

ACA GOVERNING COUNCIL MEETING

MINUTES

March 19-21, 2000

Call to Order

The ACA Governing Council meeting was called to order at 8:45 a.m., March 19, 2000, at the Marriott Wardman Park Hotel in Washington, DC. President Donna Ford presided. Governing Council members present for all or part of the meeting were as follows:

Jackie M. Allen, ASCA
Mary Smith Arnold, CSJ Observer
Robert L. Barret, AGLBIC
Loretta J. Bradley, ACA Past President
Larry D. Burlew, AADA
Brian Cahillane, IAAOC
Edith V. Carlisle, IAMFC
Patricia B. Elmore, ACA Parliamentarian
Donna Ford, ACA President
JoAnn Harris-Bowlsbey, NCDA
Betty S. Hedgeman, ACA Treasurer
Robert P. Hosford, AMHCA
Patricia E. Hudson, ASERVIC
Joseph R. Kandor, AAC
Sharon P. Leggett, Southern Region
Judy Lewis, ACA President-Elect
Terri L. Lonowski, ACEG
Linda McGee, Western Region
Brian T. McMahon, ARCA
Margaret Miller, ACES
E. Christine Moll, North Atlantic Region
Mary A. Mudd, ACCA
Marlene R. Rhodes, AMCD
Anita Sue Walker, Midwest Region
James V. Wigtil, ASGW
Gaynelle Wilson, NECA
Nancy G. Woodward, C-AHEAD Observer
Richard Yep, ACA Executive Director

Dr. Kurt Kraus served as Process Observer to monitor the conduct of the meeting.

Others in attendance at the meeting as guests or observers included the following:

Patricia Arredondo, Chair, ACA Professional Development Committee
Bernal C. Baca, AMCD President
Helen W. Chapman, Chair, ACA Policies and Procedures Committee

Jamie Cheek, Co-Chair, Conference Volunteer Committee
Diana Francies, ACA Conferences and Meetings Department
Jan Gallagher, ASCA President
Jean Gaskins, ACA Conferences and Meetings Department
Lenore A. Gerardi, ACA Members from Connecticut
Jane Goodman, ACA President-Elect-Elect
W. Mark Hamilton, AMHCA Executive Director
Bob Hand, NECA Representative-Elect to ACA Governing Council
Bret Hendricks, Co-Chair, Conference Volunteer Committee
David M. Kaplan, IAMFC President
Andrew Miller, Director, ACA Conferences and Meetings Department
Richard Mozier, ACA Associate Executive Director for Finance and Operations
Carol Neiman, ACA Associate Executive Director for Professional Affairs
Nancy S. Perry, ASCA Executive Director
Mark Pope, NCDA Past President
Andy Talbert, ACA Conferences and Meetings Department
Marion D. Turowski, AMHCA President
Marie A. Wakefield, Chair, ACA Strategic Planning Committee
Cindy Welch, ACA Director of Human Resources and Office Management
James T. Whitley, ASCA Representative-Elect to ACA Governing Council
Pat Nellor Wickwire, Chair ACA Bylaws Committee
Millie Wolesslagle, ACA Executive Assistant to ACA Executive Director
Richard Wong, ASCA Executive Director-Elect

Strategic Planning Activities

Prior to moving into the formal business meeting of the Governing Council, President Ford called upon Marie Wakefield, Chair of the ACA Strategic Planning Committee to discuss the Association's strategic plan and present a strategic planning activity. There was discussion of the Strategic Plan that had been submitted to Governing Council prior to the meeting and it was noted that the Governing Council needs to ratify the Strategic Plan for it to become in effect.

Parliamentarian's Remarks

Following the strategic planning activities, President Ford called upon Parliamentarian Patricia Elmore to note the rules for the conduct of the meeting and to instruct the group on procedures that will be followed during this meeting. Dr. Elmore called attention to the Governing Council Meeting Rules and noted that since these Rules were first adopted, there are some changes needed. She noted the following changes that should be made:

1. Section 2 – Substitutions. Because of a policy change, substitutions are no longer permitted. Therefore, wherever this rule refers to substitutions, it should be changed to “seated observers”.
2. Section 6 – Bylaws Amendments. Item 6.3 needs to be changed since Bylaws amendments can now be considered at any regularly scheduled meeting of the Governing Council. This should now read “Such amendments, if approved, must then be forwarded to the Bylaws Committee eight weeks prior to the meeting, and be processed as specified in the Bylaws for final Governing Council action at the next regularly scheduled meeting.”

It was agreed that these changes will be made for future meetings, and that these Rules, with the noted changes, will govern this meeting.

Action to Seat Observers

President Ford noted that there are two observers present who are not voting members of the Governing Council, and she advised that there needs to be approval to seat them at the table.

It was moved by Cahillane and seconded by Lewis that: The Governing Council votes to seat the two observers at the table (Nancy Woodward of C-AHEAD and Mary Arnold of CSJ). Motion passed.

Approval of Agenda

President Ford noted several changes to be made in the proposed agenda as mailed to Governing Council members in advance. It was agreed that these changes be made and further that some items be moved to a different place on the agenda.

Following these adjustments, it was moved by Bradley and seconded by Barret that: The ACA Governing Council approve the Agenda as amended, adopt Robert's Rules of Order, and adopt the Amendments as suggested. Motion passed.

Approval of Minutes of Previous Meetings

President Ford called attention to the Minutes of three previous meetings that had not yet been approved by the Governing Council. She asked if there were any corrections to be made. The following corrections were noted:

1. AADA's representative noted that AADA did not notify the Governing Council that they had added a new class of membership and that this was not reported in the Minutes. It was agreed that this change will be made.
2. In the Executive Committee Minutes of December 8, 1999, at the bottom of the first page, last paragraph on that page, the words "because of" should be changed to "according to". The sentence would then read "As a result of the discussion, it was agreed that a letter will be sent from President Ford to the divisions that currently are in an uncertain situation according to this policy."

It was moved by Barret and seconded by Kandor that: The Governing Council approve the Minutes of the October 15-16, 1999 ACA Governing Council meeting; the December 8, 1999 ACA Executive Committee meeting; and the February 7, 2000 ACA Executive Committee meeting, as amended. Motion passed.

