

**THE ASSOCIATION OF STUDENT ASSISTANCE PROFESSIONALS
OF VERMONT**

BY-LAWS
2000

ARTICLE I

The name of the Association shall be the Association of Student Assistance Professionals of Vermont.
(A.S.A.P.)

ARTICLE II
STATEMENT OF PURPOSE AND GOALS

Section I - Statement of Purpose

The Mission of the Association is to increase and promote the effectiveness of Student Assistance Programs in Vermont

Section II - Statement of Goals

- 1) To serve as an advocacy group for Student Assistance Programs and personnel throughout the State of Vermont.
- 2) To increase the recognition of Student Assistance Programs within Vermont
- 3) To develop and provide a professional forum for discussion of needs, issues & resources common to Student Assistance Programs throughout Vermont.
- 4) To facilitate networking between Student Assistance Programs and other youth service providers.
- 5) To advocate for improving the quality of services for youth within the state of Vermont.
- 6) To develop and promote quality standards for Student Assistance Programs based on effective practices.
- 7) To develop educational and professional standards for Student Assistance Program counselors, and support individual counselors in meeting these standards.
- 8) To define the role of the Student Assistance Counselor within the educational system and promote the importance of this position as a viable career opportunity.

ARTICLE III
MEMBERSHIP

Section I - Categories of membership shall be: Voting members, Sustaining members, Student members, Retired members. Applications shall be reviewed and voted upon by the Executive Board after receiving the recommendation of the Membership Committee based on the following:

Subsection a-Voting Member

A voting member shall be those currently working in the field as a Student Assistance Counselor and who meet the standards and certification requirements as defined by the Association or who serves as a clinical supervisor of a Student Assistance Counselor. Other counselors/individuals may request Board approval for status as a Voting member by doing so in writing and submitting a resume for consideration.

Subsection b- Non-Voting Member

- B.1. Sustaining member: A sustaining member shall be any person who actively supports the Purpose and Goals of the Association.

B.2. Student member: A student member shall be any person who actively supports the Purpose and Goals of the Association and who provides proof that they are enrolled in school.

B.3. Retired Member: A retired member is any person who formally worked as a Student Assistance Counselor, or Clinical Supervisor of a Student Assistance Counselor or who, for reasons of Disability, is no longer able to work, and who actively supports the Purpose and Goals of the Association.

Subsection c- Corporate Member (Non-Voting)

C.1. Any business, corporation, or "For-Profit" entity whose products, services, advertising or employment practices do not contradict the mission, philosophy, or goals of ASAP may apply for membership as a sponsoring corporate member. Corporate members will not have the right to vote but employees will be granted all appropriate training and informational benefits. ASAP will seek to appropriately acknowledge the support it receives from any corporate member. Fees for corporate membership shall be set by the Board of ASAP. All requests for membership shall be reviewed by the Board and/or Executive Committee.

C.2. Agencies, organizations and other "Non-Profit" organizations whose purpose, activities, advertising or employment practices do not contradict the mission, philosophy, or goals of ASAP may apply for membership as a supporting corporate member. Corporate members will not have the right to vote but employees will be granted all appropriate training and informational benefits. ASAP will seek to appropriately acknowledge the support it receives from any corporate member. Fees for corporate membership shall be set by the Board of ASAP. Any accepted supporting corporate member who provides support to its employees by paying for their individual memberships to ASAP shall receive additional considerations, including discounted dues, as determined by the Board. All requests for membership shall be reviewed by the Board and/or Executive Committee.

Section II-Loss of membership

The Board and I or Executive Committee reserves the right to revoke Membership for the following:

- a. Failure to pay dues within 90 days of expiration.
- b. Behavior which violates the Ethical standards of the Association.
- c. Commission of an act or crime which is incompatible with the mission and purpose of the Association, the Vermont Alcohol and Drug Abuse Counselors Association and the National Alcoholism and Drug Abuse Counselors Association.

Subsection a-Complaints

The Board shall establish procedures based on due process to address any complaints or concerns they receive regarding membership behavior.

