

# **ARTICLES OF ORGANIZATION AND BY-LAWS**

## **ARTICLES OF ORGANIZATION**

### **Article I. NAME**

1. The name of the organization shall be the New England Association for College Admission Counseling, Inc. (NEACAC), a chartered regional affiliate of the National Association for College Admission Counseling and duly incorporated under the laws of the Commonwealth of Massachusetts.

### **Article II. PURPOSES**

1. The purposes of NEACAC are exclusively educational and charitable and are to:
  - a. Establish and maintain high professional standards in admission and financial aid counseling and guidance at secondary schools, two and four-year colleges, universities, other post-secondary educational institutions, and related educational organizations and agencies.
  - b. Develop and expand the relationships among secondary schools, two and four colleges, universities, other post-secondary educational institutions, and related educational organizations and agencies.
  - c. Assist in the development of effective programs of counseling and guidance which will aid students in making suitable plans for their post-secondary school education.
  - d. Assist in the development of professional competence and help meet the professional needs of individuals involved in admission procedures.
  - e. Service students, parents, secondary schools, post-secondary educational institutions, and related educational organizations and agencies by considering the entire range of influences on a student's transition from secondary school to post-secondary education without regard to race, creed, sex, political affiliation, physical condition or national origin.
  - f. Assist in the coordination of activities with other professional organizations with similar objectives.
  - g. Promulgate and promote adherence to the Statement of Principles of Good Practice of the National Association for College Admission Counseling (NACAC).

### **Article III. MEMBERSHIP**

Membership in the NEACAC implies acceptance of and adherence to the standards set forth in the NEACAC Articles of Organization and By Laws in the NACAC Statement of Principles of Good Practice.

1. Voting membership in NEACAC shall be extended to:
  - a. Two and four-year colleges, universities and other post-secondary educational institutions in New England which are not-for-profit, which are accredited by a regional or state accrediting agency or by a professional accrediting agency listed in the latest edition of the "Higher Education Directory" published by Higher Education Publications, Inc., or any successor listing approved by the Governing Board, and are in agreement with the purposes of NEACAC and NACAC. A member post-secondary institution shall designate as its representative a person charged with the responsibility for admitting its students.

- b. Individual primary and secondary schools or school districts within New England which are:  
(1) accredited by an educational accrediting agency, provided that such an agency, (2) in agreement with the purposes of NEACAC and NACAC. A member school or school district shall designate as its representative a person charged with the responsibility for guiding students in planning for post secondary education.
- c. Other secondary schools, organization, agencies and institutions within New England, whose principal function, in the judgment of NEACAC Governing Board, is providing post-secondary school admission counseling and financial aid services; and further, whose aims and objectives, in the judgment of the Governing Board, are in agreement with those of NEACAC and NACAC. Such a member shall be represented by an officer charged with the responsibility of performing services related to the counseling or admission of students.
- d. Individuals whose professional activity in the area of counseling or admitting students is at an NEACAC-voting member institution.
- e. Individuals who were actively engaged in providing counseling, admissions or financial aid services at one or more NEACAC member institutions for an aggregate of 15 years, or who provided these services at NACAC member institutions in another state or regional ACAC for ten years or more and at one or more NEACAC member institutions for at least the last five years and who are (1) age 65 or over or (2) deemed retired under the retirement program of the last NEACAC institution employing such individual; provided in each case, that such individual is not otherwise employed on a full time basis and provided further, in each case, that such an individual is no longer engaged providing counseling, admissions, financial aid service or other related services, including, but not limited to the distribution of products or the provision of services to post-secondary educational institutions, primary or secondary schools, organizations, agencies or institutions providing post-secondary counseling, admissions or financial aid services, primary or secondary school districts, college or university systems, or individuals engaged in providing counseling, admissions or financial aid services.
- f. Any Independent Counselor from within New England who has been approved as an Independent Counselor Voting Member of National ACAC and who is not a voting member of another state or regional association, and who submits an application for membership to NEACAC, upon approval of the NEACAC Governing Board on the recommendation of the Membership Chairperson.
- g. Any Independent Counselor from within New England who is in agreement with the purposes of NACAC and otherwise adheres to the Statement of Principles of Good Practice and who is not a voting member of another state or regional association, upon approval of the NEACAC Governing Board on the recommendation of the Membership Chairperson, provided that he/she meets the following criteria:
  - (1.) (a.) Five years of college counseling experience in a secondary school or a college/university setting; OR
  - (b.) Three years of college counseling experience in a secondary school or college/university setting AND a Master's Degree in a counseling related discipline; OR
  - (c.) Five years of counseling experience as a practicing independent counselor AND a Master's Degree in a counseling related discipline.
- (2.) Submission of letters of recommendation from three voting members of NACAC and NEACAC whom the candidate has known for a minimum of three years, including at least one from a secondary school member. NOTE: Each reference must be either the principal voting representative of a NEACAC and NACAC member institution. NEACAC