Ratification of Strategic Plan

Attention was called to the Strategic Plan that had been distributed earlier, and to the 12th goal that had been added. There was some discussion as to how this should be handled.

It was moved by Wigtil and seconded by Wallace that: The Governing Council ratify the 2000-2003 Strategic Plan as a working document. Motion passed.

Committee Appointments

President Ford called attention to the fact that it became necessary for her to appoint two persons to replace resigning Committee members and/or complete membership in a Committee. Governing Council approval is necessary for these appointments to take effect.

It was moved by Mudd and seconded by McGee that: The Governing Council approve the appointment of Gaynelle Wilson to replace Jackie Allen on the ACA Nominations and Elections Committee through June 30, 2000, and the appointment of Richard Evans to the ACA Bylaws Committee for a three-year term. Motion passed.

Multicultural Diversity Training

A previously adopted policy requires that there be some multicultural/diversity training given at each meeting of the Governing Council. Therefore, President Ford called upon Dr. Bernal Baca, President of the Association for Multicultural Counseling and Development, and Dr. Baca made a presentation to the group.

Financial Report and Report of Treasurer

Treasurer Betty Hedgeman began her report by calling attention to the written Treasurer's report that had been distributed to Governing Council. She reported on the financial condition of the association and commented on several specific items in the report. Dr. Hedgeman concluded her report by calling attention to several recommended actions that were being submitted by the ACA Financial Affairs Committee.

It was moved by the Financial Affairs Committee that: The Governing Council transfer an additional \$300,000 from FY 1999 excess revenue over expenses to restricted funds. These monies are restricted for emergency purposes and may only be accessed by a three-fourths (3/4) vote of the Governing Council. Motion passed.

It was moved by the Financial Affairs Committee that: Budget transfers may be made from one line item to another within a specific unit budget without prior approval as long as the total unit budget is not exceeded, with the exception of transfers related to technical services and professional fees which require prior approval. Transfers not requiring prior approval must be reported to the Financial Affairs Committee within thirty (30) days of the transfers. Transfers from unit to unit must have prior approval. Motion passed.

It was moved by the Financial Affairs Committee that: The Governing Council adopt Tate and Tryon's FY 1999 Audit Report. Motion passed.

It was moved by the Financial Affairs Committee that: The Governing Council accept Tate and Tryon's FY 1999 Management Recommendation Letter. In addition, the Governing Council also accepts the staff response to Tate and Tryon's FY 1999 Management Recommendation letter. Motion passed.

It was moved by the Financial Affairs Committee that: The Governing Council adopt the budget transfers previously approved by the Financial Affairs Committee. Motion passed.

It was moved by the Financial Affairs Committee that: The Governing Council adopt a resolution of appreciation for Dr. Thelma Daley for her contributions to the financial success of the Association. Motion passed by acclamation. The Resolution, as adopted, reads as follows:

WHEREAS, Dr. Thelma Daley has served the American Counseling Association and its entities with dedication, leadership and patience in numerous assignments; and

WHEREAS, Dr. Daley has served for the past five years with five different Presidents as Past Treasurer of the American Counseling Association and as a member of the Financial Affairs Committee;

THEREFORE, BE IT RESOLVED, That the American Counseling Association's Governing Council commend Dr. Thelma Daley for her contribution and leadership to ACA's financial successes and wish her the best in whatever she chooses, with our gratitude.

Approval of FY 2001 Budget

Treasurer Hedgeman called attention to the proposed FY 2001 Budget. She noted several specific areas and commented on those and on the budget as a whole. Dr. Hedgeman then responded to questions from Governing Council members about various aspects of the proposed budget.

It was moved by the Financial Affairs Committee that: Governing Council not increase the Management Service rates for FY 2001. Motion passed.

It was moved by the Financial Affairs Committee that: Governing Council adopt the FY 2001 proposed budget reflecting \$8,038,791 in revenues, \$8,015,225 in expenses, and \$23,556 as projected revenues over expenses. Motion passed unanimously.

Request That ACA Join the Joint Committee on Standards for Educational Evaluation

Attention was called to the request from AAC that ACA have representation on the Joint Committee on Standards for Educational Evaluation. During the discussion, it was pointed out that ACA does have representation on various other groups and the feeling was that ACA should also be represented on this group.

It was moved by Kandor and seconded by McMahon that: ACA support a Sponsoring Representative to the Joint Committee on Standards for Educational Evaluation (JCSEE) and select one representative in consultation with AAC. Motion passed.

Approval of 2000-2001 Committee Appointments

President-Elect Judy Lewis called attention to her nominations for persons to serve on ACA Committees for the coming year and briefly explained how she had determined these proposed appointments.

It was moved by Miller and seconded by Barret that: The Governing Council approve the Committee appointments proposed by President-Elect Lewis for FY 2001. Motion passed. The Committee appointments approved by this action are as follows:

Committee Chairs:

Helen Chapman – Bylaws Committee Chair
Queen Fowler – Policy Subcommittee Chair
Carmen Williams – Ethics Committee Co-Chair
Jo-Ann Lipford-Sanders – Ethics Committee Co-Chair
Robert Davison-Aviles – Human Rights Committee Chair

Eileen Fernandez Self – International Committee Chair
Ann Vernon – Media Committee Chair
Patricia Arredondo – Professional Development Committee Chair
Michael Altekruise – Professionalization Committee Chair
Stuart Chen-Hayes – Public Awareness and Support Committee Co-Chair
Lynn Haley-Banez – Public Awareness and Support Committee Co-Chair
Mary Arnold – Public Policy and Legislation Committee Chair
Daya Sandhu – Research and Knowledge Committee Chair
Richard Hazler – Strategic Planning Committee Chair

Committee Members:

