

# **CONSTITUTION OF WESTCHESTER PUTNAM ROCKLAND COUNSELING ASSOCIATION**

## Article I – Name, Purpose and Affiliations

The organization shall be called Westchester Putnam Rockland Counseling Association (WPRCA).

### Section 1. The purpose of the Association shall be:

- a) To unite in a local organization those persons engaged in or interested in school counseling, college admissions, personnel work, mental health counseling or other counseling professions in Westchester, Putnam and Rockland counties and the greater New York Metropolitan area.
- b) To foster sound counseling, personnel and guidance principles, policies and ethical practices in education, business, industry, government, social agencies, and service organizations;

## Article II – Membership

Section 1. Any person who is engaged or interested in counseling, student personnel, mental health or guidance work, may apply for membership in this organization.

Section 2. Members of this association shall be encouraged to apply for membership in the New York State School Counselor Association (NYSSCA), the American School Counselor Association (ASCA), the American Counseling Association (ACA) and the New York State Association for College Admissions Counseling (NYSACAC).

## Article III – Officers and Trustees

### Section 1. Officers

- a) The officers of the Association shall be President, President-Elect, Immediate Past President and Treasurer, all of whom shall be members.
- b) The Treasurer shall be elected for a two- year term.
- c) A Secretary will be elected on an annual basis as a non-voting member of the Executive Board.
- d) The President-Elect shall be elected for a period of one year.
- e) The President-Elect shall succeed automatically to the office of President at the end of his or her one-year term as President-Elect, or earlier, should the office of President be vacated for any reason. In such case, the President – Elect shall complete the unexpired term of the president, followed by his or her own full one-

year term in the office of President. It shall then be the responsibility of the President to appoint a Program Chairperson for the remainder of the term.

- f) A WPRCA member, appointed by the President to the board, shall assume the duties of Past-President should the office of Past-President be vacated for any reason
- g) A WPRCA member, appointed by the President to the board, shall assume the duties of Treasurer should the office of Treasurer be vacated for any reason.

## Section 2. Trustees

- a) There shall be six Trustees of the Association
- b) Trustees shall be elected at the annual election, and shall hold office for a term of three years.
- c) Trustees will be responsible for serving on the event planning committee, chaired by the President-Elect, and may join other committees, according to interests and talent.

## Section 3. Term of Office

The term of office for all elected officers and trustees shall begin with the installation meeting in June.

Section 4. All elected officers and trustees shall be members of WPRCA.

Section 5. Elected officers and trustees are encouraged to become members of professional associations relevant to their work.

## Article IV – The Executive Board

Section 1. The Executive Board of the Association shall consist of the following: President, President-Elect, Secretary, Treasurer, Trustees, Immediate Past President of the Association, and other appointees designated by the President. If, by September 30 of any current year, a county (Westchester, Putnam and Rockland) is not represented on the Executive Board, the President will appoint a liaison person from that county to serve on the Executive Board for that year. All appointed officers shall be current members of WPRCA.

Section 2. The Executive Board shall hold at least four meetings each fiscal year.

Section 3. A simple majority of the elected members of the Executive Board shall constitute a quorum for the transaction of business.

Section 4. The Executive Board shall have the responsibility of transacting the business of the Association and shall speak on behalf of the membership of the organization.

Section 5. The Executive Board shall have the authority to fill any vacancy in the offices of secretary, treasurer, or Trustee until the next annual election. The vacancies shall be filled by a simple majority vote of the Executive Board. The order of succession shall be President-Elect, Past President and Treasurer.

#### Article V – Committees

Section 1. The chairperson of each standing committee shall be appointed by the President with the exception of the Program Committee Chairperson who shall be the President-Elect.

Section 2. Special Committees may be appointed at any time by the President.

Section 3. Special Committee Chairpersons are expected to attend Executive Board meetings but will not have a voting privilege.

#### Article VI – By-Laws

Section 1. Amendments to the By-Laws may be introduced by the Executive Board or by a petition to the Executive Board signed by a simple majority of elected members.

Section 2. By-Laws and amendments to the By-Laws may be adopted at any program meeting of at least 30 members for which the membership have been given advance in writing of proposed changes to be voted upon. This notice should be sent at least 14 days in advance of the program meeting. Within 14 days of the program meeting, a ballot must be sent to the members. Two-thirds of the ballots cast must approve the amendment.

#### Article VII – Amendments

Any member of this organization has the right to propose an amendment to the constitution by presenting the proposed amendments in writing to the Executive Board in the following ways:

- 1) by bringing a petition for the consideration of this amendment with signatures of 20 members to the Executive Board;

OR

- 2) by a simple majority vote of the voting members of the Executive Board.

The Executive Board is then required to present the amendment in writing to the voting membership. To do this, the members must be notified in writing of the amendment 14 days prior to the program meeting at which time the amendment will be discussed.

Within 14 days of the program meeting, a ballot must be sent to the members. Two-thirds of the ballots cast must approve the amendment.

#### Article VIII – Corporate Dissolution

Should the organization decline in membership, or if a quorum of board members cannot be maintained over the period of one year, the executive board, by unanimous vote, can vote to dissolve the Westchester Putnam Rockland Counseling Association.

The process for dissolution shall consist of:

1. Unanimous vote of the board to initiate the dissolution process sets into motion the following steps among general membership at which time:
  - a. Board members can step forward or current members may be nominated within a three month time period
    - i. Current board will develop slate of officers for vote by general membership within one month
    - ii. Upon vote and repopulation to full board, motion to dissolve WPRCA is withdrawn and WPRCA continues to function with full board

or:

- b. Officers do not develop within a three month time period
  - c. Current board continues to dissolve WPRCA until conclusion including
    - i. Notification to all members that dissolution will take place
    - ii. Final audit and financial report is developed
    - iii. Process for financial dissolution including
      1. Final accounting of financial holdings
      2. Choice of 501(c)3 IRS charity chosen for donation of funds
      3. 2/3 vote of board to agree to donation organization
      4. Close out final obligations
      5. Net to charity
2. Notification to all members of financial disposition at final close out.
  3. Notification via appropriate paperwork to NY State regarding dissolution of WPRCA (corporation). (The assistance of an attorney may be required – will need estimate of cost prior to close out).