will contact the members listed on the application since there is a special recommendation form to be completed.

- (3.) Copies of all the literature used in the promotion of the applicant's services must be submitted to and reviewed by appropriate members of the NEACAC Governing Board.
  - h. Any independent counselor who may not meet all criteria specified in f. or g. above after application for membership is filed through the Membership Chairperson and presented to the NEACAC Governing Board for consideration on an individual basis.
  - i. A regional representative of a non-New England Collegiate Institution who performs the majority of his or her professional duties in New England, is eligible to hold a voting membership and a seat on the NEACAC Governing Board, provided that said member does not hold voting membership in any other ACAC state or regional affiliate.
2. Associated non-voting membership may be extended to
    - a. Not-for-profit institutions and organizations within and outside New England which, in the judgment of the NEACAC Governing Board, are in agreement with the objectives of NEACAC and whose purposes are dedicated to the promotion of post-secondary school education.
    - b. Any Independent Counselor from outside New England who has been approved as an Independent Counselor Voting Member of National ACAC may be approved by the NEACAC Governing Board on the recommendation of the Membership Chairperson.
    - c. Individuals whose professional activities in the area of counseling or admitting students is at an NEACAC Associate Member Institution.
    - d. Graduate students seeking careers in counseling, admission, or financial services.
    - e. A college or post secondary institution which meets the qualifications as an NEACAC Affiliate. To satisfy the requirements as a NEACAC Affiliate, a college or post secondary institution must meet the following: (1) be accredited by an educational accrediting agency; (2) Provide post-secondary education, opportunities, and service; (3) be in agreement with the purposes of NEACAC and NACAC; (4) receive the approval of the NEACAC Governing Board or the NEACAC Executive Board; (5) and subscribe to the annual fee for college and post-secondary institutions to be recognized as NEACAC Affiliates and the fees assessed for NEACAC Affiliates to participate in the NEACAC College Fairs. These fees would be the same as those assessed for colleges and institutions that qualify as Associate Members of NEACAC.
  3. Each voting member of NEACAC shall have one vote on all matters which require action by the full membership. An individual who is designated the principal voting representative of an institution shall vote as a representative of that institution and not as an individual member.
  4. Membership may be terminated by vote of the Governing Board for:
    - a. Failure to comply with the provisions of the Statement of Principles of Good Practice.
    - b. Failure to maintain requirements for membership.
    - c. Failure to pay the annual dues.

#### **Article IV. GENERAL MEETING**

1. A general meeting of the membership shall be held at least once a year upon the call of the President.
2. The place and date of the meeting shall be determined by the Governing Board.

