

BYLAWS

BYLAWS OF THE ASSOCIATION FOR SPIRITUAL, ETHICAL AND RELIGIOUS VALUES IN COUNSELING

ARTICLE I

Name and Mission

Section 1: Name

The official name of the organization shall be the Wyoming Division of the Association for Spiritual, Ethical, and Religious Values in Counseling [hereafter referred to as WY-ASERVIC throughout this document] a Division of the American Counseling Association (ACA). Further, WY-ASERVIC will be identified as a division of ASERVIC in all written documents and materials.

Section 2: Mission

WY-ASERVIC is an organization of counselors and human development professionals who believe spiritual, ethical, and religious values are essential to the overall development of the person and are committed to integrating these values into the counseling process.

Section 3: Vision

The Association for Spiritual, Ethical, and Religious Values in Counseling (WY-ASERVIC) creates an environment that empowers and enables the expression, exploration, development, and research of evolving spiritual, ethical and religious values as they relate to the person, to society, and to the profession of counseling and human development.

Section 4: Compliance with existing Bylaws

WY-ASERVIC is organized in compliance with the bylaws of ASERVIC, WCA, and ACA. To the extent WY-ASERVIC's bylaws conflict with those of these organizations, the by-laws of national ASERVIC will control.

1 Section 5: The WY-ASERVIC is a Wyoming professional service organization.

2 ARTICLE II

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4 Membership

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6 Section 1: Membership Requirements

7 a) Eligibility Members must meet ACA requirements for regular membership, have
8 membership in ACA, and have professional commitment to uphold the purpose and principles
9 of the ACA upon approval of the application and payment of dues. Members must also meet
10 national ASERVIC requirements for regular membership, have membership in ASERVIC, and
11 have professional commitment to uphold the purpose and principles of ASERVIC upon approval
12 of the application and payment of dues. It is recommended that members also be members of
13 the Wyoming Counseling Association (WCA).

14 b) Procedure Any person desiring to become a member of WY-ASERVIC shall make
15 application to ACA and ASERVIC and shall become a member of ACA and ASERVIC, and WY-
16 ASERVIC upon approval of the application and payment of dues to ACA, ASERVIC, and WY-
17 ASERVIC.

18 c) Obligation and Privileges A member must pay annual dues to WY-ASERVIC, ASERVIC, and
19 ACA. A professional, regular, or retired member in good standing in these organizations shall be
20 entitled to vote and to attend meetings of WY-ASERVIC and shall be eligible to hold office.

21 Section 2: Types of Members

22 WY-ASERVIC shall include four types of membership: professional, regular, student, and
23 retired.

24 a) Professional Members Professional members must hold a Masters or higher degree in
25 counseling or a closely related field and be members of ACA and ASERVIC.

- 1 b) Regular Members Regular members must be members of ACA and ASERVIC. Regular
- 2 members are those who do not hold a Masters or higher degree in counseling or a related field.
- 3 c) Student Members Any student at the higher education level having interests in the area of
- 4 human development, counseling, personnel work or related areas and endorsed by a faculty
- 5 advisor shall be eligible to become a student member of WY-ASERVIC with all the privileges of
- 6 regular membership for a period not to exceed three (3) years (unless professional membership
- 7 status is achieved earlier.)
- 8 d) Retired Members Retired members who meet or have met requirements for Regular or
- 9 Professional Membership are eligible for reduced membership rates. Retired members are
- 10 considered either professional or regular members (as appropriate to their membership status
- 11 prior to retirement). This category of members is created for the purpose of membership fee
- 12 reduction only.

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14 Section 3: Dues

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- 16 a) Dues for members shall be established by action of the Board of Directors for WY-
- 17 ASERVIC.
- 18 b) State divisional dues shall be established by WY-ASERVIC.

19 Section 4: Severance of Membership

- 20 a) The WY-ASERVIC Board of Directors reviews all formal ethical complaints brought to its
- 21 attention related to WY-ASERVIC members. The committee determines the merit of the
- 22 complaint and forwards appropriate complaints to the WCA Ethics Committee for
- 23 consideration. If a person is dropped from WCA membership, after having had a hearing by the
- 24 WCA Ethics Committee, that person shall also be dropped from membership of WY-ASERVIC.
- 25 b) A member shall be dropped from membership for the nonpayment of dues.

