

BYLAWS
ILLINOIS SCHOOL COUNSELOR ASSOCIATION

ARTICLE I
NAMES AND PURPOSES

SECTION 1. The name of the Association shall be the Illinois School Counselor Association, a division of the Illinois Counseling Association, and a state branch of the American School Counselor Association. ISCA is a charter member of the Coalition of Illinois Counselor Organizations.

SECTION 2. The mission of the Illinois School Counselor Association (ISCA) is to provide leadership, advocacy, and collaboration for Illinois professional school counselors, which results in systemic change to enhance the success of all students in their academic, college, career, and social/emotional development.

SECTION 3. The primary goal of the Illinois School Counselor Association is to encourage, enhance, and promote the work of the professional school counselor as a vital link in the educational experience of students. The major focus is to assist pre-kindergarten through post-secondary students in maximizing their academic college, career and social/emotional growth and development.

- A. Initiate and support the improvement of school counseling programs by organizing and implementing a K-12 Comprehensive Developmental Counseling Model in all schools.
- B. Develop and distribute supportive information for the delivery of school counseling programs.
- C. Promote and publish research relative to school counseling.
- D. Develop and promote legislation and policy regarding the work of professional school counselors and educational programs.
- E. Uphold and encourage continuous improvement in the standards for the education of professional school counselors.
- F. Promote the continuing professional development of professional school counselors.
- G. Establish and promote ethical standards for professional school counselors.

- H. Encourage cooperation and collaboration with appropriate associations, agencies and community groups regarding school counseling.
- I. Acknowledge and advance the changing role of the professional school counselor by recommending changes to the Illinois school code.
- J. Implement a governance model that empowers local members and focuses the work of the association on action.
- K. Facilitate mentoring, networking, information and resources, which empowers members to perform at the highest professional level.

SECTION 4. Organization. ISCA is organized in accordance with ASCA Bylaws

ARTICLE II MEMBERSHIP

Inclusion Policy:

We welcome into our Association and encourage the participation of all individuals who are interested in school counseling regardless of age, gender, gender identity, race, cultural background, religion, physical ability, sexual orientation, professional status, geographic location, and all other characteristics that make our members unique. ISCA actively promotes inclusion, recruitment, and retention in every aspect of the Association – including but not limited to membership, leadership, and committees. We strive to cultivate an association of excellence built on encouragement, tolerance, and mutual respect. The Association is committed to proactively rejecting and denouncing prejudice and stereotyping whenever it is encountered in the profession.

SECTION 1. TYPES OF MEMBERSHIP. This Association shall include six types of voting membership: Professional, New Professional, Past Presidents, Retiree, Student, and Affiliate members who are non-voting. A Professional member has the right of public identification as “a Professional School Counselor Member of the Illinois School Counselor Association.”

SECTION 2. REQUIREMENTS OF MEMBERSHIP. In order to qualify for one of the six types of membership, an individual must meet the following requirements for the membership being sought.

- A. *Professional Membership.* Professional members must hold a masters degree or higher in counseling or the substantial equivalent and meet one or more of the following requirements:

1. Be certified as a professional school counselor by a state, district, or territory of the United States.
 2. Be employed as a professional school counselor or supervisor of school counselors.
 3. Be employed as a professional counselor educator in a graduate program that prepares professional school counselors.
- B. *New Professional.* Recent graduates may join ISCA and its divisions at the same rate as student members for a period of one year following program completion. A member in good standing shall be entitled to vote, to attend meetings of the Association.
- C. *Past Presidents.* Past Presidents of ISCA receive free ISCA dues after one year of service as Immediate Past President. Past Presidents are entitled to vote in ISCA elections and to have the same obligations and be entitled to the same privileges as professional members.
- D. *Retired Membership.* Retired members in ISCA are entitled to membership dues at a reduced rate if they are (a) no longer working in the field of counseling and (b) have been an ISCA Member continuously for the past 5 years. Retired members are entitled to vote in ISCA elections.
- E. *Student Membership.* Any student who is enrolled on at least a half-time basis at a college or university in a graduate degree program in the area of school counseling or a related professional counseling degree program is eligible for student membership in ISCA at half the cost of ISCA Professional Membership with the signature or electronic notification of a graduate faculty member from that program verifying at least halftime graduate student status. Student Members are entitled to vote in ISCA elections and to have the same obligations and be entitled to the same privileges as professional members. Student Members shall not be eligible for the office of President.
- F. *Affiliate Membership.*
- 1) An individual who does not meet the requirements for ISCA Professional membership may elect to become an affiliate member of ISCA at the professional rate. Affiliate members are non-voting members and may not hold office.
 - 2) An organization may purchase an affiliate membership at the professional rate. Members of the organization may not, by virtue of membership in the organization, claim member discounts at ISCA events.