#### **Article V. OFFICERS**

1. There shall be a President, a Vice President, a President-elect, a Secretary, and a Treasurer. Except for the Vice President, who shall be appointed by the President, each shall be elected from the general membership. The President, Vice President, and the President-elect shall serve a term of one year. The Secretary and Treasurer shall serve a term of two years. All others shall be elected by a majority vote by a mail ballot and shall take office at the Annual Meeting or May 1 following their elections, whichever comes later. All officers must be full voting members of NACAC at the time they assume office. All officers shall be members of the Governing Board.
2. Duties
  - a. Duties of the President shall be:
    - (1.) To prepare the agenda for all meetings.
    - (2.) To preside at all meetings of the Association and the Governing Board.
    - (3.) To serve as an ex-officio member of all committees.
    - (4.) To appoint the chairperson(s) of each committee authorized by the Articles of Organization or deemed advisable by the Governing Board.
    - (5.) To serve as a delegate to the NACAC Assembly.
    - (6.) To assume such other responsibilities as directed by the Governing Board.
  - b. Duties of the Vice President shall be:
    - (1.) To preside at any meeting of the Association or Governing Board in the absence of the president.
    - (2.) To assist the President as requested.
  - c. Duties of the President-elect shall be:
    - (1.) To succeed the President.
    - (2.) To act as an ex-officio member of the Annual Meeting Committee.
    - (3.) To serve as a delegate to the NACAC Assembly.
    - (4.) To assume such other responsibilities as directed by the President.
  - d. Duties of the Secretary shall be:
    - (1.) To be responsible for the records of the Association.
    - (2.) To send out all necessary notices.
    - (3.) To record the Minutes of all meetings of the Membership or Governing Board and to distribute those Minutes to appropriate parties.
    - (4.) To assume such other responsibilities as directed by the President.
  - e. Duties of the Treasurer shall be:
    - (1.) To be responsible for the funds of the Association.
    - (2.) To be responsible for payment of all bills of the Association.
    - (3.) To collect membership dues and any special assessments.
    - (4.) To make an annual report to the Association.
    - (5.) To serve on the Budget and Finance Committee and to help prepare and oversee the annual budget of the Association.
    - (6.) To make regular reports on the financial status of NEACAC to the Governing Board and Membership.
    - (7.) To assume such other responsibilities as directed by the President.
3. Vacancy in Constitutional Office (President-Elect, President, Past President, Secretary, Treasurer)
  - a. Past President—If, at any time the office of Past President becomes open prior to completion of an incumbent's term of office, a replacement shall be appointed at the earliest possible time.

- (1.) The Executive Board (Article VII-e) shall choose a replacement who is already a Past President of this organization.
  - (2.) If no Past President is available, or able to accept the appointment, any appropriate member of the Governing Board shall be appointed by the Executive Board.
  - (3.) The person appointed to this position will complete the unexpired portion of the Past President's term.
- b. President—If a President, for any reason is unable to complete his/her term, a replacement shall be installed in office at the earliest possible time.
- (1.) If the vacancy occurs after the President has served more than half a term (six month +), the Executive Board will select a replacement.
    - (a.) Procedures to be followed are the same as those for replacing a Past President (a above)
    - (b.) The replacement will complete both the remainder of the Presidents term and the full one-year term as Past President.
  - (2.) If the vacancy occurs when the President has completed less than half (six months) of a term, a formal nominating procedure will be utilized to determine a replacement.
    - (a.) The Executive Board meets as a nominating committee to select a member deemed appropriate to assume the office of President. (This nominating process may be conducted by telephone if necessary.)
    - (b.) The Governing Board approves the nomination after which the nominee becomes the Acting President. (Governing Board vote may be taken by telephone if necessary. A record of the vote must be kept and a majority of the board must approve if a telephone vote is taken.)
    - (c.) A ballot is prepared and sent to the membership for a vote of confirmation. Regular balloting procedures as outlined in the election By-Laws shall be followed.
    - (d.) Normally no more than thirty days should elapse between the occurrence of a vacancy and the submission of a new candidate to members for confirmation.
    - (e.) The newly elected President shall serve both the remainder of the President's term and shall then assume the office of immediate Past President.
    - (f.) In the event of a resignation after the Annual Meeting and prior to the following September, the process shall be completed at the next regularly scheduled Governing Board meeting and immediately submitted to the membership for confirmation.
- c. President-Elect—If the President-Elect resigns at any time, a new President-Elect shall be elected following the election procedures as outline in B2 (a)-(f) above. The new President-Elect will be considered duly elected and will automatically succeed to the offices of President and then immediate Past President.
- d. Secretary and Treasurer—(Elected for two-year terms)
- (1.) If resignation occurs after the completion of more than half a term (one year +), the Executive Board will select an appropriate member to complete the remainder of the term. When a member serves an unexpired term, it should not be counted against any restriction on the number of terms in office.
  - (2.) If resignation occurs before the completion of half a term (less than one year), an election shall be conducted following the procedures used to replace a President who has not completed more than half a term in office {B2 (a)-(f)} The new Secretary or Treasurer shall serve the remainder of the term of office.