1 **ARTICLE III**

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3 **State Divisions**

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5 Section 1: Autonomy of Wyoming Division

6 The Wyoming Division of WY-ASERVIC shall be free to conduct its own affairs in compliance
7 with the National ASERVIC’s Bylaws and policies contained in the National ASERVIC Policy and
8 Procedures manual.

9 Section 2: Amendments to Basic Documents

10 The Wyoming Division of WY-ASERVIC shall report in writing to the President of the National
11 ASERVIC organization any amendments to the Wyoming Division’s by-laws or other basic
12 documents for approval by the Board of Directors at least six (6) months prior to the effective
13 date of their adoption.

14 Section 3: Reports

15 WY-ASERVIC shall transmit to the President of the National ASERVIC the names of its officers
16 forthwith upon their election or appointment, as well as an annual written report. The Wyoming
17 Division shall transmit an annual written report to the President of the National ASERVIC who
18 shall report salient developments to the National Governing Council. Reports will be made in
19 accordance with the policy manual.

20 **ARTICLE IV**

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22 **Board of Directors**

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24 Section 1: Composition

25 The Board of Directors shall be composed as follows:

1 The officers of WY-ASERVIC, with the Secretary and Treasurer

2 Eight (8) Members-at-Large

3 A non-voting Representative of Graduate Students

4 Section 2: Powers and Functions of the Board of Directors

5 a) To establish policies and govern the affairs of WY-ASERVIC

6 b) To act on recommendations of the Executive Committee in accordance with Article IV,

7 Section 4

8 c) To approve the annual budget

9 d) To approve all appointments

10 e) To approve resolutions at the annual meeting, inform the membership and make decisions
11 relative to publication of those approved resolutions.

12 f) To approve all amendments of the Bylaws in accordance with Bylaws, Article IX, Section I

13 (a, b)

14 g) To approve, prior to their initiation, significant projects, research publications, and other
15 activities whenever these involve the use of the name or funds of WY-ASERVIC

16 h) To identify and prioritize issues and activities related to the integration of spiritual,
17 ethical, and religious values in counseling and counselor education

18 i) To exercise such other powers and functions as may be in the best interest of WY-
19 ASERVIC and that are not in conflict with the Bylaws

20 Section 3: Meetings of the Board

21 a) The Board of Directors shall convene at the annual conference of the Wyoming Counseling
22 Association. Additional meetings of the Board of Directors may be held at other times as the
23 Board determines. This vote may be a mail or e-mail vote. The Board shall arrange the time and
24 place of such additional meetings. Notice thereof shall be given to all members of the Board of
25 Directors at least (30) days prior to such additional meetings.

26 b) Electronic and Other Meetings.

1 The Executive Board may conduct a meeting with Members by conference telephone or
2 other electronic equipment by means of which:

3 a) All Members participating in the meeting can simultaneously hear or read each
4 other's communications during the meeting.

5 b) All communications during the meeting are immediately transmitted to each
6 participating Member, and each participating Member is able to immediately send message to
7 all other participating Members. Participation in any such meeting will constitute presence in
8 person at the meeting.

9 c) The President of WY-ASERVIC shall preside at meetings of the Board of Directors, and in
10 the President's absence the President-elect shall preside.

11 d) Each member of the Board of Directors shall have one (1) vote, except the graduate student
12 representative, who shall be ex-officio non-voting member. A majority of the voting members of
13 the Board of Directors shall constitute a quorum. The President votes only in the case of a tie.

14 3) At each annual meeting, and at any other time when so requested in writing, each officer of
15 WY-ASERVIC and each standing and special committee chairperson as specified in the Bylaws
16 of WY-ASERVIC shall make a written report to the President of WY-ASERVIC who shall report
17 salient developments to the Board of Directors.

18 Section 4: Executive Committee

19 a) The Executive Committee of the Board of Directors shall consist of the President, the
20 President-elect, the past President, and two members-at-large elected from the Board of
21 Directors, with the Treasurer and Secretary. The two members-at-large shall have served on the
22 Board at least one year.

23 b) At the direction of the President and in consultation with the President-elect, other WY-
24 ASERVIC members shall be invited to confer with the Executive Committee.

1 c) In order to further the goals set by the Board of Directors at its annual meeting and at the
2 discretion of the President in consultation with the President-elect, the Board may meet at other
3 times.