ARTICLE IV

DUES

The Board will establish dues for all membership categories, as well as benefits, rights and privileges of membership. A change in the amount of Membership dues requires a two-thirds majority of Board Members present at Board meetings.

ARTICLE V OFFICERS

Section I - Designation

The officers of the Association shall be President, Vice-President, Treasurer, and Secretary.

Section II - Powers and Duties of the President

The President of the Association, who is a member of the Board and the Executive Committee, or designee, shall preside at all meetings of the Association and the Board. He/she may also serve as a non-voting, ex-officio member of all other committees and shall appoint the chairperson of such committees or task force of the Association as the Association may establish from time to time. The President works closely with the Executive Board and Executive Director in all matters.

Section III - Powers and Duties of the Vice President

The Vice-President shall be a member of the Board and the Executive Committee with such powers and duties as may be assigned to this office by the President, and shall succeed the President if that person is unable to serve out his/her full term of office.

Section IV - Powers and Duties of the Secretaries

The secretary of the Association shall be a member of the Board and the Executive Committee. The Secretary shall record, or cause to be recorded, the attendance, resolutions, votes and minutes of the proceedings in binders to be kept for that purpose. The Secretary shall keep or cause to be kept in a proper and safe manner, all documents and records of the Association. The Secretary shall prepare or cause to be prepared such correspondence as directed by the Board.

Section V - Powers and Duties of the Treasurer

The Treasurer shall be the Chief Fiscal Officer of the Association. The Treasurer shall be a member of the Board and the Executive Committee and shall have other such powers and duties as may be assigned to this office by the Association or the President. The Treasurer shall oversee the custody of the Association funds. The Treasurer shall oversee the receipt and deposit of all monies of the Association in such depositories as shall be authorized by the Board and the expenditure of all monies of the Association via such disbursement mechanisms shall be authorized by the Association. The Treasurer shall also keep or cause to be kept, full and accurate accounts of said receipts and disbursements in monthly reports of such transactions. The Treasurer shall cooperate with the annual independent audit, initiated by the Executive Committee.

Section VI - Vacancies

- A. Any Board member missing two consecutive Board meetings may have their seat vacated.
- B. Should the President's office become vacant for whatever reason, the Vice-President shall fill the position for the remainder of their term. All other vacancies shall be filled by the Board.

Section VII- Executive Committee

The Executive Committee shall consist of the President, Vice President, Treasurer, Secretary and the Executive Director (non voting.) The Executive Committee shall be the administrative body which exercises general supervision and control over the affairs of the Association. Duties of the Committee shall be:

- A. To conduct the business of the ASAP between Board Meetings.
- B. To consider committee reports and recommendations and assist committees in carrying out their designated functions, especially to interpret policy when necessary.
- C. To call a special meeting of the Association when collective action and deliberation seem to be required. (See Article VI, Sect. 3.)

Section VIII- Board

The Board shall consist of no less than nine and no more than 19 members not inclusive of the Executive Officers. There will be Regional Board Members, from geographic districts determined by the Board to ensure representation of all areas of Vermont. The Board may approve the seating of additional duly nominated and elected members as long as this does not cause the Board to exceed the 19 member limit. (Not inclusive of the Executive Officers.)

The Board may also appoint two non-voting Advisory Board Members at its discretion. The Board may also invite any person (s) it feels necessary for the proper conducting of A.S.A.P. business. Such person(s) are not entitled to vote on matters that come before the Board.

Section IX: Code of Conduct for officers -

Officers must be professional in conduct and dress, and be careful to represent the Board's stance and not their own. Violation of these areas is cause for termination from the Board. Officers shall be held to the same standards as members. (See Article III, Sect. II).

Section X: Eligibility and Terms of Office

Any voting member in good standing may be nominated for election to the Board by either a member of the Board or in writing by any member of the ASAP. Such written nomination shall be received by the Board or the Nominating Committee at least 15 days prior to the date set for the elections. Candidates for Executive officers can be nominated in the same manner provided they have served at least one Board term or are currently serving a term on the Board.

Board Members and Executive Officers shall serve terms of two years and are eligible for re-election. The President shall not serve more than two consecutive terms but may run for a Board Seat or other Executive Office. A past President may again hold that position 2 years after their term as President has ended.