## **Article VI. GOVERNING BOARD**

1. The Governing Board shall consist of the immediate Past President and all officers, Committee Chairpersons, Delegates to the National ACAC Assembly, and other appointed persons.
2. Duties of the Governing Board shall be:
  - a. To act in advisory capacity to the President and Committee Chairpersons.
  - b. To act in a policy-making capacity for the organization.
  - c. To meet regularly at the call of the President or by a two-thirds vote of the Governing Board.
  - d. To appoint another officer to preside at any meeting of the Association or the Governing Board in the absence of the President and Vice President.

#### **Article VII. REPRESENTATIVES TO THE ASSEMBLY OF THE NATIONAL ASSOCIATION FOR COLLEGE ADMISSION COUNSELING**

1. As provided for in the "By-Laws" of NACAC, each regional association which has at least twenty voting members of NACAC as of March 1 is entitled to two delegates to the Assembly. A state or regional group with at least one hundred NACAC voting members is entitled to four delegates to the Assembly. Two additional representatives may be elected for each additional hundred NACAC voting members.
2. Delegates shall equitably represent the various categories of membership, when possible.
3. Individuals elected as delegates to the Assembly and alternatives, elected or appointed, shall be from the general membership of NEACAC and must possess full voting membership privileges in NACAC.
4. Each elected delegate shall serve a term of three years and shall take office on July 1 of the year in which elected.
5. The NEACAC Delegation to the NACAC Assembly shall be led by the immediate Past President of NEACAC.

#### **Article VIII. AMENDMENTS**

1. The Articles of Organization and By-Laws may be amended at any general meeting by a two-thirds vote of the members present and voting, provided that notice of the proposed amendment has been sent to the members at least one month in advance of the meeting. An amendment not thus proposed in advance may be adopted by a four-fifths vote of the members present and voting.
2. The Articles of Organization and By-Laws shall be reviewed annually to ensure that they are consistent with NACAC's governing documents.
3. Any amendment to the Articles of Organization prior to a vote by the Membership must be reviewed by legal counsel and after adoption transmitted to the Secretary of State of the Commonwealth of Massachusetts as changes in the statements on file.

### **BY-LAWS**

#### **Article I. DUES**

The annual dues of NEACAC shall be established by the Governing Board. Dues may vary between voting and non-voting members and between the different categories of members designated in Article III of the Articles of Organization.