4 **ARTICLE V**

6 **Officers of WY-ASERVIC**

8 Section 1: Officers and Terms of Office

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10 a) The officers of WY-ASERVIC shall be the President, the President-elect, the immediate
11 Past President, the Treasurer, the Secretary, all of whom must be members of WY-ASERVIC,
12 National ASERVIC, and ACA. It is recommended that all Officers also be members of the
13 Wyoming Counseling Association (WCA).

14 b) All officers of WY-ASERVIC except the Treasurer and the Secretary shall be elected at large
15 from among the regular members of WY-ASERVIC and shall serve for a one (1) year term or
16 until their successors are elected and assume office.

17 c) The Treasurer shall be nominated by the President-elect and confirmed by majority vote of
18 the Board of Directors. The Treasurer shall serve for a three-year term, renewable for no more
19 than one additional three-year term.

20 d) The Secretary shall be nominated by the President-elect and confirmed by majority vote of
21 the Board of Directors. The Secretary shall serve for a one-year term, renewable for no more
22 than two additional one-year terms.

23 e) Elected officers shall not be candidates to succeed themselves in office.

24 f) In the event of the death, resignation, or dismissal of an elected or appointed officer other
25 than the President or President-elect, a replacement shall be appointed by majority vote of the

1 Board of Directors on the recommendation of the President to serve out the unexpired term of
2 the office.

3 g) In the event of the death, resignation, or dismissal of both the President and President-
4 elect, the Past President convenes the Board of Directors to elect members from the Board of
5 Directors to fill the vacant positions for the remainder of the term.

6 h) An elected/appointed officer or member of the Board of Directors shall not serve in two (2)
7 offices at the same time.

8 i) The term of any elected officer of WY-ASERVIC, unless otherwise stated in these Bylaws,
9 shall begin on July 1, and shall be for a period of one (1) year or until a successor is appointed.

10 j) The terms of at-large members of the Board of Directors shall be three years and renewable
11 for one full term. Each year the membership will elect four at-large members. The Board
12 adopted the following election schedule: (2005)

13 k) The Graduate Student Representative is appointed each year by the President-elect to
14 serve as a non-voting member on the WY-ASERVIC Board.

15 Section 2: Duties of Officers

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17 a) The President shall preside at all meetings of WY-ASERVIC and at
18 meetings of the Board of Directors and of the Executive Committee and shall exercise such
19 additional duties as decided by the Board of Directors. The President-elect shall appoint, with
20 the approval of the Board, the chairpersons of all committees for the following organizational
21 year. The President shall delegate tasks to the officers of WY-ASERVIC as directed by the Board
22 of Directors.

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24 b) The President-elect, subject to confirmation by the Board of Directors, shall appoint the
25 members of all committees in accordance with, and except as otherwise specified in, these
26 Bylaws.

1 c) The immediate Past President shall serve as Chairperson of the Nominations and Elections
2 Committee.

3 d) The secretary shall be responsible for recording the minutes of the fall Executive
4 Committee meeting and the Board of Directors spring meeting.

5 e) The Treasurer shall serve as Chairperson of the Financial Affairs Committee. The Treasurer
6 shall represent WY-ASERVIC in assuring the receipt and expenditure of funds in accordance
7 with the directives established by the Board of Directors. The Treasurer shall perform the duties
8 customary to the office and such additional duties as may be directed by the Board of Directors.
9 The Treasurer shall serve on the Financial Affairs Committee.

10 Section 3: Nomination and Election of Officers

11 a) The Nominations and Elections Committee shall conduct the election of officers in
12 accordance with the provisions of the ASERVIC Leadership Handbook.

13 b) Members of the Nominations and Elections Committee may not be nominated for elected
14 office.

15 Section 4: Dismissal of Officers

16 a) An officer may be removed from his or her elected or appointed position for any of the
17 following reasons:

18 Any conduct that injures WY-ASERVIC or adversely affects its reputation;

19 Any conduct that is contrary to or destructive of its mission according to the Bylaws and the
20 ACA Code of Ethics;

21 Non-performance of duties.

22 b) Any voting member of the Board of Directors may initiate the removal process.

23 c) Dismissal of officers requires a two-thirds (2/3) majority of the voting members of the WY-
24 ASERVIC Board of Directors in executive session.