Mark Pope – Bylaws Committee (three-year term)
Judith Seaborn – Bylaws Committee (three-year term)
David Kaplan – Policy Subcommittee (three-year term)
Colleen Logan – Ethics Committee (three-year term)
Robert Hubert – Ethics Committee (three-year term)
Faith Deveaux – Human Rights Committee (three-year term)
Ron McLean – Human Rights Committee (three-year term)
Joanne Luna – International Committee (three-year term)
Rita Chi-Ying Chung – International Committee (three-year term)
Fred Bemak – Media Committee (three-year term)
Lee Richmond – Nominations and Elections Committee (two-year term)
Fidel Turner – Professional Development Committee (three-year term)
Harry Daniels – Professional Development Committee (three-year term)
Canary Hogan – Professionalization Committee (two-year term)
Donna Rhoades – Professionalization Committee (one-year term)
Richard Luck – Professionalization Committee (three-year term)
Dean Porter – Professionalization Committee (three-year term)
Patricia Merriweather – Public Awareness and Support Committee (three-year term)
Miguel Arciniaga – Public Awareness and Support Committee (three-year term)
Alan Green – Public Policy and Legislation Committee (three-year term)
Sari Dworkin – Public Policy and Legislation Committee (three-year term)
Cheryl Aspy – Research and Knowledge Committee (three-year term)
Alfice Breland – Research and Knowledge Committee (three-year term)
Rae Gunderson – Strategic Planning Committee as Past Region Chair (three-year term)
Twinet Parmer – Strategic Planning Committee as Governing Council Representative (one-year term)

Special Function Committees:

Recruiting and Retaining Students and New Professionals in ACA (one-year terms)

Deryl Bailey – Co-Chair
Lauri Ashton – Co-Chair
Linda McGee
Jeffrey Schwartz
Brenda Dew
Christina Nolan
Stuart Chen-Hayes – Public Awareness and Support Committee Representative

Seeking External Support (one-year terms)

Richard Hayes – Chair

Vickie Claffin
Jacqueline Looney
Ralph Piedmont
Margaret Cooney
Cheryl Aspy – Research and Knowledge Committee Representative
Developing Policy Recommendations on Issues Related to Youth and Violence
(one-year terms)
Taylor Perry – Chair
Jan Gallagher
Kenneth McCurdy
Anita Walker
Alan Green – Public Policy and Legislation Committee Representative

Other Appointments:

Thelma Daley – Chair of ACA Insurance Trust
Loretta Bradley – Trustee of ACA Insurance Trust
Quincy Moore – Trustee on ACA Foundation

Approval of 2000-2001 Parliamentarian

It was moved by Bradley and seconded by Barret that: The Governing Council accept President-Elect Lewis' recommendation of Mark Pope as Parliamentarian for the 2000-2001 year. Motion passed.

Approval of Treasurer-Elect

It was moved by Wigtil and seconded by Walker that: The Governing Council accept President-Elect Jane Goodman's nomination of Loretta Bradley as Treasurer for Fiscal Year 2002. Motion passed.

Removal of Item from Agenda

It was moved by Rhodes and seconded by Walker that: Item #27 – The Endorsement of the Multicultural Competencies – be removed from the agenda without prejudice.

There followed a discussion on the motion and the maker noted that the agenda item is in conflict with Divisional autonomy and the feeling was expressed that before ACA endorses this it should be discussed within the Division that originally developed it.

Following the discussion, vote was called for on the motion that: Item #27 – The Endorsement of the Multicultural Competencies – be removed from the agenda without prejudice. Motion passed (18 for; 4 against).

Regional Representation on Governing Council

At the October 1999 Governing Council meeting, a motion was adopted asking that the issue of Regional representation to the Governing Council be referred to the Executive Committee and the Financial Affairs Committee for further study with a report to be provided at this meeting.

Dr. Judy Lewis reported to the Governing Council that she had chaired a subcommittee of the Executive Committee to look at this question. She commented on some of the difficulties they had noted in trying to carry out the intent of this issue. She further noted that the results of the

subcommittee's deliberations had been discussed with the Region representatives and it had been determined not to take any further action at this time.

Action to Change ACA Bylaws to Give Regions Two Votes if More Than 7,000 Regional Members

The request that Regions be given two votes in the Governing Council if they have more than 7,000 members had been submitted to the October 1999 Governing Council meeting, but it was not adopted at that time. It therefore was re-submitted to this meeting of the Governing Council.

It was moved by Walker and seconded by McGee, Leggett, and Moll that: The ACA Bylaws be changed to give Regions two (2) votes if there are more than 7,000 Regional members – such membership defined as those holding membership in ACA.

There followed considerable discussion on this motion and of possible problems in carrying out such as policy. A number of questions were raised regarding how to determine Regional members and how to define Region responsibilities, as well as how Branches would fit into this policy.

Following the lengthy discussion, vote was taken on the motion that: The ACA Bylaws be changed to give Regions two (2) votes if there are more than 7,000 Regional members – such membership defined as those holding membership in ACA. Motion defeated (10 for, 12 against).

Executive Director's Report

Executive Director Richard Yep reported on his activities and highlighted several specific items. He covered a number of projects and activities being carried out through ACA headquarters, and also reported on professional and legal fees for the year as required by previous Governing Council actions. The Executive Director's report was for information only and did not require any Governing Council action.

Request to Allow Divisions and Entities of ACA to Purchase Membership/Mailing Lists of Other Divisions or Entities

It was moved by Harris-Bowlsbey and seconded by Walker that: ACA modify its operating policy to allow Divisions and entities of ACA to purchase the membership/ mailing lists of other Divisions or entities.

There was considerable discussion of this motion and the feeling was expressed that such action should not be taken prior to entities having an opportunity to look at the ramifications and determine how their particular entity feels about doing this.

It was moved by Moll and seconded by Allen that: The motion to modify operating policy to allow Divisions and entities of ACA to purchase the membership/ mailing lists of other Divisions or entities be tabled – thus permitting Division Boards the opportunity to discuss whether or not they wish to participate. Motion passed, and the motion was tabled.

It was suggested that this matter be reconsidered at the Fall 2000 Governing Council meeting after Division Boards have an opportunity to discuss it.

Motion to Investigate Alternative Approaches of Providing Certification for Counselors

It was moved by Harris-Bowlsbey and seconded by Burlew that: The ACA Professionalization Committee be charged with investigating alternative approaches (other than through NBCC) of providing certification for counselors of various specialties, and that they report their findings at the Fall 2000 Governing Council meeting. Motion passed unanimously.

