



## **Bylaws**

### **Article I. Membership**

- Section 01. Membership in the International Association for College Admission Counseling (International ACAC) is a privilege made available to eligible institutions, organizations and individuals as defined by these Bylaws and International ACAC's Policies and Procedures.
- Section 02. All members must be in agreement with International ACAC's Bylaws.
- Section 03. Criteria and qualifications for each category of voting and non-voting members shall be set forth in these Bylaws and in the International ACAC Policies and Procedures.
- Section 04. **Voting Membership**
- (a) Voting membership in International ACAC shall be extended to:
    - (i) Institutions or organizations located outside of the United States and its territories that are not served by other NACAC affiliates.
    - (ii) Individuals who perform the majority of their duties outside of the United States and its territories that are not served by other NACAC affiliates.
    - (iii) Individuals who work in the United States and its territories but whose primary duties are international.
    - (iv) Retired persons who were actively engaged in providing counseling, admission, or financial aid services internationally.
  - (b) A voting member of International ACAC may not be a voting member of any other NACAC affiliate.
  - (c) All voting members have the right to be elected to the Executive Board, to serve on committees, and shall include the following:
    - (i) Educational Institutions
      - 1) Accredited not-for-profit two-to-four-year colleges, universities, and other postsecondary institutions.

- 2) Other accredited universities, and other postsecondary institutions as approved by the Executive Board.
- 3) Secondary schools as approved by the Executive Board.

(ii) Organizations

- 1) Not-for-profit community-based organizations which provide counseling, admission, or financial aid services only to students at the state, province, or local level on an on-going basis.
- 2) Not-for-profit organizations whose primary activities consist of working on a multi-state, national, or international level and providing counseling, admission, or financial aid services to students or to the college admission counseling or financial aid professions.
- 3) Not for-profit primary and secondary school districts and college and university systems.

(iii) Individuals

- 1) Persons employed by voting member institutions and organizations whose professional activities consist primarily of counseling, admission, or financial aid services.
- 2) Independent educational consultants or counselors who are self-employed and provide counseling, admission, or financial aid services to students and/or their parents.
- 3) Retired professionals who were actively engaged in providing counseling, admission, or financial aid services internationally.
- 4) Persons who were employed at a voting member institution or organization during the current year or immediately preceding membership year who are no longer employed by any member or member-eligible institution.

**Section 05. Associate Non-voting Membership**

- (a) All Non-voting members have the right to serve on committees, and shall include the following:

(i) Educational Institutions

- 1) Degree-awarding two-to-four-year colleges, universities, and other postsecondary institutions that are active candidates for accreditation according to International ACAC's Policies and Procedures.

(ii) Organizations

- 1) Organizations that provide products and/or services to the counseling, admission, or financial aid professions or in

support of students in the International ACAC region in the transition to postsecondary education.

(iii) Individuals

- 1) Persons employed by non-voting member institutions and organizations whose professional activities consist primarily of counseling, admission, or financial aid services.
- 2) Students seeking careers in counseling, admission, or financial aid services, renewable annually for up to two years and thereafter only at the discretion of the Executive Board upon review of membership application.

Section 06. Each educational institution or organization member shall designate a principal representative who shall represent and, in the case of a voting member, vote for, such member. The professional responsibilities of the principal representative of a voting member must include providing services and/or products to the counseling, admission or financial aid profession or in support of students in the transition to postsecondary education.

## Article II. Responsibilities of the Membership

Section 01. The members shall promote the practices outlined in NACAC's Guide to Ethical Practice in College Admission.

Section 02. Only voting International ACAC members who are in good standing shall be entitled to vote on matters presented to the membership for action. Each member so entitled to vote may vote in person or electronically as provided herein.

## Article III. Approval, Recognition, and Termination of Membership

Section 01. Membership in International ACAC is a privilege made available to eligible individuals as defined in the Association's Bylaws and by criteria established by the Executive Board, as outlined in the International ACAC Policies and Procedures.