25 Section 5: Indemnification of Officer

1 a) The Association will to the fullest extent permitted by law indemnify any person who is or
2 was a Director or officer of the Association against any and all liability incurred by such person
3 in connection with any claim, action, suit, or proceeding or any threatened claim, action, suit, or
4 proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that
5 such person is or was an Officer of the Association, if such person acted in good faith and in a
6 manner such person reasonably believed to be in or not opposed to the best interest of the
7 Association, and with respect to any criminal proceeding such person had no reasonable cause
8 to believe the conduct was unlawful. Liability and expenses include reasonable attorneys' fee,
9 judgment, fines, costs, and amounts actually paid in settlement. The termination of any action,
10 suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo
11 contendere or its equivalent, will not of itself create a presumption that such person did not act
12 in good faith and in a manner which such person reasonably believed to be in or not opposed to
13 the best interest of the Association, and, which respect to any criminal proceeding, had
14 reasonable cause to believe that such conduct was unlawful. The foregoing right of
15 indemnification is in addition to and not exclusive of any and all other rights to which any such
16 director or officer may be entitled under any statute, bylaw, agreement, or otherwise.

17 b) Action by or in the Right of the Association.

18 In connection with any proceeding brought by or in the right of the Association, the Association
19 may not indemnify any person who is or was an Officer of the Association if such person has
20 been adjudged by a court of law to be liable to the Association, unless the court in which the
21 action or suit was brought determines upon application that, despite the adjudication of liability,
22 in view of all of the circumstances of the case such person is fairly and reasonable entitled to
23 indemnity.

24 c) Self-Interested Transactions.

25 The Association may not indemnify any person who is or was an Officer of the Association in
26 connection with any proceeding charging improper personal benefit to such person in which

1 such person has been adjudged liable on the basis that personal benefit was improperly received
2 by such person, unless the court in which the action or suit was brought determines upon
3 application that, despite the adjudication of liability, in view of all circumstances of the case
4 such person is fairly and reasonably entitled to indemnity.

5 d) Determination of the Propriety of Indemnification.

6 The determination that indemnification is proper must be made by the majority vote of a
7 quorum of the Executive Board consisting of the Board Members who were not parties to the
8 proceeding or, if such a quorum cannot be obtained, by the majority vote of a committee, duly
9 designated by the Executive Board, consisting of at least two Board Members who were not
10 parties to the proceeding. If there are not two Board members who were not parties to the
11 proceeding, the full Executive Board must select special legal counsel to determine whether
12 indemnification is proper.

13 e) Evaluation of Expenses.

14 An evaluation as to the reasonableness of expenses must be made by the majority vote of a
15 quorum of the Executive Board consisting of Board members who were not parties to the
16 proceeding or if such a quorum cannot be obtained, by the majority vote of a committee, duly
17 designated by the Executive Board, consisting of at least two Board members who were not
18 parties to the proceeding. If there are not two Board Members who were not parties to the
19 proceeding, the full Executive Board, who were parties to the proceeding, will evaluate the
20 reasonableness of expenses.

21 f) Advance of Expenses.

22 Expenses incurred with respect to any claim, action, suit, or other proceeding of the character
23 described in this article may be advanced by the Association prior to the final disposition of such
24 proceeding if (an) Officer provides written affirmation to the Association of such person's good
25 faith belief that such person satisfies the criteria for indemnification, and (b) the Officer gives
26 the Association a written undertaking to repay the advanced amount if it is ultimately determine

1 that the director or officer is not entitled to indemnification under this article. The undertaking
2 will be a general obligation of the Officer, but need not be secured and may be accepted the
3 Executive board without reference to the Officer’s financial ability to make repayment.
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5 **ARTICLE VI**

6 **Membership Meeting**

7 The membership meeting shall be held at the WCA Annual Conference. A quorum shall be
8 comprised of a majority of the Board of Directors. Board meetings are open to all members of
9 WY-ASERVIC.
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11 **ARTICLE VII**

13 **Committees**

15 Section 1: Committees

16 The Committees of WY-ASERVIC shall consist of Standing and Special Committees.

17 a) With the approval of the Board of Directors, the President may form Special Committees
18 and designate the chair for each committee. A person may serve a maximum of a four (4) year
19 consecutive term on any WY-ASERVIC committee and a maximum of three (3) years as chair of
20 a committee.

21 b) The President-elect shall appoint, with approval of the Board of Directors, all committee
22 members. The President-elect shall appoint any vacancies for his/her year.