Consideration of Proposed Revisions to the Policies and Procedures Manual

The Chair of the Policies and Procedures Subcommittee, Helen Chapman, presented a report on the activities of the subcommittee and called attention to the written report from the group and to the several recommended actions that had been submitted to the Governing Council. She then responded to any questions from the group. Following Dr. Chapman's report, the Governing Council considered the recommendations from the Subcommittee.

It was moved by Allen and seconded by McGee that: All Operating ACA Handbooks adopted prior to 1999, with the exception of the Convention Operating Handbook, be referred to the Policies and Procedures Committee for review and recommendations. Motion passed unanimously. (It is intended that the Committee is to seek input and assistance from Standing Committee Chairs and appropriate staff, propose a standard format to be used in developing handbooks, and propose procedures for periodic review of the handbooks.)

It was moved by Allen and seconded by Kandor that: A "special committee" be appointed by the President to review/revise the Convention Operating Handbook under the supervision of the Professional Development Chair with the intention of updating procedure. Participants should be two Past Presidents, the Director of Meeting Services, one past Host Committee Coordinator and one impartial ACA member. Motion passed.

It was moved by Allen and seconded by Barret that: Policy 201.5 – Committee Budget Requests; Policy 501.6 – Division and Region Reports; and Policy 901.5 – Budget, be referred to the Policies and Procedures Committee for clarification of the relationship of these three policies to Committee budgets and for recommendations for resolving any issues or conflicts that are identified. Motion passed.

It was moved by Allen and seconded by Burlew that: Policy 301.1- Types of Membership, be referred to the Bylaws Committee and its subcommittee, Policies and Procedures Committee, for review and recommendations for resolving any conflict between the Bylaws and Policies. Motion passed.

Motions from Bylaws Committee

It was moved by Allen and seconded by Barret that: The Governing Council approve the revised Bylaws for the Louisiana Counseling Association and the Wyoming Counseling Association, as proposed and with the changes as recommended by the Bylaws Committee. Motion passed.

It was moved by Allen and seconded by Bradley that: The Governing Council approve the revised Bylaws for the Association for Assessment in Counseling (AAC), as proposed and with the changes as recommended by the Bylaws Committee. Motion passed.

Election of Representatives from Divisions and Regions for ACA Executive Committee

The Governing Council representatives from Divisions and the representatives from Regions caucused separately to elect representatives from each group to the ACA Executive Committee for 2000-2001. The representatives elected are as follows:

Divisions – Joseph Kandor

Regions – Christine Moll

Election of Representatives from Divisions and Regions for ACA Nominations and Elections Committee

The Governing Council representatives from Regions and the representatives from Divisions caucused separately to elect representatives from each group to the ACA Nominations and Elections Committee for 200-2001. The representatives elected are as follows:

Divisions – Mary Mudd

Regions – Sharon Leggett

Report from ACA Professionalization Committee

President Ford reminded the Governing Council of action taken at the October 1999 Governing Council meeting directing her to create a task force to develop a plan that could result in a requirement that those who are certified and/or licensed as professional counselors must belong to ACA and to a division appropriate to their specialty.

President Ford advised the group that she had referred this matter to the Professionalization Committee. She called attention to the response that had been received from that Committee which concluded that it did not support pursuing the purpose of the motion.

In the discussion of this topic, the feeling was expressed that the Association should attempt to work with accrediting boards to gain greater recognition. Several possibilities were mentioned, particularly the importance of working with the AASCB.

It was moved by Moll and seconded by Burlew that: President Ford and Past President Bradley work with the American Association of School Counseling Boards (AASCB) to include a code of ethics and congratulatory letter to new licensees. Motion defeated (7 for; 11 against; 3 abstain).

Motions from Bylaws Committee

ACA Bylaws Chair Pat Wickwire presented the report of the ACA Bylaws Committee and explained how the Committee had worked during the year and how it had developed the proposed amendments to the Bylaws that are being presented for Governing Council consideration.

It was moved by Allen and seconded by Barret that: The Governing Council approve the Bylaws changes as listed on pages 6 through 15 of the recommendations submitted by the Bylaws Committee.

There followed a lengthy discussion of these proposed amendments. There was confusion over wording of some areas and a general feeling that several sections needed clarification.

As a result of the discussion, it was moved by McGee and seconded by Moll that: The motion to approve the Bylaws Changes as listed on pages 6 through 15 of the recommendations submitted by the Bylaws Committee be tabled until later in the meeting. Motion passed and the motion was tabled.

It was agreed that Governing Council members would study these proposed Bylaws amendments with the intent that new motions will be introduced later in the meeting regarding them.

Motion that Region Subsidies Provided by ACA Be Carried Over Into Next Fiscal Year (Revision to Policy 901.3F)

It was moved by McGee and seconded by Moll that: Any subsidies provided by ACA that are not expended or encumbered by June 1st of the Fiscal Year are carried over in the Regional budget.

It was brought out in the discussion of the motion that to carry over funds in the manner requested would likely be against IRS regulations and therefore would not be possible.

As a result of the discussion, by agreement of maker and seconder, the motion that: Any subsidies provided by ACA that are not expended or encumbered by June 1st of the Fiscal Year are carried over in the Regional budget was withdrawn.

Clarification of Membership Requirements in State Branches and State Divisions

At the October 1999 Governing Council meeting, President Ford had been requested to clarify the membership requirements in state branches and state divisions and report to the Governing Council at this meeting. President Ford noted that she had consulted with Legal Counsel regarding this matter and she called attention to the response that had been received. There was some discussion of this whole area and speculation as to the kinds of information that would be helpful.

Following the discussion, it was moved by Wigtil and seconded by Wilson that: The Governing Council accept the February 7, 2000 memorandum from legal counsel on ACA Branch Divisions and that information be communicated to Regions and the Advisory Council. Motion passed.