Section 02. Membership in International ACAC may be terminated by action of the Executive Board for failure to comply with the provisions of the Bylaws.

## Article IV. Dues

Section 01. The annual dues of International ACAC shall be determined by the Executive Board and approved by a majority of the members voting in person or electronically as provided herein. The membership must be notified of a proposed change in the dues structure not less than fourteen days prior to the voting period.

Section 02. The term of membership shall be January 1 to December 31.

## Article V. Regional Association

Section 01. International ACAC is an affiliate association of the National Association for College Admission Counseling.

Section 02. The governing documents of International ACAC shall remain consistent with NACAC's governing documents.

#### Article VI. **General Meetings**

Section 01. General Membership Meetings may be held in conjunction with the Annual Conference, with the NACAC Annual Conference or virtually as called by the Executive Board of International ACAC.

Section 02. One-tenth of the voting members of the International ACAC present at any meeting shall constitute a quorum for the transaction of business.

Section 03 The voting membership shall have full responsibility, unless specifically delegated to the Executive Board to:

- (a) Elect officers of International ACAC based on a slate presented by the Governance and Nominating Committee.
- (b) Approve dues set forth by the Executive Board.
- (c) Review the annual budget as approved by the Executive Board.
- (d) Amend the International ACAC Bylaws.

#### Article VII. **The Executive Board and Officers**

Section 01 The Executive Board of International ACAC shall have as its primary purpose to provide general direction and policies for International ACAC. The Executive Board shall, except as otherwise provided herein, have the authority to direct the affairs of International ACAC. The Executive Board shall have the authority to act on legal threats to International ACAC. Each member of the Executive Board shall:

- (a) Participate in the administration of the corporation, planning the Association's programs, evaluating the Association's effectiveness, budgeting, and exercising financial stewardship on all matters.

Section 02 The International ACAC Executive Board shall consist of the following:

- (a) President
- (b) President-Elect
- (c) Past-President
- (d) Vice President for Admission Practices
- (e) Vice President for Advocacy and Outreach
- (f) Vice President for Communications
- (g) Vice President for Finance
- (h) Vice President for Inclusion, Access, and Success
- (i) Vice President for Membership

- (j) Vice President for Professional Development
  - (k) Vice President for Diversity, Equity, and Inclusion
  - (l) Delegates to the NACAC Assembly
- Section 03 Except as otherwise provided in Sections 8, 9 10, and 11 of this Article, the officers/Executive Board members of International ACAC shall be elected by the membership.
- (a) Candidates for all elected positions must be voting International ACAC Members and eligible for voting NACAC Membership.
  - (b) Newly elected Executive Board members shall begin their term on the last day of International ACAC's annual conference.
  - (c) Newly elected Executive Board members shall be voting NACAC members by the beginning of their term.
- Section 04 No person shall hold national and affiliate office simultaneously.
- Section 05 The President-Elect shall be elected annually and shall succeed in sequence annually to the office of President and Past-President upon the annual completion of the term.
- Section 06 The term of office for all other Executive Board members shall be as follows:
- (a) Vice Presidents serve three-year terms, with a maximum of two consecutive terms in any VP office, whether it is the same office or two different VP offices.
  - (b) NACAC Assembly Delegates serve three-year terms with a maximum of two consecutive terms of office.
- Section 07 Members of the Executive Board shall be entitled to the full membership privileges to which they are entitled at all General Membership Meetings.
- Section 08 An unexpired term of the President shall be completed by the President- Elect who shall subsequently serve the normal term as President.
- Section 09 An unexpired term of the President-Elect shall be filled from persons eligible by an appointment of the President, in consultation with the International ACAC Governance and Nominating Committee, subject to the approval of the Executive Board.
- Section 10 If a vacancy occurs in the office of the Past-President, it shall be filled by the immediate active Past-President, or a previous Past-President.
- Section 11 The balance of an unexpired term of office of any officer of International ACAC, other than the President, President-Elect, or Past-President shall be filled from the persons eligible under Section 3 of this Article. The unexpired term of office shall be filled by appointment by the President, subject to the approval of the Executive Board.
- Section 12 Any Executive Board member who is no longer eligible for office due to a change in employment status or location may, upon the affirmative vote of two- thirds of the voting members of the Executive Board, continue in office for the balance of their term.
- Section 13 In accordance with Virginia law (§ 13.1-860. Removal of directors.), an Executive Board member may only be removed from office at a general or special meeting