SECTION 3. DUES. Dues shall be set by the Governing Board for all categories of membership.

SECTION 4. RIGHTS AND PRIVILEGES. Professional, Student, and Retired members may vote on all matters coming before the association at the Annual Meeting or when published in the *Insight*, the association's quarterly newsletter, 15 days prior to date amendments or bylaw revisions are to be acted upon. Professional and retired members shall be eligible to serve as members of the Governing Board. All members shall be eligible to serve as chairs of committees.

SECTION 5. SEVERENCE OF MEMBERSHIP.

- A. Association members disciplined or expelled from membership of ICA for any reason will be disciplined or expelled from ISCA as well.
- B. A member shall be dropped from membership for nonpayment of dues.
- C. There shall be no discrimination against any individual on the basis of ethnic origin, color, creed sex, affection or sexual orientation, disabling condition or age.

ARTICLE III
CHAPTER CHARTERS

SECTION 1. ORGANIZATION OF CHAPTERS.

- A. The Association shall include Chapters which organize on the basis of a local geographic unit within the State of Illinois or those which have a special interest.
- B. A Chapter shall consist of at least 4 members, with no less than four members in good standing as ISCA members. To retain its charter, a chapter must maintain membership of at least four members who are members of ISCA. It may have other members who do not belong to ISCA.

SECTION 2. FORMATION OF CHAPTERS.

- A. The Governing Board shall have the power to grant charters to Chapters in accordance with standing rules established by the Governing Board relative to the formation of new Chapters.
- C. Prior to its chartering as a Chapter, an organization shall demonstrate the following to the satisfaction of the Governing Board:
 - 1) It is organized in accordance with the Bylaws of the Association and has at

least three members who are members of ISCA.

2) It is identified in its governing instruments, letterhead, and similar written materials as "A Chapter of the Illinois School Counselor Association."

3) Its statement of purpose in its governing instruments is in accord with that of the Association.

4) Its governing instruments require that the chapter president and at least three other members must be ISCA members.

SECTION 3. AUTONOMY OF CHAPTERS.

- A. A Chapter of the Association shall be free to conduct its own affairs, but shall do so only in compliance with the Bylaws of the Association.
- B. A Chapter of the Association may adopt its own name.

SECTION 4. REPORTS. Each Chapter shall transmit to the President and Executive Director of the Association the names of its officers on or before the Transition Meeting of the new governance year. Each Chapter shall transmit an annual report to the President of the Association. The reports may be transmitted electronically.

SECTION 5. INVOLUNTARY REVOCATION OF A CHAPTER. The Governing Board shall have the power to revoke the charter of a Chapter when it is deemed in the best interest of the Association to do so.

- A. Before final action may be taken with respect to the revocation of the charter of a Chapter, a notice of intent to revoke must first be passed by a majority of the members of the Governing Board present and the Chapter in question advised in writing of the reasons for the proposed action. The Chapter shall have until the next state Conference meeting of the Association (but in no case less than six months) to affect remedial measures or otherwise bring itself into compliance with the By-laws of the Association.
- B. A two-thirds vote of the members of the Governing Board shall be necessary to revoke the charter of a Chapter. The vote may take place electronically.

SECTION 6. VOLUNTARY WITHDRAWAL OF A CHAPTER. A Chapter may be withdrawn from the Association only in compliance with standing rules adopted by the Governing Board.

ARTICLE IV MEETINGS

SECTION 1. ANNUAL MEETING. The annual meeting of the Association shall be held at the ICA Annual Conference such time as determined by the Governing

Board in accordance with Association Policy. Notice of the Annual Meetings shall be communicated to each member or appear in the newsletter at least fifteen (15) days prior to the Annual Meeting.

