

BYLAWS
OF THE
ASSOCIATION FOR CREATIVITY IN COUNSELING

ARTICLE I
NAME, AFFILIATION, AND MISSION

SECTION 1. NAME.

The name of the Association shall be the Association for Creativity in Counseling, hereinafter referred to as ACC.

SECTION 2. AFFILIATION.

ACC is a division of the American Counseling Association, hereinafter referred to as ACA, and shall be subject to those provisions of its bylaws that apply to divisions.

SECTION 3. MISSION.

The mission of ACC is to:

- a) promote greater awareness, advocacy, and understanding of creativity in counseling among members of the counseling profession and related helping fields.
- b) advance creative, diverse, and relational approaches to counseling services.
- c) identify conditions that enhance creativity in the work and lives of counselors, clients and communities, and to use counseling skills, programs, and efforts to preserve, protect, and promote such creativity.

d) develop, implement, and foster interest in counseling-related charitable, scientific, and educational programs designed to further creativity, diversity, and relatedness in the work and lives of counselors, clients and communities.

e) publish a journal and other scientific, educational, and professional materials with the purpose of raising the standards of practice for all who use creative, diverse, or relational approaches in counseling, psychotherapy, and mental health.

ARTICLE II

MEMBERSHIP

SECTION 1. CLASSES OF MEMBERSHIP.

a) Membership in ACA shall be a condition of membership in ACC.

b) Membership shall be individual.

c) There shall be five classes of voting membership: Professional, Regular, New Professional, Student, and Retired.

d) 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.

e) Regular members shall include persons whose interests and activities are consistent with those of ACC, but who are not qualified for Professional membership.

- f) New Professional members shall include current Student members who have graduated in the past 12 months. This status can be held for only one year.
- g) Student members shall include persons who are enrolled at least half-time in a college or university program.
- h) Retired members shall include current Professional or Regular members who are retired from the counseling profession and have been active ACC members for the past 5 consecutive years.
- i) All ACC members must agree to abide by the ACA Code of Ethics and Standards of Practice.

SECTION 2. DUES.

- a) Annual ACC dues for members shall be established by action of the ACC Board of Directors, hereinafter referred to as the Board.
- b) The Board may authorize reduced dues or dues waivers for special categories of members in accordance with policies and procedures established by the Board.

SECTION 3. SEVERANCE OF MEMBERSHIP.

- a) A member may be dropped from membership for any conduct that tends to injure ACC or to affect adversely its reputation, or that is contrary to or destructive of its mission according to the ACC Bylaws and the ACA Code of Ethics and Standards of Practice.
- b) A member shall be dropped from membership for the nonpayment of dues.

ARTICLE III
MEETINGS OF THE MEMBERSHIP

ACC shall hold national meetings once per year at a time and place fixed by the Board. The Board shall give written notice thereof to the membership no less than six months prior to the time so fixed. ACC may hold other meetings at a time and place fixed by the Board. The Board shall give reasonable notice to the membership of additional meetings.

ARTICLE IV
BRANCHES OF THE ASSOCIATION

SECTION 1. ORGANIZATION OF BRANCHES.

- a) ACC shall include one or more branches, each of which shall consist of a minimum number, established by the branch, of ACC members in good standing and each of whom are residents of such geopolitical subdivision. For the purposes of these Bylaws, any state in the United States, the District of Columbia, the Commonwealth of Puerto Rico, U.S. Territories, Foreign Countries, and such other geopolitical subdivisions, when chartered by the Board, shall be considered to be Branches.
- b) No Branch shall be organized or operated except in accordance with the Articles of Incorporation and Bylaws of ACC and State Branch of ACA.
- c) The purposes of a Branch shall be in accordance with those of ACC.

SECTION 2. FORMATION OF BRANCHES.

The Board shall have the power to charter Branches, but only one Branch may be chartered in any state in the United States, the District of Columbia, the Commonwealth of Puerto Rico, and the U. S. Virgin Islands. Two-thirds of the votes cast by members of the Board shall be necessary to grant a charter to a new Branch.