23 c) The Past President shall chair the Nominations and Elections Committee.

24 Section 2: Standing Committees and Purposes.

1 The Standing Committees shall be:

2 a) Awards Committee The purpose of the Awards Committee is to recommend to the WY-
3 ASERVIC Board the recognition of individuals whose outstanding accomplishments exemplify
4 the mission of WY-ASERVIC.

5 b) Ethical Values Committee The purpose of the Ethical Values Committee is to increase the
6 emphasis on ethical issues in counseling and counselor education and in the various functions of
7 the Association, to uphold the ethics of ACA, to investigate any reported ethical violations, and
8 to make appropriate recommendations for action.

9 c) Financial Affairs Committee The purpose of the Financial Affairs Committee is to oversee
10 the finances of the organization and to submit an annual budget to be approved by the WY-
11 ASERVIC Board.

12 d) Media Committee The purpose of the Media Committee is to oversee all the communication
13 vehicles of WY-ASERVIC, including but not limited to the Newsletter, Journal, listserv, and
14 website, and to identify, access, and/or develop resource materials that can aid counselors and
15 counselor educators in integrating spiritual, ethical, and religious values in the practice of
16 counseling and in counselor education.

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18 g) Membership Services Committee The purpose of the Membership Services Committee is to
19 solicit and promote membership in WY-ASERVIC and to coordinate all activities related to
20 recruitment and retention of members.

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22 h) Nominations and Elections Committee The purpose of the Nominations and Elections
23 Committee is to solicit, identify, and select suitable nominees for elected positions within WY-
24 ASERVIC.

1 i) Spiritual and Religious Values Committee The purpose of the Spiritual and Religious Values
2 Committee is to promote the integration of spiritual and religious values in counseling and
3 counselor education.

4 j) Strategic Planning Committee The purpose of the Strategic Planning Committee is to
5 generate a five-year plan including goals, objectives, and outcomes for carrying out the mission
6 of WY-ASERVIC.

7 Section 3: Special Committees

8 a) The President and/or the Board of Directors may appoint Special Committees as necessary
9 for a term of one year.

10 b) Prior to the establishment of a Special Committee, the President, the President-elect, or
11 the Board of Directors shall examine the existing Standing Committees. In cases where the
12 purposes of an existing Standing Committee are in agreement with those of the proposed Special
13 Committee, the task or objective at hand shall be assigned as a subcommittee of the appropriate
14 Standing Committee. The accomplishment of purpose, and thereby termination, of the
15 subcommittee shall be determined by a consensus of the President, President-elect, and
16 Chairperson of the Standing Committee, and shall be reported to the Board of Directors.

17 Section 4: Composition and Function of Standing Committees

18 The composition and function of the Standing Committees shall be according to the provisions
19 of the ASERVIC Leadership Handbook.

20 Section 5: Reports

21 Each committee shall transmit an annual written report to the President of WY-ASERVIC who
22 shall report salient developments to the Board of Directors.

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24 **ARTICLE VIII**

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1 **Amendments**

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3 Section 1: Amendment

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5 These Bylaws may be amended by a majority of the Board of Directors voting by either of the
6 two (2) following methods:

7 a) Proposed amendments may be presented by the Executive Committee, the Board of
8 Directors, and any elected officer who is a member of WY-ASERVIC in good standing. The
9 proposed amendment shall be submitted thirty (30) days prior to the annual Board of Directors
10 meeting. An amendment shall be approved upon receiving a two-thirds (2/3) vote of the Board
11 of Directors voting.

12 b) Amendments may originate at a Board of Directors meeting. If approved by two-thirds
13 (2/3) of voting Board members, such proposed amendments shall be sent not less than sixty
14 (60) days following the date of presentation for a mail vote by the Board members before whom
15 the amendment originated. An amendment shall be approved in this manner when it receives a
16 two-thirds (2/3) vote from those members of the Board of Directors voting.

17 **ARTICLE IX**

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19 **Dissolution**

20 Section 1: Dissolution

21 Should the Wyoming Division of WY-ASERVIC be disbanded at any time, all of its assets shall
22 be distributed and conveyed to the WCA.

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24 **ARTICLE X**

1 **Rules of Order**

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3 Section 1:

4 The most current version of *Robert's Rules of Order* shall govern the proceedings of all bodies of

5 WY-ASERVIC.

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