Consideration of Any Proposed Revisions to the Policies and Procedures Manual

It was moved by Allen and seconded by Lewis that: The Governing Council approve the listed recommendations on Page 4 of the March 2, 2000 letter to the President from the Policies and Procedures Subcommittee of the Bylaws Committee responding to a request to review Policy 701.6 – Involuntary Revocation of a Division Charter. Motion passed. The recommendations approved by this motion are as follows:

1. The Policy and Procedure Committee should continue reviewing this policy, consider degrees of problems, possible options, and provide more definitive information for the fall Governing Council meeting in order to make a legal and appropriate change. Since the division's charter can not be revoked until next year, there is time to do a thorough review. Past practices should be reviewed and assessed as to their importance and success.
2. Legal counsel should review any recommendations for change to Policy 701.6 prior to being sent to the Governing Council for action.
3. An Operating Handbook for Voluntary and Involuntary Revocation of Charters could be developed and reviewed by legal counsel prior to adoption. If the Governing Council requests the development of an operating handbook for voluntary and involuntary revocation of a charter, it would be wise for the Executive Director and the Associate Executive Directors to be involved in the preparation of the Operating Handbook since they will be deeply involved in implementing the procedures for revocation of a charter.

Motions from Bylaws Committee

It was moved by McGee and seconded by Bradley that: The motion that "The Governing Council approve the Bylaws changes as listed on pages 6 through 15 of the recommendations submitted by the Bylaws Committee" be removed from the table. Motion passed and the motion was placed back on the floor.

It was moved by Allen and seconded by Barret that: The motion be amended to read: The Governing Council approve the Bylaws changes as listed on pages 6 through 15 of the recommendations submitted by the Bylaws Committee with the exception of Article XII, Sections 1 and 3 (items 22 and 24 of the recommendations). Motion passed. This action amended specific sections of the ACA Bylaws. Shown below are the sections that were affected and the wording therein due to this action.

ARTICLE II – Membership

Section I. Classes of Membership

- a) Membership shall be individual.
- b) There shall be two classes of voting membership: Professional and Regular.
- c) Professional members shall hold a master's degree or higher in counseling or a closely related field from a college or university that was accredited when the degree was awarded by one of the regional accrediting bodies recognized by the Council for Higher Education Accreditation. Professional members must present proof of academic credentials upon request. An exception to these requirements is as follows: All persons who were members of ACA on June 30, 1992, were declared Professional members of ACA regardless of their educational backgrounds and are eligible to maintain their Professional membership status as long as their membership is continuous, unless removed for cause.
- e) Members must agree to abide by the Association's Code of Ethics.

ARTICLE III – Meetings of the Membership

The Association shall hold national meetings at a time and place fixed by the Governing Council which shall give written notice thereof to the membership no less than six months prior to the time so fixed. The

Association may hold other meetings at a time and place fixed by the Governing Council which shall give reasonable notice to the membership.

ARTICLE IV – National Divisions of the Association

Section 1. Organization of National Divisions

- c) Divisions may be separately incorporated.

ARTICLE IV – National Divisions of the Association

Section 3. Autonomy of National Divisions

- c) A Division of the Association may set its own membership classes and criteria in accordance with ACA Bylaws, policies, and procedures.
- d) During the first five years of its operation, a Division shall have provisional status as a Division and during such period shall submit to the ACA Governing Council, prior to each Annual Convention meeting, financial and other information as described in the standing rules established by the Governing Council.

ARTICLE V – Affiliates and Other Groups

Section 1. Organizational Affiliates

- d) An Organizational Affiliate shall be free to conduct its affairs but shall do so in compliance with ACA Bylaws and ACA standing rules for Organizational Affiliates. All members, directors, and officers of an Organizational Affiliate must be members of ACA.
- e) An Organizational Affiliate may set its own membership classes and criteria in accordance with ACA Bylaws, policies, and procedures.
- f) An Organizational Affiliate is entitled to ex officio, nonvoting participation in the Association's Governing Council meetings. It may adopt its own name, but it must be identified in all documents and other materials as "An Organizational Affiliate of the American Counseling Association."
- g) During the first five years of its operation, an Organizational Affiliate shall have provisional status as an Organizational Affiliate and during such period shall submit to the ACA Governing Council, prior to each Annual Convention meeting, financial and other information as described in the standing rules established by the Governing Council.

ARTICLE V – Affiliates and Other Groups

Section 2. Corporate Affiliates

- d) A Corporate Affiliate shall be free to conduct its affairs but shall do so in compliance with ACA Bylaws. No Corporate Affiliate shall be competitive with ACA, its Divisions, or its Branches for individual memberships, or otherwise, during the time it is a Corporate Affiliate.

ARTICLE VI – Regions of the Association

Section 2. Function

- a) Regional officers shall be responsible for leadership training, professional development, and continuing education of Branch members consistent with the strategic plan adopted by the Association.

ARTICLE VI – Regions of the Association

Section 3. Reports

Each Region shall transmit to the President of the Association the names of its directors and officers promptly following their election and appointment. Each Region shall transmit an annual written report to the President of the Association who shall report salient developments to the Governing Council.

ARTICLE VII – Branches of the Association

Section 1. Organization of Branches

- b) The purposes of a Branch shall be in accordance with those of ACA.

ARTICLE VII – Branches of the Association

Section 4. Branch Divisions, Chapters, and Interest Sections

ARTICLE IX – Officers of the Association

Section 2. Duties of Officers

- b) The President-Elect shall perform the duties of the President in the absence or incapacity of the President as determined by the Governing Council. The President-Elect shall assume the Presidency of the Association upon the death or resignation of the President. The President-Elect, subject to confirmation by the Governing Council, shall appoint members of committees and the Parliamentarian for the year of the Presidency, in accordance with and except as otherwise specified in ACA Bylaws and ACA policies. If the President-Elect becomes incapacitated, the term is to be completed by the candidate with the next highest vote on the same slate of candidates.

ARTICLE XI – Publications

Section 4. Division and Branch Publications

ARTICLE XII – Committees

Section 2. Reports of Standing Committees

Each Standing Committee shall transmit an annual written report to the President of the Association who shall report salient developments to the Governing Council.

ARTICLE XII – Committees

Section 4. Reports of Special Committees

Each Special Committee and Task Force shall complete the specific purpose or the assigned task by a date specified by the Governing Council and submit a written report to the President of the Association by or before a date set by the Governing Council. The President of the Association shall report salient developments to the Governing Council.