SECTION 3. AUTONOMY OF BRANCHES.

- a) A Branch of ACC shall be free to conduct its affairs at the Branch level but shall do so only in compliance with the Articles of Incorporation and the Bylaws of ACC.
- b) All elected officers of a Branch shall be members of ACC.
- c) The name of a Branch shall be the Association for Creativity in Counseling in [Geopolitical Subdivision].

SECTION 4. PROPOSED AMENDMENTS TO BASIC DOCUMENTS.

Proposed amendments to the Articles of Incorporation or the Bylaws of any Branch shall be reported in writing to the ACC President no later than fourteen weeks prior to the Board meeting at which the change may be considered. The ACC President shall transmit the written proposed amendments to the Chair of the ACC Bylaws Committee which will transmit to the Board such proposed amendments with or without a recommendation regarding each proposed change at least six weeks before the next regularly scheduled meeting of the Board. Any such proposed amendment cannot take effect until approved by the ACC Board.

SECTION 5. REPORTS.

Each Branch shall transmit to the ACC President the names of its directors and officers promptly following their election or appointment. Each Branch shall transmit a written annual report to the ACC President who shall distribute the report to the Board.

SECTION 6. INVOLUNTARY REVOCATION OF A CHARTER.

The Board shall have the power to revoke the charter of a Branch when it is deemed in the best interests of ACC to do so.

a) Before final action may be taken with respect to the revocation of the charter of a Branch, a notice of intent to revoke must first be passed by a majority of the members of the Board present and voting and the Branch in question advised in writing of the reasons for the proposed action. The Branch shall have until the next national meeting of the ACC membership (but in no case less than nine months) to effect remedial measures or otherwise bring itself into compliance with the ACC Bylaws.

b) Two-thirds of the votes cast by the members of the Board shall be necessary to revoke the charter of a Branch.

SECTION 7. VOLUNTARY WITHDRAWAL OF A BRANCH.

An organization's status as a Branch of ACC may be voluntarily withdrawn only in compliance with ACC Bylaws, policies, and procedures adopted by the ACC Board.

ARTICLE V

BUSINESS AFFAIRS OF THE ASSOCIATION

SECTION 1. SEVERABLE OR TRANSFERABLE INTEREST.

No member shall have any severable or transferable interest in the property of ACC.

SECTION 2. CONTROL AND MANAGEMENT.

All property of ACC shall be subject to the control and management of the Board. Any accumulation or disposal of real property, except upon dissolution of ACC, must be approved in advance by the Board.

SECTION 3. DISPOSAL UPON DISSOLUTION.

On dissolution or final liquidation, the Board shall, after paying or making provision for the payment of all the lawful debts and liabilities of ACC, distribute all the assets of ACC to one or more of the following categories of recipients as the Board of ACC shall determine:

- a) A nonprofit organization or organizations which may have been created to succeed ACC, as long as such organization or each of such organizations shall then qualify as an organization exempt from federal income taxation under section 501(a) of the Internal Revenue Code as an organization described in sections 170(c)(2) and 501(c)(3) of such Code; and/or
- b) A nonprofit organization or organizations having similar purposes as ACC and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify as an organization exempt

from federal income taxation under section 501(a) of the Internal Revenue Code as an organization described in sections 170(c)(2) and 501(c)(3) of such Code.

SECTION 4. APPROPRIATION OF ASSOCIATION FUNDS.

- a) No appropriations of ACC funds shall be made except pursuant to the authority of the Board.
- b) The Board shall adopt an annual budget.

SECTION 5. ASSOCIATION YEAR.

The fiscal year and the governance year of ACC shall be July 1-June 30.

SECTION 6. REPORTS.

Members of the Board shall be sent quarterly income and expense reports from the ACC Treasurer showing the financial state of ACC.

SECTION 7. LIMITATIONS ON ACTIVITIES.