complying with the terms of these Bylaws after proper notice, and only by a vote that would suffice for their election.

## Article VIII. **Powers and Responsibilities of Officers**

Section 01 The President of International ACAC shall:

- (a) Call and preside over all meetings of the General Membership and Executive Board.
- (b) Serve as the official spokesperson for the Association.
- (c) Appoint members of standing and ad-hoc committees and replace any vacancies that occur in the committees of the Association during their term, subject to the approval of the Executive Board.
- (d) Serve as an ex-officio member of all of International ACAC's Committees except the Governance and Nominating Committee.
- (e) Serve as a Delegate to the NACAC Assembly.

Section 02 The President-Elect of International ACAC shall:

- (a) In the absence or disability of the President, have all the powers of the President and perform all of the duties of the President without prejudice to their term of office as President-Elect.

Section 03 The Past-President of International ACAC shall:

- (a) Serve as chair of the Governance and Nominating Committee.
- (c) Serve as the Chief Delegate to the NACAC Assembly.

Section 04 The Vice President for Admissions Practices of International ACAC shall:

- (a) Represent the Association in discussions and presentations of admissions practices, ethical concerns, and professional challenges faced by members.
- (b) Chair the International ACAC Admissions Practices Committee.

Section 05 The Vice President for Advocacy and Outreach of International ACAC shall:

- (a) Chair the International ACAC Advocacy and Outreach Committee

Section 06 The Vice President for Communications of International ACAC shall:

- (a) Chair the International ACAC Communications Committee.

Section 07 The Vice President for Finance of International ACAC shall:

- (a) Be responsible for financial oversight of the Association's budget and assets.
- (b) Authorize the submission of any reports required by federal authorities.
- (c) Chair the International ACAC Finance Committee.

Section 08 The Vice President for Inclusion, Access, and Success shall:

- (a) Chair the International ACAC Inclusion, Access, and Success Committee

Section 09 The Vice President for Membership of International ACAC shall:

- (a) Chair the International ACAC Membership Committee.

Section 10 The Vice President for Professional Development of International ACAC shall:

- (a) Chair the International ACAC Professional Development Committee

Section 11 The Vice President for Diversity, Equity, and Inclusion of International ACAC shall:

- (a) Chair the International ACAC Diversity, Equity, and Inclusion Committee

#### Article IX. **Delegates to the NACAC Assembly**

Section 01 International ACAC Delegates to the NACAC Assembly shall be elected by voting members of International ACAC who are also voting members of NACAC and who indicated International ACAC as their affiliate of record, using a slate of candidates.

- (a) The slate of candidates shall be proposed by the Governance and Nominating Committee.
- (b) Whenever possible, the Governance and Nominating Committee shall make every effort to provide geographic and institutional balance which roughly parallels the geographic and institutional diversity of International ACAC's voting membership.
- (c) Candidates must be voting International ACAC and NACAC members, with International ACAC listed as their affiliate of record.
- (d) To be eligible for election as a Delegate or to be appointed to the position, a candidate must be the principal representative of a voting NACAC member institution or organization or a voting individual member of NACAC by July 1.
- (e) Only one person employed by a member organization, agency, or institution shall serve as a Delegate to the NACAC Assembly for International ACAC.

