

PSCA Bylaws

Proposed Changes
September 2020

Bylaws and Resolutions Committee Members

The bylaws review process began in 2019 under the direction of Michael Perrott, PSCA Past President (2019-2020)

The committee included:

- Michael Perrott, Chair
- Dr. Judith Bookhamer, Executive Director
- Beth Stem, PSCA President
- Julie Perhacs, At-large member
- Stephanie Steigerwalt, GB member - Central East Region
- Michelle Strasser, GB member - Northwest Region

Summary of Proposed Changes to PSCA Bylaws

To access the document showing the mark-ups of changes and deletions, follow this link.

[PSCA Bylaws Mark-up of Proposed Changes.docx](#)

Articles I & II – No changes

ARTICLE I

Name

The name of the Association shall be the Pennsylvania School Counselors Association (PSCA). PSCA is a *chartered* division of the American School Counselor Association (ASCA) and is organized in accordance with the bylaws of ASCA

(The word "chartered" is proposed to be added.)

ARTICLE II

Purpose

The purpose of the Association shall be to bring professional school counselors together in association to:

- A. Develop and improve guidance and counseling services in schools.
- B. Cooperate with other educators to advance education as a whole.
- C. Promote the professional growth and status of school counselors.
- D. Establish and maintain helpful professional relationships for the interchange of ideas in order to maximize the academic, career and social/emotional growth of students.

Article III Membership

Much discussion and multiple changes.

Questions:

- Who are our members?
- Do the current bylaws encourage membership?
- Are the categories broad enough or too restrictive?

Results:

- Change in membership categories
- Made *Professional Membership* more inclusive
- Removed *Regular Membership*
- Simplified/clarified language for student, retired, and life membership
- Added a section Severance of Membership as required by ASCA.

Article III Membership

ARTICLE III

Membership

Section 1. The Membership categories shall include Professional, ~~Regular~~, Student, Retired, Life, and Associate.

Reduced categories of membership from 6 to 5.

Removed *Regular* membership category. The regular membership category included those who held a certificate in school counseling but were not employed at the time of membership.

Article III Membership

Section II. Professional Member

A. A Professional Member must hold a valid certification to serve as a school counselor.

B. A Professional Member must be employed as a school counselor, educator in a graduate program that prepares individuals to be certified as school counselors or supervisor of school counselors in a K-12 setting.

~~C. A retired Professional Member completing the term(s) of elected office shall be granted professional membership status.~~ A Professional Member who retires while completing the term(s) of elected office shall be granted professional membership status until the term(s) completion.

B. We expanded the Professional member category to include school counselor educators.

C. Clarified the language.

Article III Membership

~~Section III. Regular Member~~

~~A. Regular Member is one who holds a valid certification to serve as a school counselor but is currently not employed as such or is one who is employed as such.~~

Removed the *Regular Member* category

Article III Membership

Section III. Student Member.

A. Students enrolled in a master's program preparing school counselors and who do not hold full-time positions in school counseling are eligible for student membership for three years only.

~~A Student Member must be a certified graduate student enrolled at least halftime in a course of study designed to prepare him/her for school counseling certification.~~

~~Student~~

~~Membership shall be held for no more than three years and only as long as the person is properly entitled to such status.~~

Section was renumbered due to the removal of the Regular Member section.

A. Tightened up the language and clarified the amount of time that student membership will be extended.

Article III Membership

Section **IV**. Retired Member.

~~A Retired School Counselor may be eligible for retired membership if he/she was a professional member immediately preceding retirement.~~

Professional Members in retirement are eligible for retired membership.

Renumbered the section.

Tightened up the language.

Article III Membership

Section V. Life Member.

Life membership is an honor awarded to a person who has made a significant contribution ~~in the field of guidance and~~ to the profession of school counseling and has provided exemplary leadership to the Association. A professional member may only be nominated for Life Membership upon recommendation by a member of the Governing Board. A nominee may become a Life Member only through special action of the Governing Board. Life Members shall retain all the rights and privileges of dues-paying regular members and any others extended by the Governing Board and shall be exempt from the payment of annual dues.