ACC is organized and shall be operated exclusively for charitable and educational purposes within the meaning of sections 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code. No part of the net earnings of ACC shall inure to the benefit of or be distributable to the members of its Board, officers, members of its committees, other private individuals, or organizations organized and operated for a profit (except that ACC shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in

furtherance of the purposes as herein above stated). No substantial part of the activities of ACC shall be the carrying on of propaganda or otherwise attempting to influence legislation, and ACC shall be empowered to make the election authorized under section 501(h) of the Internal Revenue Code. ACC shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision herein, ACC shall not carry on any activities not permitted by: a) by an organization exempt from federal income tax under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3) of such Code; and/or b) an organization, contributions to which are deductible under sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code.

SECTION 8. INTERNAL REVENUE CODE.

References herein to sections of the Internal Revenue Code are to provisions of the Internal Revenue Code of 1986, as amended, as those provisions are now enacted or to corresponding provisions of any future United States internal revenue law.

ARTICLE VI

OFFICERS OF THE ASSOCIATION

SECTION 1. OFFICERS AND TERMS OF OFFICE.

a) The officers of ACC shall be the President, the President-Elect, the immediate Past President, the Secretary, the Treasurer, and three Trustees.

- b) All officers of ACC, except the Treasurer, shall be elected at large from among the members of ACC.
- c) The President, the President-Elect, and the immediate Past President shall serve for two year terms, from July 1 to June 30, or until their successors are elected.
- d) The Secretary shall be elected in an odd-numbered year to serve for a two year term, from July 1 to June 30, or until a successor is elected.
- e) The Treasurer shall be appointed by the Board upon recommendation of the President in an even-numbered year to serve for a two year term, from July 1 to June 30, or until a successor is appointed.

SECTION 2. DUTIES OF OFFICERS.

- a) The President shall preside at all meetings of ACC. The President shall chair and preside at meetings of the Board. The President shall be an ex officio member without vote on all committees with the exception of the Nominations for Awards and Elections Committee. The President shall serve as Chairperson of the Conference Committee, and shall perform the duties customary to that office and such additional duties as directed by the Board.
- b) The President-Elect shall perform the duties of the President in the absence or incapacity of the President as determined by the Board. The President-Elect shall assume the Presidency of ACC upon the death or resignation of the President. The President-Elect, subject to confirmation by the Board, shall appoint members of committees and the Treasurer, in accordance with and except as otherwise specified in ACC Bylaws, policies and procedures. The President-Elect shall perform such

additional duties as directed by the Board. 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.

c) The immediate Past President shall serve as Chairperson of the Nominations for Awards and Elections Committee, and shall perform such additional duties as directed by the Board.

d) The Secretary shall keep record of the proceedings of the Board. The Secretary shall perform the duties customary to that office and such additional duties as directed by the Board.

e) The Treasurer shall represent ACC in assuring the receipt and expenditures of funds in accordance with the directives established by the Board, and shall be under such bond as may be determined by the Board. The Treasurer shall perform the duties customary to that office and such additional duties as directed by the Board.

f) Three additional officers will be known as Trustees, and will perform additional duties as directed by the Board.

SECTION 3. NOMINATIONS AND ELECTION OF OFFICERS.

a) The Nominations for Awards and Elections Committee shall seek and select more than one nominee for each position to be elected for the next term, and submit a slate of candidates for approval by the Board at its annual meeting.

b) The ACA Nominations and Election Committee shall conduct the election of officers by ballot.

SECTION 4. COMPENSATION AND EXPENSES OF OFFICERS.

- a) None of the elected officers of ACC shall receive any compensation for their services as such to ACC, with the exception that the Board can approve compensation for the President, President-Elect, and Past President.
- b) The Treasurer may be paid such compensation from the funds of ACC as may be fixed from time to time by the Board.

ARTICLE VII

BOARD OF DIRECTORS

SECTION 1. COMPOSITION.

