not for profit professional organization.

**Section 4 -** **Identity Statement:** NYSSCA is an organization representing certified school counselors who work in the school districts and other educational settings and institutions.

**ARTICLE II**

**Membership**

**Section 1 -** **Types of Membership:** NYSSCA shall include four types of membership: Regular, Student, Affiliate and Retired.

**Section 2 -** **Requirements of Membership:** In order to qualify for one of the types of membership, an individual must meet the following requirements for the type of membership sought.

A.

**Regular:**

A Regular member should hold a graduate degree in counseling from an accredited college or university, with a minimum of thirty-six (36) semester hours or equivalent, of graduate credit in courses related to counselor education or hold New York State certification.

**B. Student:**

A Student member must be engaged in a planned program of school counselor education designed to result in a degree or certification as a counselor. No person shall be eligible to be or continue as a Student member who has held that status for a total of three (3) years, or who is otherwise eligible to become a Regular or Affiliate.

**C. Affiliate:**

Any person interested in school counseling and in the promotion of school counseling activities who holds primary membership in another work setting division.

**D. Retired:**

Any certified school counselor who is no longer full time employed. Retired members shall retain the membership upon payment of the appropriate dues.

**Section 3 - School Counselor Defined:**

The term “school counselor” wherever used herein, shall include all persons completing the requisite periods of professional preparation and employment at any level of education.

**Section 4 - Rights and Privileges:**

Regular, Affiliate and Retired members shall be eligible to vote in NYSSCA internal elections, to initiate motions at parliamentary meetings, and **to be eligible for election to the Governing Board of NYSSCA.**

**Section 5 - Severance of Membership:**

Any NYSSCA member may be dropped from membership for conduct that tends to injure or adversely affect its reputation, or which violates principles stated in these by-laws or Codes of Ethics of ASCA or NYSSCA, and according to the procedures adopted by these organizations. A member may be dropped for non-payment of dues.

**Section 6 - Nondiscrimination:**

NYSSCA does not knowingly engage in or support activities that discriminate on the basis of race, color, sex, religion, national origin, affect ional or sexual orientation, disability or age.

## ARTICLE III

### NYSSCA Officers

#### **Section 1 - Officers and Terms of Office:**

- A.
- (1) The officers of NYSSCA shall be the President, President-Elect, Immediate Past-President, Vice-Presidents for Elementary, Middle-Junior High, Secondary Counseling, and Directors of Counseling and Guidance. The Secretary and Treasurer (both appointed by the President and confirmed by the Board); and **Twelve** Governors who shall serve as members at large and represent each of the **ten (10)** geographic regions of New York State. These officers shall serve as the Governing Board of NYSSCA.
  - (2) The City of New York shall be represented by three (3) of the twelve (12) above named governors.
- B. All elected officers of NYSSCA shall be elected at large from among the eligible members of NYSSCA, in a manner prescribed by these by-laws or the procedures of the Governing Board.
- C. The President-Elect shall automatically become President of the NYSSCA one year after the commencement of the term of office as President-Elect, or upon the death, incapacitation or resignation of the President. In the event a President-Elect should resign or otherwise be unable to complete the President's unexpired term under to above conditions, the immediate Past-President of NYSSCA shall assume the position of President until the Governing Board, by a two-thirds ( $\frac{2}{3}$ ) majority vote appoints a qualified NYSSCA member to fill any such vacancy.
- D. The Immediate Past-President shall serve in this office for one year or until the current President's term has expired. The Immediate Past-President shall serve as Chairperson of the Nominations and Elections Committee.
- E. The President and President-elect must be members of the American School Counselor Association in good standing.
- F. The Vice President/s shall be responsible for professional improvement activities by their titles.
- G. The Governors shall be responsible for professional improvement activities in their geographic areas.

- H. An elected officer shall not be a candidate for, or nominated to the same office in a succeeding year, except that the President-Elect succeeding to the office of the President shall serve the term of the President in full, in addition to serving whatever may remain of an unexpired term of a President unable to serve the full term of the President's office.
- I. The term of office for any elected officer shall coincide with the fiscal year of NYSSCA.