## WPRCA BY-LAWS

### Article 1 – Membership and Dues

Section 1. The amount of the annual dues for membership in this Association shall be left to the discretion of the Executive Board payable to the Association according to the designated yearly membership cycle, which starts in September.

Section 2. A Membership Chairperson shall be appointed by the President. He or she shall be responsible for maintaining up-to-date records of membership status.

Section 3. The publication of a Directory of Members shall be the responsibility of a member appointed by the President with the assistance of the Membership Chairperson.

### Article II – Duties of Officers and Members of the Executive Board

#### PRESIDENT

Section 1. It shall be the duty of the President to preside at all meetings, and to enforce all the laws and regulations relating to the Association.

Section 2. The President shall call meetings of the Association and of the Executive Board when necessary, or when asked to do so by a majority of the voting members of the Executive Board.

Section 3. The President will review the constitution and By Laws at the first Board meeting.

#### PRESIDENT – ELECT

Section 4. In the absence of the President, the President-Elect shall have all the powers and prerogatives of the President. The President-Elect shall be the Program Chairperson.

#### PAST PRESIDENT

Section 5. The Immediate Past President shall serve as Chairperson of the Nominations and Elections Committee following his/her term as President. The Constitution and By-Laws should be reviewed and/or revised by a committee chaired by the past president every three (3) years.

## SECRETARY

Section 6. All resolutions and proceedings of meetings, whether of the Association or of the Executive Board, shall be recorded by the Secretary; the Secretary shall prepare correspondence so delegated by the President and by the Executive Board, and shall perform all duties pertaining to the office of Secretary. The Secretary shall maintain and pass on to the successor the official current copy of the constitution, all official records, statements and publications of the organization.

## TREASURER

Section 7. The Treasurer shall keep records of all official financial transactions of the Association, collect all monies due the Association and file appropriate tax forms and information. All monies payable by the Association shall be paid by check signed by the Treasurer or President upon submittal of authorized proper WPRCA documentation. The Treasurer shall arrange for an audit as required. The treasurer shall be responsible for turning over all official completed fiscal records to the successor.

## TRUSTEES

- d) Section 8. It shall be the duty of the Trustees to attend Executive Board meetings called by the President for the purpose of conducting the business of the Association.

## EXECUTIVE BOARD

Section 9.

- a) Members of the Executive Board, as outlined in Article IV, Section 1, will have the responsibility to attend Executive Board meetings. In order to ensure the effective governance of the association, all members who attend less than half of the scheduled meetings during each academic year of their term of office may, at the discretion of the Board, be asked to resign their position on the Board. The Executive Board will appoint a replacement to the Board for the remainder of that officer's term. (As per Article IV, Section 5).
- b) The term of the office for the liaisons and appointed representatives shall be one year, to coincide with the term of office of the President.
- c) Each Committee Chairperson shall be required to submit to the Treasurer a formal complete budgetary request for the ensuing operating year by the first meeting of the fiscal year, which begins in September.

Section 10. The President may appoint one member of the Executive Board to serve as Parliamentarian. His/her duty shall be to interpret and to provide for proper adherence to the constitution. Roberts' Rules of Order, Revised, shall govern the proceedings of the Association not otherwise specified in the Constitution and By-Laws.

### Article III – Nominations and Elections

Section 1. A Nominations and Elections Committee of six members shall consist of the immediate Past President (to serve as Chairperson), President – Elect and four persons from the membership at large, to be appointed by the President. These should represent elementary and middle school, secondary school, post-secondary school and other areas. The Membership Chairperson shall serve as an ex-officio member. Every attempt should be made for this committee to be representative of the tri-county area.

Section 2. The Nominations and Elections Committee will recruit candidates, make final determination of the slate and in no case submit more than two nominations for President-Elect, nine for Trustees, and two for Treasurer.

Section 3. In the case of Trustee, the candidates receiving the largest number of votes will fill vacant trustee positions.

Section 4. In the case of a tie, a run-off election will be held and a simple majority will determine the winner(s).

Section 5. A member may not run for more than one position at the annual election.

Section 6 The duties of the Nominations and Elections Committee include the following:

- a) To solicit nominations from all members;
- b) To request that all nominations solicited on “a” above, be returned to the committee by a specified date which, in any case, is to be no later than March 15.
- c) To prepare and distribute ballots, no later than April 15 to all those who hold memberships as of March 1;
- d) To request that all ballots be returned to the committee on or before a specified date which, in any case, is to be no later than April 30;
- e) To present a written report of the results of the elections to the Executive Board prior to the final membership meeting;
- f) To disseminate the results of the election to the membership no later than the final meeting.

### Article IV – Meetings

At least four professional development programs shall be held each year.

#### Article V – School Counselors of Rockland County (SCRC)

The School Counselors of Rockland County is herewith recognized as a formally organized association within the geographical boundaries of Rockland County sharing unique interests, a rich heritage and long history of organized activities. School Counselors of Rockland County (SCRC) shall be represented on the WPRCA Executive Board for as long as the SCRC constitution attests to the fact that WPRCA officially represents Rockland at the state and national levels and encourages Rockland counselors to become members of WPRCA.

#### Article VI – Review of Constitution and By-Laws

The Constitution and By-Laws should be reviewed and/or revised by a committee chaired by the past president every three (3) years.