The Board shall be composed as follows:

- a) The officers of ACC (the President, the President-Elect, the immediate Past President, the Secretary, and the Treasurer).
- b) Three trustees, nominated and elected (in accordance with Article VI, Section 3) at large from among the members of ACC, for alternating and overlapping three year terms.
- c) The ACC Representative to the ACA Governing Council, nominated and elected (in accordance with Article VI, Section 3) at large from among the members of ACC, for a three year term.

SECTION 2. POWERS AND FUNCTIONS OF THE BOARD.

The Board shall:

- a) establish policies to govern the affairs of ACC.
- b) formulate operational policies appropriate for executive action and direct the execution thereof.
- c) grant and revoke Branch charters.
- d) act on the reports of Branches, Standing Committees, and such Special Committees and Task Forces.
- e) adopt and amend Articles of Incorporation and Bylaws.
- f) exercise such other powers and functions as may be necessary or desirable in the best interests of ACC, not in conflict with the Bylaws.
- g) establish the strategic plan of ACC.
- h) establish broad, long-term professional directions for ACC.

SECTION 3. MEETINGS OF THE BOARD.

- a) The Board shall meet a minimum of once per year. A meeting will be held before, during, or after the ACA Annual Conference. Expenses incurred in participation in Board meetings will be paid by ACC in accordance with ACC policies and procedures.
- b) The President of ACC shall preside at meetings of the Board and, in the President's absence, the President-Elect shall preside.
- c) A majority of the voting members of the Board shall constitute a quorum.
- d) At each annual meeting, and at any other time when so requested in writing, each Branch, officer of ACC, and each Standing and Special Committee and Task Force as specified in the Bylaws of ACC shall submit a written report to the ACC President who shall transmit the report to the Board.

SECTION 4. EXECUTIVE COMMITTEE

- a) The Executive Committee shall consist of the President, President-Elect, immediate Past President, and Treasurer. The Treasurer shall serve ex officio, without vote.
- b) The Executive Committee shall act for the Board within policies as may be established by the Board. The Executive Committee shall function primarily to address those issues which are necessary for the efficient operation of ACC where the time requirements necessitate immediate action. All actions and activities of the Executive Committee shall be communicated to the Board through minutes which are mailed within ten working days of an Executive Committee conference or meeting. The actions taken by the Executive Committee must be submitted for ratification by the Board at the next Board meeting. Any subsequent decision by the Board that is contrary to an action taken by the Executive Committee shall (to the extent permitted by law) be given only prospective effect.
- c) The Executive Committee shall confer or meet at least once per year in addition to the Board meetings. Other conferences or meetings may be called only in an emergency. Emergencies will be determined by the President or the Board.

ARTICLE VIII

PUBLICATIONS

SECTION 1. PUBLICATIONS POLICY.

The Board, acting on the recommendations of the Media Committee shall determine and direct the basic publications policy and program of ACC, and shall have the authority to hire, discharge and fix the compensation of the persons serving as editors of the publications and other media of ACC.

SECTION 2. JOURNAL.

The Journal of Creativity in Mental Health shall be the journal of ACC and shall be published and available for printing, reading, or both to members of the division.

SECTION 3. COPYRIGHT.

ACC shall own the copyright for the original and any renewal term for any writing that is published by ACC. The author of any such writing shall have the right to make a non-profit or non-commercial use of the work provided that there be affixed to each copy the copyright notice used by ACC when the writing was first published. The author shall have the right to make or authorize the profit or commercial use of any such writing only after first obtaining the written consent of ACC.

SECTION 4. DIVISION AND BRANCH PUBLICATIONS.

Nothing in this Article shall be interpreted as limiting the freedom of any Branch to produce, select and copyright publications of its choice.

ARTICLE IX

COMMITTEES

SECTION 1. STANDING COMMITTEES.

The Standing Committees of ACC shall be:

- a) the Bylaws Committee
- b) the CACREP Advisory Committee
- c) the Conference Committee, including the following subcommittees:
 - Booth
 - Brunch
 - Program Review
 - Reception
- d) the Graduate Student Committee
- e) the Media Committee
- f) the Membership Committee
- g) the Nominations for Awards and Elections Committee

SECTION 2. REPORTS OF STANDING COMMITTEES.