**Section 2 - Length of Office:**

- A. The President, President-Elect and Past-President shall serve one (1) year terms in their respective positions; the Secretary and Treasurer shall be appointed in alternate years for two (2) year terms.
- B. Vice-Presidents shall serve two (2) year terms.
- C. The Governors shall be elected for a term of three (3) years. Four (4) governors shall be elected each year.
- D. If a Regional Governor is elected to another office of NYSSCA, the Governing Board by majority vote may appoint a qualified member to serve out the unexpired term of office. Governors so appointed, shall represent the same region as the Governor they are succeeding.
- E. Unless otherwise provided for in these by-laws, in the event that an elected officer cannot serve prior to taking office or cannot complete a term of office.
  - (1) The candidate receiving the next highest number of votes in a contested election for that office shall be declared elected to that position.
  - (2) In the case of non-competitive elections for that position, a qualified candidate as determined by the President may be appointed to serve the balance of the term for that office by a two-thirds ( $\frac{2}{3}$ ) majority vote of the Governing Board.
- F. If not specifically prohibited or otherwise provided for in these by-laws, the Governing Board, by a two-thirds ( $\frac{2}{3}$ ) majority vote, may adopt temporary policies and procedures to further the governance of NYSSCA. Such temporary policies, which require changes in the NYSSCA by-laws, must be presented to the membership for ratification at the next annual meeting.

**Section 3 - Duties of Officers:**

- A. The President shall serve as the Chief Executive Officer and as the presiding officer of the Governing Board. The President shall make all standing and

- temporary committee appointments except as provided for in these by-laws, serve as an ex-officio member of all committees and perform all other duties of the office.
- B. The President-Elect shall coordinate the activities of any NYSSCA division conferences, assisted by the conference committee.
  - C. Vice-Presidents shall represent the members of their level to the NYSSCA Governing Board and communicate with them as appropriate.
  - D. Governors shall represent NYSSCA members in their geographic area and communicate with them as appropriate.
  - E. The Executive Board Secretary shall keep the official records of the governance meetings of NYSSCA. The Executive Board Secretary shall assist in conducting the correspondence of NYSSCA and balloting. The Executive Board Secretary at the request of the President shall issue calls and notices of meetings.
  - F. The Treasurer shall act in a manner prescribed by the Financial Policy.
  - G. The Executive Secretary shall maintain the NYSSCA administrative office, respond to member and non-member queries, and carry out such duties as the Governing Board shall direct.
  - H. Delegates to ASCA's Delegate Assembly shall be appointed by the Governing Board with a two-thirds ( $\frac{2}{3}$ ) vote. All delegates must be members of the American School Counselor Association in good standing.

## ARTICLE IV

### The Governing Board

#### **Section 1 - Powers and Functions:**

- A. The Governing Board shall be the body through which the goals and objectives of NYSSCA are identified, its policies formulated, and its general administrative activities carried out through the specific and general duties of its members.
- B. The Governing Board by itself or through a Membership committee shall establish requirements for membership, and be the final authority in determining whether applicants meet the requirements for membership specified in the by-laws.

#### **Section 2 - Meetings:**

- A. The Governing Board shall meet at least **three times a year** at the time and place as may be designated by either the President or officer serving as President as provided for in these by-laws, or by a majority of the voting members of the Governing Board.
- B. A majority of the voting members of the Governing Board shall constitute a quorum.
- C. The reasonable expenses of voting members of the Governing Board and such other attendees at the Governing Board meetings as may be required and approved by the President and Treasurer, shall be paid from NYSSCA funds in accordance with the Financial Procedures Handbook.

## ARTICLE V

### Committees

#### **Section 1 - Committee Appointments:**

The President shall annually appoint the Chairpersons and members of standing committees and ad-hoc committees, unless otherwise provided for in the by-laws. Such appointments shall be approved by the Governing Board at its next meeting. Any appointed committee members, who do not fulfill the responsibilities of their office or represent the goals and policies of NYSSCA, can be removed at any time by the President.