Half of all Board seats, including Executive officers, will be elected annually. The Offices of the President and Treasurer will run concurrently as will those of Vice President and Secretary.

Section XI Resignations

An Officer of the Association may resign at any time by giving written notice to the Executive Committee of the Association. Resignation shall take effect at the time specified.

Section XII Elections

The Board will determine the time and place of elections, verify that all candidates are eligible, and that they have been properly nominated. Elections will generally be held at the Annual meeting (members elected to the Board will be determined by a simple majority of voting members present). Under special circumstances the Board may approve an alternative voting method, including mail ballots. At no time will voting by proxy be allowed.

ARTICLE VI MEETINGS

Section I - Board Meetings

Regular meetings of the Board will be held as determined by the President or their designee. A quorum of one-third of current voting Board Members is required for the Board to meet officially. The Board shall make efforts to keep membership aware of the time and place of Board Meetings, however, prior notice to membership is not required. Meetings shall be governed by *Robert's Rules of Order* except as contradicted by these By-Laws.

Section II - Annual Meeting

ASAP shall hold the annual meeting at a time and location approved by the Board. All members shall receive notification of the time and place at least 45 days prior to the Annual Meeting.

Section III Special Meetings

Special meetings may be called by either the Board or Executive Committee. Should either the Board or the Executive Committee receive a request for a Special Meeting from two thirds or more of Voting Members, the President or their designee shall cause a meeting to be scheduled and duly noticed. Notice of Special Meetings shall be given to all Voting Members at least seven days prior to the meeting.

ARTICLE VII COMMITTEES

Section I - General Description

The Association may elect or cause to be appointed such committees and subcommittees as the Association may deem necessary in performing the business of the Association and fulfilling the purpose of its members. Committees shall have such powers, duties and obligations as described in these By-Laws and any additional responsibilities as may be delegated by the Association from time to time. The Board shall maintain Standing Committees of the Association not limited to the following; Ethics & Standards, Public Information, Membership, and Continuing Education Committees.

ARTICLE VIII CONFLICT OF INTEREST

Any voting member who has a conflict of interest, financial or otherwise, shall abstain from voting on that matter.

ARTICLE IX DISSOLUTION

Upon the dissolution of the Association, and after all creditors have been satisfied, any assets, remaining funds, and records will be distributed to the Vermont Department of Health, Division of Alcohol and Drug Abuse Programs for the sole purpose of continuing the mission of the Association to promote and develop effective Student Assistance Programs in Vermont.

ARTICLE X DISCRIMINATION

Section I - Non - Discrimination Statement:

There shall be no discrimination against any individual based on race, color, religion, creed, ancestry, gender, marital status, age, national origin, disability or sexual orientation.

ARTICLE XI OTHER SITUATIONS

Section I - Conflict of Interest

Any conflict of interest, by the Association should be avoided. A.S.A.P. may endorse, promote, lend its name/logo to person(s), agencies, programs, products, curricula, services and service providers whose mission and ethical standards align within those of the Association of Student Assistance Professionals and only with Board approval.

Section II- Discrimination

Any individual who feels that he/she has experienced any discrimination may: file a grievance with the Executive Committee. The President, or Executive Director, acting as a designee, will appoint an ad-hoc committee of three Board members to investigate the complaint.

Section III- Other Situations

Situations not covered by these By-Laws will be addressed by the Executive Committee.

ARTICLE XII AMENDMENTS

Section I-Amendments

A vote to amend these by-Laws may be held at either a regularly scheduled Board meeting or a duly noticed special meeting, provided that the amendment has been submitted in writing to the Association members not less than 21 days prior to the voting meeting. A two-third (2/3) majority of voting members present is required for these By-Laws to be amended.

Section II- Voting

Matters to be voted on by the Association shall be determined by the Board. Matters will be warned before the annual meeting. A quorum shall be the majority of members present at a meeting. For ASAP purposes a quorum represents two-third (2/3) of the paid members in good standing. Each paid member has one vote.

By-laws/2000: 12/20/00