## **Article II. ELECTION OF OFFICERS AND ASSEMBLY DELEGATES**

1. Candidates for any office other than National Assembly Delegates and Alternates shall be nominated as follows:
  - a. By the Nominating Committee.
  - b. By the membership through a petition signed by representatives of no fewer than ten member institutions.
2. The Nominating Committee shall determine the eligibility of each candidate and shall prepare a slate of officers as part of a mail ballot for presentation to the membership. The candidate for each position on the ballot receiving the highest number of votes in the election shall be declared elected by the Election Committee.
3. Nominations for officers shall be completed by March 25<sup>th</sup> each year and election shall be completed by April 15<sup>th</sup>.
4. Following the election of officers, the Nominating Committee shall prepare a list of nominees for Delegates and Alternative Delegates to the National Assembly. The newly-elected President-elect shall become a Delegate to the NACAC Assembly upon approval of the NACAC membership in New England. The name of the President-elect shall appear for affirmation on the ballot for Assembly Delegates.
5. Delegates and Alternate Delegates to the National Assembly shall be elected by mail ballot of members of NACAC. To be eligible for election as a delegate, or election or appointment as an alternate delegate, a candidate must be the principal representative of a voting NACAC member institution, or a voting individual of NACAC. Only one person employed by any member organization, agency, or institution shall serve in the same Assembly as an elected Delegate. Each elected delegate shall serve a term of three years and shall serve no more than two consecutive terms. As far as possible, the NACAC Assembly Delegation shall be representative of the various membership categories and constituencies of NEACAC. In the event that one of these offices is vacated before the representative's term expires, the office shall be filled by appointment by the Governing Board. Upon election or appointment, the Executive Director of NACAC shall be notified immediately of the names and terms of office of Delegates and Alternate Delegates.
6. The President of NEACAC shall be a delegate to the NACAC Assembly.
7. Nominations for Delegates and Alternate Delegates shall be completely by April 27<sup>th</sup> and election shall be completed by July 15<sup>th</sup>. Newly elected Delegates assume office on July 1 or at the conclusion of the Annual Meeting, whichever comes first.
8. Elections for Officers and Delegates shall be by mail ballot and the results shall be announced by mail.
9. In order to remain as Delegates of the Assembly and/or officers of NEACAC, incumbents must continue to be persons charged with responsibility for guiding students in planning for post-secondary education, or with responsibility for performing services relating to the counseling or admission of students as defined in Article III, section 1 of the Articles of Organization provided that for purposes of the Article an incumbent shall be deemed to continue to be a person charged with responsibilities until the sixtieth day following the termination for any reason of

such incumbent's qualifying employment or the date on which such incumbent accepts non-qualifying employment, whichever occurs first.

### **Article III. QUORUM**

1. Those members of the NEACAC present and voting at any general meeting of the membership shall constitute a quorum for the transaction of business.
2. Those officers, committee chairpersons and assembly delegates present and voting shall constitute a quorum for the transaction of business at the regular meetings of the Governing Board.
3. Written notice of the Annual Meeting shall be mailed to every voting member at least one month before the meeting. Written notice of every Governing Board meeting shall be mailed to each member of the Board at least two weeks prior to the meeting.

### **Articles IV. COMMITTEES**

1. Among the standing committees which may be appointed by the President are: Admission Practices, Annual Meeting, Articles of Organization, Budget and Finance, College Fairs, Hospitality, Human Relations, Membership and Directory, Newsletter, Nominating, Professional Education, Public Relations, School/College Relations, and Summer Workshop.
2. There may be other committees, and these may be formed at the discretion of the President with approval of the Governing Board. The Governing Board shall determine the scope of action for all committees.
3. The committee chairpersons shall appoint their committee members, subject to the approval of the Governing Board.

### **Article V. CODE OF ETHICS—STATEMENT OF PRINCIPLES OF GOOD PRACTICE**

The New England Association for College Admission Counseling subscribes to the Statement of Principles of Good Practice of the National Association for College Admission Counseling.

### **ARTICLE VI. PARLIAMENTARY AUTHORITY**

The latest edition of "Robert's Rules of Order" shall govern all matters of the NEACAC not covered by the Articles of Organization and By-Laws.

### **Article VII. AMENDMENTS**

These By-Laws may be amended at any general meeting by a two-thirds vote of the members present and voting, provided that notice of the proposed amendment has been sent to the members at least one month in advance of the meeting. An amendment not thus proposed in advance may be adopted by a four-fifths vote of the members present and voting.