SECTION 2. GOVERNING BOARD.

- A. The Governing Board shall meet at least three times a year at such times and places as directed by the President or upon call by a majority of its members. Expenses incurred while participating in Governing Board meetings and Executive Board meetings will be paid by ISCA in accordance with the Governing Board policy.
- B. The President of the Association shall preside at meetings of the Governing Board, and in the President's absence, the President-Elect shall preside.
- C. The quorum for a Governing Board meeting requires that a minimum of 33% of the voting members be present. Any unfulfilled board vacancies are not counted as part of the total voting members. An officer or a Vice President or a region representative who cannot attend must send a substitute from that entity who is an ISCA voting member to attend and vote in his or her stead. No attendee may represent more than one vote. Meeting may be held electronically.
- D. For every meeting of the Governing Board each Officer of the Association, Standing or Special Committee, or Task Force as specified in the Bylaws of the Association shall make a report to the Governing Board and the membership. These reports must be written and may be transmitted electronically.
- E. The Governing Board shall establish and approve policies and procedures for the Association. Policies and Procedures require a 2/3 vote of the full Governing Board for approval. Voting may take place electronically.

SECTION 4. SPECIAL MEETINGS. Special meetings shall be held at such time and place as determined by the Governing Board in accordance with Association policy. Written notice of special meetings shall be mailed or sent electronically to each member or appear in the newsletter at least thirty (30) days prior to the meeting.

ARTICLE V OFFICERS

SECTION 1. OFFICERS AND TERMS OF OFFICE.

- A. The officers of the Association shall be the President, President Elect, President Elect-Elect, Immediate Past President, six level Vice Presidents, Seven Area

Representatives, Treasurer, and Secretary. Except as otherwise provided, the term of office of any officer of the Association and Division shall begin on July 1 and shall be for a period of one year.

- B. The President Elect-Elect and 6 level Vice Presidents shall be elected at large from among the eligible members of the Association.
- C. The President Elect shall automatically become President of the Association one year after the commencement of the term of office of the President or upon the death or resignation of the President. The President Elect-Elect shall become President in two years after the commencement of the term of office of the President. In the event a President Elect should resign or be unable to complete the term, the Immediate Past President shall assume the position of chairperson of the Governing Board until the Governing Board appoints a qualified member to fill any such vacancy.
- D. The Immediate Past President shall serve for one year following the expiration of the term of President.
- E. The Secretary and Treasurer shall be elected at large from among the eligible members of the Association.
- F. There shall be six level Vice Presidents. A person elected to a position of Elementary, Middle/Junior High, or Secondary Level Vice President shall be employed as a counselor in the work setting to be represented during their term of office. A person elected to a position of Counselor Educator Level Vice President shall be employed as a counselor educator in an accredited institution of higher learning with a school counseling program and be a professional during their term of office. A person elected to a position of Counselor Supervisor Level Vice President shall be employed as a counselor supervisor and have direct supervision of one or more professional school counselors and be a professional during their term of office. A person elected to a position of Graduate Student Level Vice President shall be enrolled as a student in a masters of school counseling program at an accredited institution during their term of office. Level Vice Presidents shall be elected for a two-year term, except for the Graduate Student Level Vice President, which shall be a one year term. The elementary, secondary, secretary, and graduate student Vice Presidents shall be elected in even numbered years. The middle/junior high, counselor educator, treasurer and counselor supervisor Vice Presidents shall be elected in odd numbered years.
- G. There shall be seven Area Representatives. Area Representatives shall be appointed by the President with the approval of the Governing Board for a two-year term. The even numbered areas in even numbered years and the

odd numbered areas in odd numbered years.

- H. The term of office of any elected officer shall coincide with the fiscal year of this Association, July 1 to June 30.

SECTION 2. NOMINATIONS AND ELECTIONS OF OFFICERS.