Section 02 Delegates serve a term of three years. Delegates shall begin their term of office on the last day of International ACAC's annual conference of the year in which they may be seated in the Assembly.

Section 03 If, due to growth in International ACAC, additional Delegates to the NACAC Assembly are allowed, the President will appoint Delegates in consultation with the International ACAC Bylaws, Approved December 2021

ACAC Governance and Nominating Committee, subject to the approval of the Executive Board, until such time as the next election can be held to elect a Delegate to the position.

- Section 04 In order to remain as Delegates to the NACAC Assembly, incumbents must continue to qualify as voting members of International ACAC and NACAC. Each Delegate shall continue to be qualified for up to 60 days following a change in their employment.
- Section 05 Delegates shall serve no more than two consecutive terms.
- Section 06 Delegates to the National Assembly hold voting seats on the Executive Board of International ACAC.
- Section 07 Delegates shall actively support the activities of the International ACAC Executive Board.
- Section 08 Alternate Delegates shall be appointed by the International ACAC Executive Board to fill vacancies as needed.

#### Article X. **Committees**

- Section 01 The Executive Board may organize standing Association committees as needed. Each committee shall be chaired by an International ACAC voting member who is responsible for the oversight and administration of the committee's stated responsibilities. Unless the chairpersons are also vice presidents, committee chairs are not voting members of the Executive Board.
- (a) The Admissions Practices Committee shall educate admission and counseling professionals and their institutions regarding ethical college admission standards adopted and promoted by NACAC, using the Guide to Ethical Practice in College Admission as its guiding document.
  - (b) The Advocacy and Outreach Committee shall communicate information regarding school and college admission counseling to legislative bodies and seek out and maintain strategic relationships that support the transition of students to postsecondary education.
  - (c) The Communications Committee shall support the efforts of International ACAC by facilitating, enhancing, and supporting the flow of information among members, the Executive Board, and the public at large.
  - (d) The Finance Committee shall act as an advisory board for all financial matters of International ACAC. The committee's overall role is to review, study, and make recommendations on all of International ACAC's financial affairs and investments. It is also responsible for proposing an annual budget for International ACAC for presentation to the Executive Board, as well as investigating and proposing ways of increasing revenue and limit expenditures. It shall also review, on an annual basis, all areas of financial activity in an effort to promote and maintain sound fiscal management.
  - (e) The Governance and Nominating Committee shall review governing documents and related policies and recommend amendments. The committee shall review eligibility for officers and Delegates to the NACAC Assembly and nominate a slate of nominees for Executive Board offices. The committee shall be chaired by the immediate active Past-President of International ACAC and consist of at least two other current or former Executive Board officers. The



committee members must be approved by the Executive Board at or before the annual NACAC Conference.

- (f) The Inclusion, Access, and Success Committee shall develop and recommend goals which promote sensitivity to human differences and guide the expansion of equal access for all students to postsecondary educational opportunities.
- (g) The Diversity, Equity, and Inclusion Committee shall review the membership, including at the committee and Executive Board levels; explore institutional structures, procedures, and practices and to identify paths to progress in these areas; consider avenues to leadership and involvement within the Association that promote principles of inclusion and diverse representation; and recommend pathways moving forward.
- (h) The Membership Committee shall review membership categories and make recommendations regarding changes. This committee shall also review and approve new requests for membership.
- (i) The Professional Development Committee shall develop, implement, and evaluate the professional development offerings for all members.

Section 02 The chairpersons of standing committees may appoint their committee members, subject to approval by the Executive Board. The President of International ACAC shall submit a report of all committees to the NACAC Executive Director.

Section 03 The Executive Board may assign other duties to any of the standing committees.

Section 04 Each standing committee of the Association shall be composed of at least three International ACAC members.

Section 05 Any member of a standing committee may be removed from service at any time, upon the affirmative vote of two-thirds of the voting members of the Executive Board.

