

# Council on College Admission in South Dakota

## Constitution & Bylaws (Approved June, 2012)

### Preamble

The Council on College Admission in South Dakota is committed to the coordination of activities related to academic and career decision-making. A changing world through technological advances can bring about a better standard of living and an opportunity for a better way of life. The accomplishment of both will depend upon the effective use of our greatest resource, the people of our state.

To preserve the rights of students, protect their individualities and provide for their needs, responsible persons in secondary and postsecondary education should be brought together for thoughtful deliberation regarding the orientation of individuals to post-high school educational opportunities.

### ARTICLE I. Name

The name of this organization is the Council on College Admission in South Dakota, also referred to in these bylaws as CCASD or "the council".

### ARTICLE II. Objectives

- A. To assist in the improvement of the liaison between high school and post-high school representatives.
- B. To establish and communicate ethical standards to post-high representatives and to encourage all to adhere to these standards.
- C. To provide information to individuals concerning the diversity of the post-high school institutions.
- D. To coordinate an orderly Post-High Planning Day schedule.
- E. To insure meaningful experiences when high school students visit educational institutions.
- F. To cooperate with state agencies and educational and career planning professionals to develop publications and programs aimed at furthering improved career decision-making.
- G. To gather and disseminate information related to career decision-making.
- H. To support and adhere to the purposes, goals and objectives of the National Association for College Admission Counseling (NACAC) and the Dakota ACAC.

### ARTICLE III. Membership

- A. Regular Institutional Membership may be offered to any South Dakota post-secondary public or not-for-profit institution whose main campus is within the state of South Dakota and is offering education and training accredited by a regional accrediting agency. Membership is subject to final approval of the Board of Directors. Each regular institutional member shall pay dues and shall have one vote.
- B. Associate Institutional membership in the Council may be offered to other post-secondary institutions and organizations offering education and training whose main campus is outside the borders of South Dakota, upon application to and approval by the Board of Directors. Associate members may participate at Post High Planning Days. Associate members shall pay dues and abide by the Bylaws and Code of Ethics of the Council. An associate member shall have rights, privileges, and responsibilities as determined by the Council. An Associate Member shall not have voting rights and its representatives shall not serve as an officer on the Board or be a representative on a standing committee.

- C. Affiliate Institutional Membership may be approved by the Board of Directors for other organizations offering postsecondary education or involved with improving career decision-making. Affiliate membership may include participation at such Post High Planning Days as the Board of Directors shall determine, and may include such other privileges as the Board of Directors may establish. Affiliate Members shall pay dues and abide by the Bylaws and Code of Ethics. Affiliate Members shall not have voting rights and their representatives shall not serve as officers on the Board of Directors.
- D. Individual Memberships shall include persons who are engaged in providing services relating to the counseling or admission of students to postsecondary educational and career opportunities. Such members shall reside in South Dakota.
- E. The Regular Institutional Members, upon a majority vote of those present and eligible to vote, may establish and assess membership dues as called for in Article III of the Constitution.
- F. All Institutional Memberships shall only be effective upon approval of the Council's Board of Directors.

#### **ARTICLE IV. Board of Directors**

- A. **Board duties.** The duties of the Board of Directors are:
  - 1. To meet when requested by the Chairperson or two-thirds of the Board,
  - 2. To recommend annual membership fees to the Council,
  - 3. To review institutions and organizations for membership eligibility,
  - 4. To hire and supervise such paid staff as it deems necessary, subject to final approval of the general Council.
  - 5. To utilize resource persons in an advisory capacity.
  - 6. To approve the budget for the Council.
- B. **The Board of Directors composition, elections, terms and officers.** Each regular institutional member in the Council shall appoint a representative to serve a one-year term on the Board. Such persons may serve a maximum of six years. If a vacancy occurs during the year, the chief admissions officer at the institution may name a replacement. Appointed members of the Board may appoint a proxy from their same institution if unable to attend a meeting of the council.
- C. Six school counselors shall be appointed by the Board of Directors to serve three-year staggered terms on the board. The three-year terms shall be staggered so no more than one-third of these terms are up for selection in any one year. In determining candidates for the Secondary School Counselor positions, the Committee shall attempt to maintain diversity in school size, geographic area of the state, and minority representation. The secondary school members shall be eligible to vote on all council business, but shall not be counted toward a quorum. Members shall serve a maximum of two consecutive terms.
- D. There shall be a Chair-Elect and a Secretary elected by a majority vote of the Board of Directors in the spring of the year. All candidates for these offices must be members of the Board of Directors or current candidates for the Board. Candidates must be selected as a regular Board member to serve as an officer of the Board. Terms of office shall be one (1) year, beginning July 1 immediately after election and ending the following June 30. The Immediate Past Chair shall serve as an ex-officio member for one year with no voting rights. However, the Past Chair retains voting rights if serving a current Board of Directors member's term which is not expired.
- E. There shall be a Treasurer elected by a majority vote of the Board of Directors in the spring of the year. Term of office shall be one (1) year. The Treasurer shall serve as an ex-officio member of the Board of Directors with no voting rights. However, the Treasurer retains voting rights if serving a current Board term.

- F. Vacancies except for the Chair who shall be succeeded by the Chairperson-Elect shall be filled by appointment by the Chair, subject to approval of the Board at the next meeting or by mail ballot.
- G. Officers and Board of Directors members assume office July 1 of the year in which selected.
- H. The Chair-Elect shall automatically become Chairperson of the Council on July 1 one year after commencement of the term of office as Chairperson-elect, or upon the death or resignation of the Chairperson.