- A. The President Elect-Elect and the designated level Vice Presidents shall be elected annually by ballot. In the event the newly elected President Elect-Elect or President Elect does not assume office a special election will be held to fill the position.
- B. To be eligible for any elective office a member must be a Professional or Retired member with the exception of the graduate student Vice President.
- C. The Nominations and Elections Committee shall make nominations and conduct elections.
- D. The Past President shall chair the Nominations and Elections Committee.
- E. A maximum of three candidates for each position shall appear on the ballot.
- F. Nominations and Elections shall be in accordance with guidelines developed by the Nominations and Elections Committee and approved by the Governing Board.
- G. The Governing Board shall have the authority to fill any vacancy for which there are no other unexpired provisions.

SECTION 3. DUTIES OF OFFICERS.

- A. The President shall serve as presiding officer of ISCA and as a member of the ICA Governing council and as chair of the Executive Committee. The President, with the approval of the Governing Board, shall appoint all committees and perform such duties as are incidental to the office or as directed at the Annual Meeting or by the Governing Board. The ISCA President must be an active member of ASCA.
- B. The President Elect shall perform such duties as may be directed at the Annual Meeting or by the Governing Board and shall serve as an ISCA representative to the ICA Governing Council as determined by ICA rules for representation of divisions per ICA Bylaws. The President Elect will serve as chairperson of the ISCA Annual Conferences.

- C. The President Elect-Elect shall perform such duties as may be directed at the Annual Meeting or by the Governing Board and shall serve as an ISCA representative to the ICA Governing Council.
- D. The Immediate Past President shall perform such duties as may be directed at the Annual Meeting or by the Governing Board and shall serve as Bylaws chair and as an ISCA representative to the ICA Governing Council as determined by ICA rules for representation of divisions per ICA Bylaws.
- E. The level Vice Presidents of the Association shall be responsible for generating interest and activities within their respective settings.
- F. The Area Representatives shall represent the counselors of their area to ISCA.
- G. The Secretary shall maintain the records of the Association and shall perform such other duties as are incidental to this office.
- H. The Treasurer shall validate monthly bank statements, shall submit a complete fiscal report to the Governing Board as soon as possible after the close of the fiscal year and shall perform such other duties as may be directed by the Governing Board. The Executive Director will assume the duties of the Treasurer if the Treasurer position is vacant.
- I. The Executive Director shall serve as the executive officer of the Association. This person shall perform such duties as may be delegated by the Governing Board.
- J. The Parliamentarian shall be responsible for those duties usually performed by a parliamentarian as well as those assigned by the President.
- K. Conflict of interest is defined as any situation in which an individual member of the ISCA Board of Directors is in a position to exploit this official capacity for personal gain. One who has a conflict of interest is expected to abstain from decisions where such a conflict exists. The imperative for abstention varies depending upon circumstances, either as common sense ethics, codified ethics, or statute dictates. In some circumstances this can even include abstaining from discussion of the issue involved.

A conflict of interest exists even if no unethical or improper act results from it. A conflict of interest can create an appearance of impropriety that can undermine confidence in the association.

When necessary, a neutral third party can be brought in to help make an impartial judgment that will mitigate the conflict of interest which remains a conflict nonetheless.

ARTICLE VII EXECUTIVE COMMITTEE

- A. The Executive Committee of the Governing Board shall consist of the President, President Elect, President Elect-Elect, Immediate Past President, and the ISCA Senator. The Treasurer, Secretary, and Executive Director shall be ex-officio members without a vote.
- B. The Executive Committee shall act for the Governing Board during the intervals between its meetings but within the limits of any decisions or policies adopted at either the Annual Meeting or by the Governing Board. The Executive Committee shall act for the Governing Board within policies as may be established by the Governing Board. The Executive Committee shall function primarily to address those issues which are necessary for the efficient day-to-day operation of ISCA and to make recommendations to the Governing Board. All actions and activities of the Executive Committee shall be communicated to the Governing Board through approved minutes, which are to be transmitted within 15 days of an Executive Committee meeting. The actions taken by the Executive Committee must be submitted for ratification by a quorum of the Governing Board at the next Governing Board meeting.
- C. Meetings may be called by the President or the Governing Board. Each voting member of the Executive Committee shall have one vote. A quorum shall consist of a simple majority of the duly constituted body. Expenses incurred while participating in Executive Committee meetings will be paid by ISCA in accordance with the Governing Board policy.