ARTICLE XIV – Nondiscrimination

There shall be no discrimination against any individual on the basis of ethnic group, race, religion, gender, sexual orientation, age, record of public offense, and/or disability.

ARTICLE XV – Bylaws

Section 1. Amendment

- b) All such proposed amendments must be submitted in writing to the Bylaws Committee no later than twelve weeks prior to the Governing Council meeting at which the change may be considered.
- c) The Bylaws Committee will transmit to the Governing Council such proposed amendments with or without a recommendation regarding each proposed change at least six weeks before the next regularly scheduled meeting of the Governing Council.

ARTICLE XVI – Rules of Order

Section 1. Parliamentary Authority

ARTICLE XVI – Rules of Order

Section 2. Parliamentarian

The Parliamentarian shall without vote advise the President and the Governing Council regarding parliamentary law and parliamentary procedure.

It was moved by Allen and seconded by McGee that: ARTICLE XII – Committees, Section 1. Standing Committees, be amended to read: The Standing Committees of ACA shall be the Bylaws Committee, Ethics Committee, Financial Affairs Committee, Human Rights Committee, International Committee, Interprofessional Committee, Media Committee, Nominations and Elections Committee, Professional Development Committee, Professionalization Committee, Public Awareness and Support Committee, Public Policy and Legislation Committee, Research and Knowledge Committee, and Strategic Planning Committee. Motion passed. (It was noted that this action is the first reading for this change, so it will need to be confirmed at the next Governing Council meeting for the change to become official. The change referred to is to split the Interprofessional/International Collaboration Committee into two separate Committees.)

It was moved by Allen and seconded by McGee that: ARTICLE XII – Committees, Section 3. Special Committees, be amended to read: The President, subject to confirmation by the Governing Council, may establish a time limited Special Committee or Task Force for a specific temporary purpose or assigned task which is beyond Standing Committees' scope of responsibilities as indicated in policies adopted by the Governing Council. Any such Special Committee or Task Force shall be responsible to the Chair of the Standing Committee with the most closely related scope of responsibility. Motion passed.

Bylaws Amendment to Article IV, Section 1.b

This proposed amendment had been referred to the ACA Bylaws Committee by the Governing Council at the October 1999 meeting. It had been placed back on the agenda for this meeting with the recommendations from the Bylaws Committee.

It was moved by Lewis and seconded by Hosford that: The Governing Council accept the Bylaws change regarding ARTICLE IV, Section 1. B, which received its first reading at the Fall 1999 Governing Council meeting.

There followed considerable discussion of the motion.

At a point in the discussion, it was moved by Cahillane and seconded by Burlew that: The motion on the floor be tabled. Motion defeated, and the discussion continued.

After further discussion, vote was called for on the motion that: The Governing Council accept the Bylaws change regarding ARTICLE IV, Section 1. B, which received its first reading at the Fall 1999 Governing Council meeting. The proposed change reads as follows: Replace "A new Division shall initially consist of at least one thousand members" with "a new Division shall initially consist of at least 500 members". Replace "A Division or an Organizational Affiliate with a charter existing as of October 18, 1997 shall be allowed from July 1, 1998, through June 30, 2001, to maintain or achieve Divisional status with a minimum of 500 ACA members" with "An Organizational Affiliate or Division may maintain or achieve Divisional status with a minimum of 500 ACA members." Motion defeated (11 for, 10 against), since as a Bylaws amendment, a two-thirds majority was required for the motion to be adopted.

A roll call vote was requested for the motion. The results of the roll call vote were as follows:

<u>For</u>	<u>Against</u>
Loretta Bradley	Jackie Allen
Brian Cahillane	Robert Barret
Robert Hosford	Larry Burlew
Patricia Hudson	Edith Carlisle
Joseph Kandor	Linda McGee
Sharon Leggett	Brian McMahon
Judy Lewis	Margaret Miller
Terri Lonowski	Christine Moll
Anita Walker	Mary Mudd
James Wigtil	Marlene Rhodes
Gaynelle Wilson	

It was moved by Moll and seconded by Carlisle that: The Governing Council accept Option Three from the Bylaws Committee Letter of February 3, 2000, with information proposed in the option (analysis and formulae) provided by the Financial Affairs Committee, the Chief Financial Officer and the Executive Director.

The option referred to in this motion reads as follows: Postpone action to a definite date, such as the fall 2000 meeting, at which time the following information would be presented:

- Analysis of the relationship between the size of membership and the value of membership as perceived by members and potential members.
- Predictive formulae regarding the capability of an identified number of members to deliver specific prescribed member benefits.

Discussion of the motion determined that further clarification was needed before such action should be taken. As a result of the discussion, by agreement of maker and seconder, the motion was withdrawn.

Consideration of Any Proposed Revisions to the Policies and Procedures Manual

Attention was called to the report from the Policies and Procedures Committee which included a number of recommendations for change in various policies as currently written. In response, several motions were presented for Governing Council action.

It was moved by Allen and seconded by Barret that: The Governing Council adopt all changes listed under Travel, Meeting and Conference Expense Reimbursements – Section 201.13. Motion passed. The changes adopted by this motion are as follows:

1. Revise Policy – A. Reimbursement Authority: Policy would read “ACA provides reimbursement for travel, housing and per diem for ACA officers, Governing Council members, committee chairs, staff and other persons authorized by the ACA President.
2. Revise Policy – D. Travel Advances. Policy should read “Travel advances must be followed by a Travel and Expense Reimbursement Form, original receipts and any applicable reimbursement of unused funds within thirty (30) days of the event.
3. Revise Policy – E. Time Frame for Submitting Vouchers. Delete the word “Otherwise” from the beginning of the second sentence.
4. Revise Policy – G. Travel by Private Automobile. Add “to meeting site” at the end of the sentence.