#### **ARTICLE V. Duties of Officers**

A. It shall be the duty of:

1. The Chairperson:

- a) To preside over meetings of the Council and Board of Directors,
- b) To call regular and special meetings,
- c) To appoint special committees subject to the approval of the Board of Directors.
- d) To vote only in the event of a tie.
- e) To serve as member of the Dakota ACAC Board of Directors representing the South Dakota council.
- d) To provide a link between the state and regional association.

2. The Chairperson-Elect:

- a) To preside at meetings in the absence of the Chairperson,
- b) To perform the duties of the Chair in the absence of the Chairperson.

3. The Secretary:

- a) To ensure the following are properly performed:
  - 1) Recording the minutes,
  - 2) Informing members of meetings,
  - 3) Keeping the records of the organization.

4. The Treasurer:

- a) To ensure the following are properly performed:
  - 1) Submitting budget reports,
  - 2) Arranging an annual audit,
  - 3) Keeping the financial records of the organization,
  - 4) Collecting dues,
  - 5) Distributing funds.

5. The Immediate Past Chairperson:

- a) To chair the Nominations and Governance Committee.
- b) To serve as trainer to the new Board members and Chairperson.

B. The Board of Directors may hire an Executive Director who will be responsible for working with the Chairperson and other members of the Board of Directors to ensure the following tasks are performed:

- 1. Prepare a schedule of Planning Day programs in cooperation with local host centers, subject to approval of the Board of Directors.
- 2. Collect dues and maintain membership records and bring before the Board of Directors requests for new memberships, within the guidelines specified in the council by-laws.
- 3. Assist the Board of Directors officers to ensure that their duties are completed.
- 4. Collect and disseminate to member institutions information related to career-decision making, through surveys and other means.
- 5. Prepare publications and programs for high school students and counselors to enhance the career-decision making process.
- 6. Coordinate grant requests and projects conducted within the aims and objectives of the council.
- 7. Monitor compliance of council members to the *Statement of Good Admission Practices* and report any violations to the SD Planning Day Committee for possible action.

8. Serve as a non-voting ex-officio member of the DACAC Board of Directors, the SD Board of Directors and all state council committees.

9. Perform such other duties as may be requested by the Chairperson or Board of Directors to further the aims and objectives of the CCASD.

#### **ARTICLE VI. Committees.**

A. The Standing Committees shall be:

1. Budget Committee
2. Nominations & Governance Committee
3. Planning Day Committee
4. Professional Development Committee
5. Publications and Research Committee

B. The duties of the committees:

1. Budget: Oversees all financial matters related to the Council. Recommends investment and audit policies to the Board of Directors. Prepares the annual budget for approval by the Board of Directors.
2. Governance: Reviews the Council Bylaws and policies and recommends appropriate revisions. Recommends candidates for officers of the Board of Directors. The most recent active Past Chairperson serves as chair. The membership shall include active past chairs of the council.
3. Planning Days: Conducts an annual review upon completion of the fall post-high school planning days in South Dakota and recommends appropriate revisions. Assists the Executive Director in monitoring compliance with the *Statement of Good Admission Practices*.
4. Professional Development: Oversees professional development programs and workshops for all members in South Dakota. Conducts an annual review of all such programs.
5. Publications & Research: Conducts an annual review of all publications of the SD Council and recommends appropriate revisions.

C. Except for the Governance Committee, which shall be chaired by the Immediate Past Chairperson, the chairs of all standing committees shall be elected for one-year terms by the Board of Directors in the spring of the year. Terms shall begin July 1 of the year in which elected. Vacancies in the chairs shall be filled by appointment of the Board of Directors. Members of the committees shall be appointed by the Committee Chairperson in consultation with the SD Council Chairperson and SD Executive Director.

D. Ad hoc committees shall be appointed by the SD Council Chairperson as needed.

E. The chairs of all standing committees shall serve as non-voting ex officio members of the Board of Directors. However, a chair shall retain voting rights if serving a current Board term.

#### **ARTICLE VII. Dakota Association for College Admission Counseling**

A. The Dakota Association for College Admission Counseling, an affiliate member of the National Association for College Admission, shall be a joint committee of the CCASD and the North Dakota admission council.

B. CCASD shall cooperate with the ND Council in supporting and funding the work of Dakota ACAC.

C. Dakota ACAC shall maintain its own Board of Directors and finances.

D. The CCASD Chair shall serve as a member of the Dakota ACAC governing board.

#### **ARTICLE VIII. Quorum**

A. In Board meetings, a majority of the postsecondary Board of Directors voting members shall constitute a quorum.

B. In Council meetings, a majority of the voting Regular Institutional membership shall constitute a quorum.

## **ARTICLE IX. Amendment**

- A. These bylaws shall take effect upon approval of two-thirds of the regular institutional members of the council and may be amended by two-thirds of the voting regular institutional members at a meeting of the Council or by mail or email ballot of the entire voting institutional membership.
- B. Proposed Amendments shall be submitted thirty days prior to a vote.
- C. Proposed amendments shall be referred to the membership for vote upon approval of the Board of Directors.

## **ARTICLE X. Purpose**

Exclusively Charitable and Educational within the meaning of Section 501(c)(3) of the Internal Revenue Code.

- A. INUREMENT OF INCOME. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
- B. OPERATIONAL LIMITATIONS. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- C. DISSOLUTION CLAUSE. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of the liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XI. Robert's Rules of Order**

*Robert's Rules of Order* as revised shall govern the conduct of all Council meetings, except where such rules conflict with the By-Laws.