Renumbered the section.

Changed wording to reflect current terminology.

Article III Membership

Section VI. Associate Member

~~All other persons who present themselves to the Association for membership shall have their applications referred to the Membership Committee which may grant them associate membership if they~~

All persons who are not eligible for Professional, Regular, Retired, Student or Life Membership, may join the association as Associate Member.

The decision of the Membership Committee shall be considered final.

Renumbered section.

The Associate Member status will now incorporate those who hold a school counseling certificate but are not working as a school counselor

Article III Membership

Section VII. Dues

Dues for all categories of members shall be set by a vote of the membership attending the annual meeting of the Association.

Section VIII. Rights and Privileges.

Professional Members shall be eligible to vote, hold office and initiate motions at Parliamentary proceedings. ~~Regular Members, Retired Members and Life Members~~ shall be eligible to vote and initiate motions at Parliamentary proceedings.

Section IX. Non-Discrimination.

Membership shall not be limited on the basis of race, religion, sex, national origin, ancestry, age, marital status, sexual orientation, handicap or veteran status.

Renumbered sections but no major changes.

Article III Membership

Section X. Severance of Membership

Association members who do not renew their membership before their membership expiration date will no longer be considered members of PSCA. Membership may be revoked for revocation of license or credential or for violation of PSCA/ASCA Ethical Standards, following procedures described in ASCA policies and procedures that address Membership.

This section was required to be added by ASCA.

Article IV Officers

Questions:

Is our current board structure consistent with the principles of Policy Governance?

We reviewed John Carver Policy Governance materials.

We consulted ASCA's bylaws.

There were significant changes to Article IV

Article IV Officers

Section I. Officers and Terms of Office. (See also “Board Job Description” and “Nomination and Election” policies.)

A. The officers of the Association shall be ~~President, Governing Board Chair and President Elect, Governing Board Assistant Chair, Immediate Past President, Treasurer and Secretary.~~

B. ~~All officers of the Association, except the Secretary, shall be elected at large by the eligible members of the Association.~~ shall be elected by members of the ~~Association.~~ **Governing Board.**

- A. Changed language from President to Governing Board Chair. President Elect becomes Assistant GB Chair. Eliminates the role of Past President. Removes the positions of Treasurer and Secretary as elected officers.
- B. The Chair and Assistant Chair will be elected from the board by the board. A GB member can decide to throw their hat into the ring for either of those positions or candidates can be nominated by another board member.

Article IV Officers

~~C. The President-Elect shall automatically become 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.~~ In the event of a vacancy in the office of Governing Board Chair, the Governing Board Assistant Chair assumes the office of Governing Board Chair.

~~D. The Immediate Past President shall serve for one year following the completion of the term as President.~~ In the event of a vacancy in the office of the Governing Board Assistant Chair, the Board of Directors shall select a Governing Board Assistant Chair to fill the unexpired term.

C. and D. defines the succession procedure in the event that the Chair/Assistant Chair do not complete the term to which they were elected.

Article IV Officers

~~E. The Secretary shall be nominated by the President, approved by the Governing Board. The Secretary shall serve a concurrent term with the President.~~

~~F. The Treasurer shall serve a three-year term. The Treasurer shall serve no more than two (2) consecutive terms.~~

~~G. The Immediate Past President shall not be a candidate for any elected office for one year immediately following the term of office.~~

E. The term of office for any elected officer shall coincide with the Fiscal Year of the Association.

~~F. In the event a vacancy occurs among the officers, the Executive Committee shall Governing Board may fill the vacancy by appointment. Said appointment shall be in effect until the next regular election of the Association.~~

Secretary and Treasurer will no longer be elected officers. Both positions fall into the operations side and will be chosen by the Executive Director.