Each Standing Committee shall submit an annual written report to the ACC President who shall transmit the report to the Board.

SECTION 3. SPECIAL COMMITTEES.

The President, subject to confirmation by the Board, may establish a time-limited Special Committee or Task Force for a specific temporary purpose or assigned task beyond Standing Committees' scope of responsibilities as indicated in policies adopted by the Board. 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.

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 Board and submit a written report to the ACC President by or before a date set by the Board. The ACC President shall transmit the reports to the Board.

ARTICLE X

INDEMNIFICATION

SECTION 1. PROVISION

ACC shall indemnify each member of its Board of Directors, as described in Article VII, and each of its officers, as described in Article VI, and each member of its committees, as described in Article IX for the defense of civil or criminal actions or proceedings as hereinafter provided and, notwithstanding any provision in these Bylaws, in a manner and to the extent permitted by applicable law.

SECTION 2. IMPLEMENTATION

ACC shall indemnify each of its Board members and officers and committee members, as aforesaid, from and against any and all judgments, fines, amounts paid in settlement, and reasonable expenses, including attorney's fees, actually and necessarily incurred or imposed as a result of such action or proceedings, or any appeal therein, imposed upon or asserted against him or her by reason of being or having been such a Board member

or officer or committee member and acting within the scope of his or her official duties, but only when the determination shall have been made judicially or in the manner hereinafter provided that he or she acted in good faith or for the purpose which he or she reasonably believed to be in the best interests of ACC and, in the case of a criminal action or proceeding, in addition had no reasonable cause to believe that his or her conduct was unlawful. This indemnification shall be made only if ACC shall be advised by its Board acting (1) by quorum consisting of Board members who are not parties to such action or proceedings upon a finding that, or (2) if a quorum under (1) is not obtainable with due diligence, upon the opinion in writing of independent legal counsel that, the Board member or officer or committee member has met the foregoing applicable standard of conduct. If the foregoing determination is to be made by the Board, it may rely, as to all questions of law, on the advice of independent legal counsel.

SECTION 3. INCLUSION

Every reference herein to a member of the Board of Directors or officer or committee member of ACC shall include every Board member and officer and committee member thereof or former Board member and officer and committee member thereof.

This indemnification shall apply to all the judgments, fines, amounts in settlement, and reasonable expenses described above whenever arising allowable as above-stated.

The right of indemnification herein provided shall be in addition to any and all rights to which any Board member or officer or committee member of ACC might otherwise be entitled and the provisions hereby shall neither impair nor adversely affect such rights.

ARTICLE XI
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 XII
BYLAWS

SECTION 1. AMENDMENT AND REVISION.

These Bylaws may be amended, revised, or both by a two-thirds majority of the Board members voting.

a) Proposed amendments and revisions may be originated by the Board or presented to the Board by a Branch, an ACC Standing Committee (provided that the submitting entity is in compliance), or by an individual member, provided that in the case of an individual member the proposed amendment shall be presented over the signatures of at least fifty members in good standing.

b) All such proposed amendments and revisions must be submitted in writing to the Bylaws Committee no later than twelve weeks prior to the Board meeting at which the change may be considered.

c) The Bylaws Committee will transmit to the Board such proposed amendments with or without a recommendation regarding each proposed change at least six weeks before the next regularly scheduled meeting of the Board.

SECTION 2. POLICIES AND PROCEDURES.

Supplementary policies and implementation guidelines for these Bylaws are to be found in the ACC Policies and Procedures Manual.

ARTICLE XIII RULES OF ORDER

The current edition of Robert's Rules of Order, Newly Revised, (edited by Henry M. Robert III and William J. Evans, and published by Perseus-HarperCollins) shall govern the proceedings of all bodies of ACC except where otherwise specified in these Bylaws.