5. Revise Policy – J. Intra-City Taxi Cab Fares. Add at the beginning of the sentence, “Other than transportation for meals” before Intra-city cab fares. Add “Reference: Policy 201.13 L.4 Per Diem Inclusions”
6. Revise Policy – K. Housing Reimbursement. Add “ACA provides housing reimbursement for ACA officers, Governing Council members, committee chairs, staff and other authorized persons when they are required or requested to attend meetings.
7. Revise Implementing Procedure – K. 2. Double Occupancy. Procedures will read: “When possible, double occupancy should be utilized by staff, volunteers and elected leaders.”
8. Revise Implementing Procedure – K. 3. Reimbursement for Lodging. Procedure will read: “Whenever double occupancy is utilized, those qualifying for housing reimbursement will be reimbursed for lodging at one-half (1/2) the rate for double rooms plus applicable taxes.”
9. Revise Implementing Procedure – K. 4. Single Room Reimbursement. Procedure will read: “Whenever double occupancy is not utilized, leaders and staff, will be reimbursed at a single room rate plus applicable taxes.”
10. Revise Implementing Procedure – K. 6. Safe Hotels. Change title to “Reputable Hotels.” Procedure will read: “Every effort shall be made by staff to negotiate competitive rates in reputable hotels.”
11. Revise Implementing Procedure – L. Per Diem Reimbursement. Procedure will read: “A forty-two dollar (\$42) subsistence allowance will be given for each day of official business with the pro rata allocation for travel days.”

It was moved by Allen and seconded by Barret that: The Governing Council adopt changes to Section 401.2, Appendix A – Role of Governing Council Members in Confidential Matters. Motion passed. The changes adopted by this motion are as follows:

- Change first paragraph to read: “Policy 401.8 Conflict of Interest states: Governing Council members serve on the Council to conduct the business of American Counseling Association. Governing Council members are gathered to be a representative group of the ACA membership. The Governing Council members are responsible only to ACA. On those occasions when the best interests of ACA would be different than the best interests of the entities from which the Governing Council members have been elected, the members must make decisions that give primary considerations to the welfare of the American Counseling Association.”
- Delete third paragraph.
- Change Rationale to read: “Stated slightly differently, ACA Governing Council members’ primary responsibility is to conduct business for all the members of ACA. In order to assure that ACA reflects sensitivity to the Division, Organizational Affiliate or Regional issues and concerns, one ACA member is elected from each entity. This structure provides another opportunity for Divisions, Organizational Affiliates and Regions to request that the representative apprise ACA of their concerns and issues. At no time, should a Division, Organizational Affiliate or Region instruct a representative on how to vote. This would place the representative in a conflict of interest if the instructions were not in the best interest of the American Counseling Association. They may request that specific information be presented so that an informed decision may be made in the best interest of ACA. It is understood that the representative would pass on information regarding actions taken at the general Governing Council meetings to the entity which elected them to serve ACA.”

- Change – 2. What Type of Orientation Should be Provided for New and Returning Governing Council members? Page 3 – 5th bullet – Replace “counseling profession” with “American Counseling Association.”

It was moved by Allen and seconded by Bradley that: Policy 501.4. Approval of Meeting Agenda and Format, be changed to read as follows: “The Executive Committee is charged with the responsibility of developing the agenda and format of Governing Council meetings. A tentative agenda and format should be mailed to all members of the Governing Council four (4) weeks prior to meetings, and input is to be requested from all members with the final agenda and format being developed within six weeks of meetings. Motion passed.”

It was moved by Allen and seconded by Bradley that: The Governing Council votes to reinstate Policies and Procedures Policy 1408.7 – Convention Purpose, and 1408.8 – Role of Host Branch for ACA Convention, in the Policies and Procedures Manual. Motion passed. (These convention policies have been suspended for several years, and it was felt that such suspension should be ended. The policies are contained in the Policies and Procedures Manual and no change in wording is being recommended by this action.)

It was moved by Allen and seconded by Bradley that: The Governing Council directs that the Executive Director, President, key staff and Committee Chair work together to resolve the issues raised by the review of Series 1400 – Standing Committees, in the Policies and Procedures Manual. Motion passed.

It was moved by Allen and seconded by Burlew that: The Governing Council adopt all changes recommended by the Policies and Procedures Committee in Sections 201.7, 201.10, 201.14, 201.15, 301.6, 301.8, 401.1, 401.3, 501.11, 601.11, 701.3, 901.3, 601.2, 1101.3, 1201.1, 1601.4, 1701.4, and 1801.6. Motion passed. The changes adopted by this motion are as follows:

201.7

Revise Policy: Delete “Borrowing” from title; A. Executive Committee Authorization: Change “approved” to “reviewed” and add to end of sentence “and authorized by the Executive Committee”; D. Loans to Governing Council Members: Delete entire sentence, replace with “Loans to Governing Council and Executive Staff members are strictly prohibited.”

201.10

Revise Policy: Change Subtitle A. “Audit Firm” to “Auditing Firm” and B. Audit Report to read: “Every effort will be made to provide the annual audit report to all Governing Council members within two weeks of completion.
Revise Policy: Change Subtitle A. “Audit Firm” to “Auditing Firm” and B. Audit Report: change the word “two” to “four”.

201.14

Revise Policy: Change “shall” to “may”.

201.15

Revision of Implementing Procedure: 2. Duration of Solicitations: Change: Procedures will read “At the time of approval, the duration of solicitations must be determined.” NOTE: This change eliminates the three year limit for solicitations by an entity through the membership form.

301.6

Revise Policy: Change: A. Divisions with Dual Membership: Add after the last sentence "If greater differentiation is required, the requesting organization will be responsible for any related adaptation costs." At end of policy, Add "Reference: Policy 301.4 Official Membership Figures."

301.8

Revise Policy: Change: Policy will read: "When notified, ACA will inform members of the demise of a fellow member."

Revise Implementing Procedure: #1. Notification of President: Change "immediately" to "in a timely manner."

401.1

Revise Policy: A. Gaining Votes – Change – the policy should read: "Any division that currently has one vote, but meets the ACA membership criteria for two votes at June 30 immediately preceding the start of the fiscal year, will be authorized two votes at the next meeting of the Governing Council." Delete "and thereafter."

Revise Policy: B. Losing Votes – Change – Add "officially" before "measured".

401.3

Revise Policy: Change – B. Liaison Responsibilities: 2nd line – "Shall" to "are requested" and 5th line "will" to "are requested".