E. has just been renumbered but no change made to the content.

Article IV Officers

Section II. Nominations and Elections of Officers (See also “Board Committee Principles” policy)

A. ~~The President-Elect~~ **Governing Board Chair** shall be elected annually **by the Governing Board.**

~~B. The Treasurer shall be elected every three years.~~

B. To be eligible for elected/appointed office, the individual must have **been a Governing Board member for at least one year.** ~~held professional membership in PSCA for five consecutive years.~~ Any individual who accepts a nomination ~~for any statewide~~ office must maintain professional membership in PSCA and ASCA, ~~PGA~~ through his/her term of office.

A person must have completed a minimum of one year on the Governing Board before becoming eligible to hold the Chair/Assistant Chair positions.

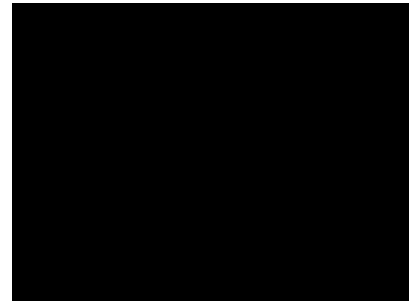
Article IV Officers

C. The ~~Immediate Past President~~ as Chairperson of the Nominations and Elections Committee (as appointed by the Governing Board), shall select three other committee members according to the following geographical composition: (a) one member from the western portion of the state (Intermediate Units 1-7, 28), (b) one member from the central portion of the state (Intermediate Units 8-13, 15-17), and (c) one member from the eastern portion of the state (Intermediate Units 14, 18-26, 29).

The Past President has traditionally chaired the Nominations and Elections Committee (as well as the Bylaws & Resolutions Committee). Because there will no longer be a Past President position, the Nominations and Elections Committee Chair will be appointed by the GB Chair.

Article IV Officers

D. The Nominations and Elections Committee shall ~~select~~ determine eligible candidates from among those petitions submitted to the Governing Board, candidates from each region to appear on the ballot. Should fewer than two petitions per position be submitted, the Nominations and Elections Committee shall establish the ballot. A write-in option will be available on the ballot.



Article IV Officers

E. The Nominations and Elections Committee shall conduct elections in accordance with PSCA policies and procedures that address nominations and elections.

F. Nominations and Elections guidelines shall be developed by the Nominations and Elections Committee and approved by the Governing Board.

No changes have been made in these.

Article IV Officers

Section III. Duties of the Officers. (See also ~~“President’s Governing Board Chair Role”~~ policy ~~and “Board Secretary’s Role”~~ policy.)

A. The ~~President~~ ~~Governing Board Chair~~ shall serve as the presiding officer of PSCA ~~and as a member of the Executive Committee of PGA~~. The ~~President~~ ~~Governing Board Chair~~ shall be an ex-officio member of all committees and task forces.

B. The ~~President-Elect~~ ~~Governing Board Assistant Chair~~ shall perform such duties as directed by the ~~President~~ ~~Governing Board Chair~~ with the approval of the Governing Board. In the absence of the ~~President~~ ~~Governing Board Chair~~, the ~~President-Elect~~ ~~Governing Board Assistant Chair~~ will preside over the meetings of the Association.

The changes here are basically word changes to be consistent with the name change to Chair and Assistant Chair.

Article IV Officers

~~C. The Immediate Past President shall serve as Chairperson of the Nominations and Elections Committee and shall perform such duties as directed by the President with the approval of the Governing Board. The Immediate Past President or Governing Board designee shall serve as Parliamentarian at all meetings of the Association.~~

~~D. The Secretary shall keep a record of all meetings of the Association and shall perform other duties as are in keeping with the office.~~

~~E. The Treasurer shall validate the receipt and expenditure of Association funds in accordance with the fiscal guidelines approved by the Governing Board and the current budget of the Association, shall deposit all receipts in the depository designated by the Governing Board, and shall submit a comprehensive fiscal report to the Governing Board as soon as possible after the close of the fiscal year and at any other time when requested by the Governing Board.~~

This text will be removed.