ARTICLE VIII COMMITTEES

SECTION 1. COMMITTEES. The committees of the Association shall consist of standing, special committees and task forces. With the approval of the Governing Board, the President shall form special committees and task forces, appoint committee chairs, task force chairs, and appoint members to serve during the President's term of office. The Immediate Past President shall chair the Nominations and Elections Committee. The President Elect shall chair the Annual Conference Committee.

SECTION 2. STANDING COMMITTEES. The standing committees shall be:

- A. *Bylaws.* Review the Bylaws of the Association annually and make recommendations concerning revisions to the Governing Board.
- B. *Ethics.* Review the ethics of this Association annually and assist the membership in understanding the Association Ethical Standards.
- C. *Nominations and Elections.* Fulfill duties as stated in Article V of the Bylaws.
- D. *Membership*
- E. *Public Policy and Legislation*
- F. *Professional Recognition*
- G. Conference
- H. *Financial Affairs*
- I. *Professional Development*

ARTICLE IX
BUSINESS AFFAIRS OF THE ASSOCIATION

SECTION 1. FISCAL YEAR. The fiscal year shall coincide with that of the Illinois Counseling Association.

SECTION 2 PROPERTY OF THE ASSOCIATION. In the event the Association should be dissolved, none of its property shall be distributed to any of its members. Instead, all of its property shall be transferred to such organization(s) as the Governing Board shall determine to have purposes and activities most nearly consonant with those of the Association.

SECTION 3. FINANCES

- A. The executive Committee shall present an annual budget to the Governing Board for adoption at the first meeting of the governance year.
- B. The Financial Affairs Committee shall consist of the Treasurer, President, Past-President, President-Elect, President-Elect-Elect and the Executive Director to oversee the financial affairs of the Association.
- C. No member of the Association shall establish any debt in the Name of the Association without prior approval of the Governing Board.

- E. The Governing Board may cause the account of each person handling Association funds to be audited. An audit shall be conducted at the end of the fiscal year.

ARTICLE X INDEMNIFICATION

SECTION 1. The Association shall indemnify each member of the Governing Board as described in Articles V and VI, and each of its officers, as described in Articles V, VI and Vu, 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

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 attorneys 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 for 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 the best interest 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 relay as to all question of the law on the advice of independent legal counsel.

SECTION 3. Every reference herein to a member of the Governing Board or office of the Association shall include every member and officer thereof or former member and officer thereof. This indemnification shall apply to all judgment, fines, amounts in settlement and reasonable expenses 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 not adversely affect such rights.

ARTICLE XI ADOPTION AND AMENDMENT OF BYLAWS

SECTION 1. AMENDMENTS AND ADOPTION. These bylaws may be amended by majority vote at the Annual Meeting or by mail-in or electronic ballot published in the *Insight*, ISCA's quarterly newsletter or sent out to the membership electronically.

SECTION 2. NOTIFICATION.

- A. No amendments or revision to the Bylaws shall be acted upon unless written notice thereof is submitted to the membership at least fifteen (15) days prior to the Annual Meeting or published in the *Insight* fifteen (15) days before the deadline date upon which the proposed changes are to be acted upon. Notification may be sent electronically.
- B. A copy of the said proposal shall be given to the Secretary at least fifteen (15) days prior to the Annual Meeting or fifteen (15) days prior to when said amendment(s) or revision(s) are to be acted upon after publication in the *Insight*.

SECTION 3. The bylaws of this Association shall be available to any member upon request.

ARTICLE XII PARLIAMENTARY AUTHORITY

SECTION 1. The parliamentary authority for the meetings of the Association will be Roberts Rules of Order. A Parliamentarian may be present at all official meetings of the Governing Board and the Annual Meeting the Parliamentarian shall be appointed by the President.

Adopted March 15, 1963

Amended October 2, 1965

Amended October 6, 1967

Amended October 30, 1979

Amended October 31, 1980

Amended November 14, 1985

Amended November 12, 1986

Amended November 12, 1992

Amended March 17, 1995

Amended November, 1996

Amended November 1997

Amended November 1999

Amended November 2000

Amended November 2001

Amended November 2002

Amended November 2003

Amended November 2005

Amended November 2010

Amended April 19, 2011

Amended August 29, 2017