#### Article XI. **Calling of Meetings**

Section 01 The President of International ACAC will:

- (a) Call General Membership Meetings twice each calendar year.
- (b) Have the authority to call special membership meetings (including virtual), as they deem necessary, and/or upon the request of two-thirds (2/3) of the entire Executive Board or one-tenth (1/10) of the members entitled to vote. Any notice of a special meeting shall state the purposes for which the meeting is called.
- (c) Hold Executive Board meetings at least twice each year.
- (d) Send notice of General Membership Meetings to each member entitled to vote at such meetings at least one month before such meeting.

#### Article XII. **Parliamentary Authority**

Section 01 The latest edition of "Robert's Rules of Order" shall govern all matters of International ACAC not governed by these Bylaws.

### Article XIII. **Quorum**

- Section 01 One-tenth of the voting members of International ACAC entitled to vote and registered at the Annual Conference on the close of registration the day preceding the General Membership meeting shall constitute a quorum for this meeting when such meeting has been called in accordance with these Bylaws.
- Section 02 One-tenth of the voting members of International ACAC entitled to vote and registered at the NACAC Conference on the close of registration the day preceding the General Membership meeting shall constitute a quorum for this meeting when such meeting has been called in accordance with these Bylaws.
- Section 03 One-tenth of the voting members of International ACAC entitled to vote shall constitute a quorum for any electronic vote when such meeting has been called in accordance with these Bylaws or for electronic or other votes taking place outside of such a meeting where such ballot initiatives have been approved by the Board.
- Section 04 A simple majority of voting members of the Executive Board shall constitute a quorum for an Executive Board Meeting when such a meeting has been called in accordance with these Bylaws.

### Article XIV. **Amendments**

- Section 01 A two-thirds vote of approval of the voting members of International ACAC present at a General membership meeting is required to amend these Bylaws. Bylaws may be also amended by a separate vote electronically, provided that two-thirds of those members participating vote to approve. At least one-tenth of voting members must participate in the separate vote electronically to meet the quorum requirement.

### Article XV. **Adoption**

- Section 01 A two-thirds vote of approval of the voting members of International ACAC present at a General membership meeting or through mail ballot of the voting membership is required to adopt these Bylaws. Bylaws may also be adopted by a separate vote electronically, provided that two-thirds of those members participating vote to approve. At least one-tenth of voting members must participate in the separate vote electronically to meet the quorum requirement.

- *Adopted October 1, 1992*
  - o *First General membership meeting at 48th NACAC Conference, Los Angeles, CA.*
- *Amended Oct 2, 1997*
  - o *General membership meeting at 53rd NACAC Conference, San Francisco, CA.*
- *Amended Sept. 20, 2001*
  - o *General membership meeting at 57th NACAC Conference; San Antonio, TX.*
- *Amended Sept. 22, 2005*
  - o *General membership meeting at 61st NACAC Conference; Tampa, FL.*
- *Amended July 15, 2006*
  - o *General membership meeting at 13th OACAC Conference; Fort Worth, TX.*
- *Amended September 24, 2009*
  - o *General membership meeting at 64th NACAC Conference; Baltimore, MD.*
- *Amended November, 2012*
  - o *Electronic vote.*
- *Amended July, 2014*
  - o *General membership meeting at 21<sup>st</sup> OACAC Conference; Tampa, FL.*
- *Amended September, 2014*
  - o *Electronic vote.*
- *Amended July 2015*
  - o *General membership meeting at 22<sup>nd</sup> OACAC Conference, Eugene, OR.*
- *Amended September 2015*
  - o *General membership meeting at 71st NACAC Conference, San Diego, CA.*
- *Amended July 2018*
  - o *General membership meeting at 25<sup>th</sup> International ACAC Conference, New Orleans, LA.*
- *Amended October 2020*
  - o *General membership meeting held virtually.*
- *Amended May 2021*
  - o *General membership meeting held virtually.*