Article IV Officers

Section IV. Removal from Office. (See also “Governing Style” and “Board Members Code of Conduct policies.)

An ~~elected~~ officer or member of the Governing Board may be removed ~~from office~~, for cause, by a two-thirds majority vote of the members of the Governing Board.

This text will be removed.

Article V

Executive Director

Minor changes were made to Article V.

Article V Executive Director

Section I. Appointment.

The Governing Board appoints an Executive Director to serve as the Chief ~~Executive-Operating~~ Officer of the organization.

Section II. Contract and Compensation.

The Governing Board shall establish the length of contract and the annual compensation for the Executive Director. ~~to be paid in the form of stipend and benefits.~~

Section III. Duties of the Executive Director.

The Executive Director serves as the Chief ~~Executive~~ ~~Operating~~ Officer of the Pennsylvania School Counselors Association. The Executive Director reports to ~~and is monitored by~~ the Governing Board. The Executive Director is a non-voting participant at Governing Board and ~~Executive Committee~~ meetings.

Chief Executive Officer was changed to Chief Operating Officer.

We removed reference to stipend.

*We added the phrase *and is monitored by*.*

We removed reference to Executive Committee.

Article VI Board and Committees



Article VI Board & Committees

Section I. Governing Board.

A. The Governing Board shall consist of the ~~President, President-Elect, Immediate Past President, Treasurer, the Region Representatives~~ **elected representatives from the established geographical regions**, all of whom shall be voting members. ~~The Executive Director and the Secretary shall be ex-officio members without a vote.~~

B. The function of the Governing Board shall be to determine the ~~major goals of~~ **Ends** of the Association and to approve the policies and procedures for implementation of such ~~goals~~ **ends** and to review and approve the operating budget of the Association.

Article VI Board & Committees

C. A majority of the voting members of the Governing Board shall constitute a quorum.

No changes other than language.

D. The Governing Board shall meet no less than twice a year. Such meetings may be in person or as webinars or phone conferences. Dates for such meetings will be determined by the ~~President~~ **Governing Board Chair** in consultation with the Executive Director.

E. Individual Governing Board members unable to physically attend in person meetings may attend meetings via phone or by other electronic means.

Article VI Board & Committees

Section III. The Regionally Elected Representatives.

A. The PSCA Nominations and Elections Committee will conduct the elections for Regionally Elected Representatives within each region. Petitions for candidates for Region Representatives will be accepted from members who have completed a minimum of three consecutive and current years of PSCA professional membership prior to assuming the position. Candidates must be employed in the region in which they wish to run. The Nominations and Elections Committee shall, from among those petitions submitted, establish the ballot. A write-in option will also be available on the ballot. The ballot will be distributed to PSCA members within each region.

Pertaining to the blue highlighted statement, Leisl commented that it might be too restrictive.

Article VI Board & Committees

B. The term of office shall be three years and shall begin on the first day of the PSCA fiscal year. The next ranking candidate in the election return shall complete the unexpired term if a Region Representative leaves the Governing Board during the term of office. Should no other candidate for Region representative be available, the **President Governing Board Chair** shall fill that vacancy by appointment with Governing Board approval.

No changes other than terminology.

Article VI Board & Committees

C. The Governing Board shall be responsible for the designation of Region Membership and the determination of the required number of Region Representatives that shall be seated on the Governing Board.

Section E is new.

D. Region Representative shall be a Professional Member of PSCA and shall serve a maximum of two consecutive terms.

E. In the absence of a Regionally Elected Representative from a given region the Governing Board Chair may appoint a previously elected member to fill said position for the remainder of that term, or until such a time as another candidate emerges.