501.11

Revise Policy: Policy should read "At least two regularly scheduled Governing Council meetings shall occur each year; one in the fall and one immediately prior to or following the annual convention."

601.11

Revise Policy: Policy should read: "ACA officers shall be compensated as follows: President – "Beginning with FY 2001," the President's stipend will be \$55,00 per fiscal year,....."

Revise Policy: Change B. Reimbursement: Add "properly supported and approved" between "submit" and "expense".

Revise Policy: Add "The treasurer will be provided a yearly stipend of \$5,000."

701.3

Revise Policy: Change "shall" to "may".

901.3

Revise Policy: B. Notification of Subsidy: Delete second sentence. Section B should read: "The amount of this subsidy shall be communicated to each Region Chair and Chair-Elect, no later than thirty (30) days prior to the fiscal year."

Revise Policy: D. Accessing Funds: Section D should read, "The Region shall provide an annual accounting of the funds received by no later than July 31 following the conclusion of the fiscal year during which the funds were expended. Once the previous year's accounting report of subsidy is approved, the current year's subsidy will be deposited into Region checking account. The money is then accessed like any other disbursement."

Revise Policy: E. Unused Subsidy: Add "are" between "that" and "not".

Revise Policy: F. Independent Funds: Add "or chair" to the end of the last sentence.

601.2

Revise Policy: Delete "and in one division."

1101.3

Revise Policy: Add "and lunch" following "refreshments". Add after per diem expenses, "except for lunch".

1201.1

Revise Policy: A.1. Contracts: Reverse "ACA" and "ACAIT"; B.1. Contracts: Reverse "ACA" and "ACAF"; C.1. Contracts: Reverse "ACA" and "CACREP".

1601.4

Revise Policy: Add "and educational" after "charitable".

1701.4

Revise Policy: Add "his/her designees" after "Executive Director".

1801.6

Revise Policy: Change B. Space allocation #2. Extra Space – "shall" to "should".

Bylaws Amendment to Article IV, Section 1.b

It was moved by Moll and seconded by Carlisle that: Option Three proposed in the ACA Bylaws Committee Report dated February 3, 2000 be adopted. A report re: the information suggested in the option (i.e., analysis and formulae for membership) is to be prepared by the Executive Committee, Financial Affairs Committee, two members from the current Task Force on Declining Division Membership, Executive Director, and Chief Financial Officer, with consultation from affected Divisions in the Advisory Council, with a report to be given in the Fall 2000. Motion passed. Option Three of the ACA Bylaws Committee Report, referred to in this motion, reads as follows:

Postpone action to a definite date, such as the fall 2000 meeting, at which time the following information would be presented:

- Analysis of the relationship between the size of membership and the value of membership as perceived by members and potential members.
- Predictive formulae regarding the capability of an identified number of members to deliver specific prescribed member benefits.

Report from ACA Task Force on Declining Division Membership

The report from the ACA Task Force on Declining Division Membership was noted. It was agreed that this will be referred to the ACA Executive Committee to look at and possibly make some recommendations. It was also suggested that it would be helpful to include with the report information on which recommendations have been carried out and what still needs to be done; and that this information should also be referred back to Division Presidents for information.

Motion from ASCA on Membership Accounting

The requested action submitted from ASCA was to include ASCA membership figures in the monthly membership reports. It was determined that this will be done and therefore no action on the motion was necessary.

Mission Statement

It was moved by Wilson and seconded by Wigtil that: The Mission Statement adopted in the ACA Strategic Plan be referred to the ACA Bylaws Committee. Motion passed. (This action is necessary because the ACA Mission Statement is included in the ACA Bylaws.)

Motion to Establish Policy for Creation of New Columns in *Counseling Today*

It was moved by Lewis and seconded by Allen that: The Governing Council moves to forward the Media Committee's Policy Recommendation to the ACA Executive Committee for further study. Motion passed.

Motion That ACA Include Additional Groups in Antidiscrimination Statements

Motion That ACA Charge the ACA Ethics Committee to Include Additional Groups in the Antidiscrimination Statement in the Code of Ethics

It was moved by Barret and seconded by Moll that: The Governing Council moves to refer Agenda Item 29 – That ACA include additional groups in Antidiscrimination statements, and Agenda Item 30 – That ACA Charge the ACA Ethics Committee to include Additional groups in the antidiscrimination statement in the Code of Ethics,, to President Ford to seek legal counsel and report back at the Fall 2000 Governing Council meeting. Motion passed. (It was felt that legal opinion is needed on these items also.)

Referral to ACA Executive Committee

It was moved by McMahon and seconded by Moll that: The Governing Council moves to refer any unfinished business to the ACA Executive Committee for action. Motion passed.

Appreciation

It was moved and seconded that: A Resolution of Appreciation to Governing Council Members whose terms are ending be adopted. Motion passed by acclamation. The resolution reads as follows:

WHEREAS, Jackie Allen, Brian Cahillane, Edith Carlisle, Patricia Elmore, Robert Hosford, Linda McGee, Brian McMahon, Marlene Rhodes, and Gaynelle Wilson have served ACA Governing Council as representatives from their respective entities; and

WHEREAS, They have demonstrated the dedication, skills and compassion necessary to leadership; and

WHEREAS, They have contributed significantly to the health of the American Counseling Association;

THEREFORE, BE IT RESOLVED, That the Governing Council of ACA commends them for their efforts with appreciation and gratitude.

It was moved and seconded that: A Resolution of Appreciation to President Donna Ford be adopted. Motion passed by acclamation. The resolution reads as follows:

WHEREAS, Donna Ford has served on her state licensing board, committees of her counseling association and is experienced as a professional; and

WHEREAS, Donna Ford has represented her Division and served as its President; and

WHEREAS, Donna Ford has participated in the leadership of the American Counseling Association (ACA) by serving on its Governing Council and as President-Elect; and

WHEREAS, Donna Ford has exemplified the role of leader in resolving issues, reconciling differences and rewarding professionalism in counselors;

THEREFORE, BE IT RESOLVED, That Donna Ford be commended by Governing Council for her term as President.

Adjournment

There being no further business, the meeting of the ACA Governing Council was adjourned at 12:05 p.m., on March 21, 2000.

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