**Section 2- Standing Committees**  
**Standing committees of the association are:**

- A. Awards
- B. Conference
- C. Finance
- D. Government Relations
- E. Interprofessional Relations
- F. Membership
- G. Newsletter
- H. New York State Comprehensive School counseling Program
- I. Nominations and Elections
- J. Position Papers
- K. Publications
- L. Public Relations
- M. Technology

**Section 3- Ad-hoc committees**

Ad-hoc committees may be created by the President with the majority consent of the Governing Board. These committees shall be created for a limited purpose and limited time.

**Section 4- Liaisons**

The President may, with the majority approval of the Governing Board, appoint members to serve as liaisons with groups, organizations, and/or offices he or she deems appropriate.

**Section 5 - Reports:**

All standing committees and ad-hoc committees through the Chairperson and all liaisons shall submit written reports of their activities at the Annual Meeting and at such other times as may be required by the Governing Board.

**ARTICLE VI**

**Business Affairs of NYSSCA**

**Section 1 - Dues:**

The annual dues of NYSSCA shall be determined by the Governing Board of NYSSCA.

**Section 2 - Fiscal Year:**

The fiscal year of NYSSCA shall begin July 1 and end June 30.

**Section 3 - Property of NYSSCA:**

In the event that NYSSCA is to be dissolved, none of its property shall be distributed to any of its members. **Instead**, all of the property shall be transferred to such organization(s) as the Governing Board shall determine to have purposes and activities most nearly consistent with those of NYSSCA; such organization(s) shall be exempt under the regulations of the New York State Internal Revenue Service codes or corresponding provisions of Federal or State Law.

**Section 4 - Fiscal Accountability:**

An external audit of NYSSCA funds shall be conducted biannually and its findings reported to the membership. Independent auditor(s) shall be selected by a majority vote of the Governing Board. The audit shall be completed within forty-five (45) days of the expiration of the fiscal year.

**Section 5 - Parliamentary Authority:**

The parliamentary authority for NYSSCA shall be Robert's Rule of Order, Revised Edition.

**Section 6 - Annual Business Meeting:**

A quorum necessary to conduct the business affairs of NYSSCA at an Annual Business Meeting shall be defined as a simple majority of those present and eligible to vote. Timely notice, i.e., of at least thirty (30) days of an annual meeting shall be given to the NYSSCA membership by an announcement either mailed or incorporated into the organization's newsletter or other publication received by all members. The annual meeting announcement agenda should include a listing of officers' reports and a listing of any proposed by-laws changes.

**ARTICLE VII**

**Indemnification**

**Section 1 -** The Association shall indemnify each member of the Governing Board and each of its officers, as described in Article V for the defense of civil or criminal actions or proceedings as hereinafter provided and, notwithstanding any provision in these By-laws, in a manner and to the extent permitted by applicable law.

**Section 2 -** 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 reasonable believed to be in NYSSCA's best interests 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.

**Section 3 -** 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, amounts 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 NYSSCA member or officer might otherwise be entitled and the provisions hereof shall neither impair nor adversely affect such rights.

## **ARTICLE VIII**

### **By-Laws Amendments and Reviews**

**Section 1 - Amendments:**

- A. Amendments may be proposed by any members of the Governing Board or by a petition signed by at least fifteen (15) Regular or Retired members of NYSSCA, and sent to the Secretary and President at least sixty (60) days before the next scheduled Annual Business Meeting.
- B. Amendments proposed by petition, shall be presented by the Secretary of the Governing Board, for their review and recommendation by a simple majority vote before the Annual Meeting. The Secretary may be assisted in this duty by the standing by-laws committee.
- C. Proposed by-laws changes may be introduced from the floor at a NYSSCA Annual Business Meeting by Regular, Affiliate or Retired members in good standing.

**Section 2 - Adoption:**

Proposed by-laws amendments submitted according to these procedures shall be considered by a two-thirds ( $\frac{2}{3}$ ) majority vote of Regular, Affiliate and Retired members present and voting at the Annual Business Meeting. Floor amendments so considered must be sent to the membership with an accompanying recommendation for approval or disapproval within ninety (90) days after the Annual Meeting.

**Section 3 - Review:**

These by-laws shall be reviewed every three (3) years or sooner as necessary, by the by-laws Committee and their findings and recommendations be presented for the approval of the Governing Board. The Governing Board shall direct the by-laws Committee to draft new by-laws, or by-laws amendments as may be required.