Article VI Board & Committees

~~Section IV. Executive Committee.~~

- ~~a. The Executive Committee shall consist of the President, President-Elect, Immediate Past President, and Treasurer. The Executive Director and Secretary shall be ex-officio members.~~
- ~~b. The function of the Executive Committee shall be to serve as the agency through which functions of the Association are implemented between meetings of the full Governing Board.~~
- ~~c. A majority of the voting members of the Executive Committee shall constitute a quorum.~~
- ~~d. Meetings of the Executive Committee shall be called by the President in consultation with the Executive Director.~~

Changes in structure eliminate the need for an Executive Committee. This is consistent with Policy Governance and ASCA.

Article VI Board & Committees

*Section ~~IV~~ **V**.* Standing Committees.

The standing committees of the Association shall be the Bylaws and Resolution Committee and the Nominations and Elections Committee.

No change other than numbering.

Article VII

Business Affairs



Article VII Business Affairs

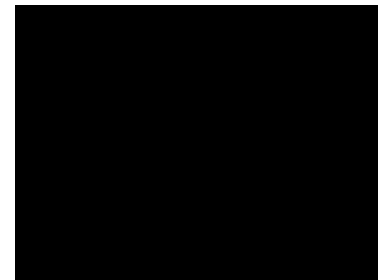
Section I. Fiscal Year.

The fiscal year of the Association shall be from July 1 to June 30.

No changes.

Section II. Property of the Association.

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 Governing Board shall determine to have purposes and activities most nearly consonant with those of the Association, provided however, that such organization shall be exempt under section 501(c)(3) of the Internal Revenue Code or corresponding provisions of the Internal Revenue Laws.



Article VII Business Affairs

Section III. Annual Budget.

A: The Executive Director shall be responsible for the proposed annual budget for the following year, and with the approval of the Governing Board, ~~shall present the budget for adoption by a vote of the membership attending the annual meeting of the Association.~~

Section IV. Audit.

B: ~~A compilation and~~ **financial** review shall be completed by ~~a reputable~~ **PSCA's** accounting firm. The process will be conducted yearly at the end of PSCA's fiscal year (June 30.) All the financial records of the Association will be submitted for the review. The completed accountant's report shall be submitted to the Governing Board following its completion.

No changes.

Article VII Business Affairs

~~Section V.~~ *Section IV.* Annual Meeting.

There shall be an annual meeting of the membership of the Association **that may be** held in conjunction with the annual conference.

Section IV. Annual Meeting.

There shall be an annual meeting of the membership of the Association. Members shall be notified no less than 30 days in advance of the meeting date.

Blue highlighted text is recommended by Leisl Moriarty, ASCA

Article VIII

Indemnification

This section is pretty standard. No changes were necessary.

Article IX

Amending the Bylaws

This section is pretty standard. No changes were necessary.

Article IX Amending the Bylaws

Section I. Amending Procedure.

A. An amendment may be proposed ~~at the annual meeting~~ to the Bylaws Review Committee 30 days prior to any scheduled meeting of the Governing Board, by a member in good standing.

B. The Bylaws Review Committee shall review said proposal and make a recommendation to the Governing Board for the next scheduled Governing Board meeting.

~~B. An amendment may be introduced at any meeting of the Governing Board of the Association.~~

Leisl Moriarty commented on this:

“I don’t love the ability for the board to approve the bylaws though many states have similar policy. Bylaws should not be easy to change as they are the constitutional documents of your organization.”

Article IX Amending the Bylaws

C. By simple majority vote of those present and eligible to vote, the amendment may be placed on the agenda for the Governing Board's next meeting. In the interim, the proposed amendment shall be published by the Association for comment by the membership. At the next meeting of the Governing Board, the amendment may be adopted by a two-thirds majority vote of the voting members of a quorum of the Board.

Section II. Amendments

Amendments to these bylaws shall take effect immediately upon their adoption.

No changes proposed.

Article X Parliamentary Authority

This section is pretty standard. No changes were necessary. One minor change is suggested.

Article X Parliamentary Authority

Section I. Parliamentary Authority.

The parliamentary authority for the Association shall be **the current version of** Robert's Rules of Order as amended from time to time.

Minor change made because there are, from time to time, updates to Robert's Rules.