



**ARTICLES OF ORGANIZATION & BYLAWS OF
THE NEW JERSEY ASSOCIATION FOR COLLEGE ADMISSION COUNSELING**

Revisions for Approval on September 22, 2011

ARTICLES OF ORGANIZATION

ARTICLE I: NAME

Section 1: The name of this Association shall be The New Jersey Association for College Admission Counseling (**NJACAC**) (**the Association**), a chartered state affiliate of The National Association for College Admission Counseling (**NACAC**) and duly incorporated in the laws of the state of New Jersey. The organization may also be known as The New Jersey Association of College Admission Counselors, Inc. with the business address registered in Manasquan, NJ or another location as approved by the Executive Board. In addition, NJACAC will comply with the current NACAC Affiliation Agreement and Affiliate Policies. The fiscal year shall extend from July 1st to June 30th.

**Section 2: ASSOCIATION OBJECTS, PURPOSES AND POWERS:
 CONSISTENCY WITH NATIONAL ASSOCIATION**

The objectives of NJACAC shall be to:

- a. develop and maintain high standards which foster ethical and social responsibility among those involved in the process of planning for postsecondary education;
- b. support and promote adherence to the Statement of Principles of Good Practice promulgated by the National Association for College Admission Counseling;
- c. promote and protect the interests of students involved in the postsecondary education planning process;
- d. develop the professional competence, and meet the professional needs of individuals involved in admissions and financial aid procedures;
- e. engage in and report research pertinent to the purpose of the Association;
- f. educate those involved in the process of postsecondary education and admission;
- g. develop services related to the process of planning for postsecondary education and admission;
- h. communicate information to members and other appropriate parties;
- i. provide opportunities for interaction between and among members, the various segments of the Association, other segments of the educational community and appropriate organizations and agencies;
- j. interpret to various publics any information, data and opportunities relevant to student postsecondary education planning;
- k. strive for the inclusion of traditionally underrepresented and eligible NJACAC members in leadership roles in the Association;

- l. serve students, parents, secondary schools, postsecondary educational institutions and agencies by considering the whole range of influences on a student's transition from secondary school to further education without regard to race, color, gender identity, pregnancy, religion, creed, marital status, partnership status, age, sexual orientation, national origin, disability, military status, or any other legally protected status;
- m. encourage membership and participation by eligible institutions in order to have membership reflect the multicultural diversity of New Jersey.

Section 3. Powers, Limitations.

The Association shall have and may exercise all powers, rights, authorities and privileges necessary or appropriate to and consistent with effectuation of its objectives and purposes, as expressed or implied in these Articles of Organization, in these Bylaws, or which may be incidental thereto; provided, however, that the Association shall neither have nor exercise any right, power, authority or privilege inconsistent or in conflict with continuing recognition of its status as a nonprofit corporation exempt from taxation under Section 501(c)(3) of the Internal Revenue Code of 1954.

Section 4. Conformance with National Association.

To the extent not inconsistent with the laws of the United States or the State of New Jersey, or with its status and recognition as a nonprofit corporation exempt from taxation under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, the Association shall remain continuously organized and its membership, operation, business and affairs shall be governed and conducted in accordance with the prescriptions of the National Association for College Admission Counseling ("NACAC") with respect to chartered affiliates, not later than one year following any amendment of the Articles of Incorporation or Bylaws of NACAC which require conforming action by the Association, the Association shall consider and adopt any and all amendments to its Articles of Organization and Bylaws as may be necessary or appropriate to satisfy and maintain consistency with NACAC prescriptions for chartered affiliates.

ARTICLE II: MEMBERSHIP

Section 1. Eligibility & Qualifications

- a) Membership in the Association is a privilege made available to eligible institutions, organizations, and individuals.
- b) NJACAC shall have both voting and non-voting members.
- c) The requirements, criteria, qualifications, and rights of each category of membership shall be set forth in these Bylaws and further described in policies and procedures approved by the Executive Board.

Section 2: Requirements

- a) Members must be of good reputation.
- b) Members shall support the purposes of NJACAC.
- c) Members must meet the requirements of membership as set forth in the policies and procedures approved by the Executive Board and in these Bylaws.
- d) Members shall comply with NACAC's Statement of **Principles** of Good Practices (SPGP) and the Association's code of conduct, to ensure high professional standards in the recruitment of students and the transition to postsecondary education.

Section 3: Terms

- a. Application for membership shall be reviewed in accordance with the membership criteria set forth in these Bylaws and the policies and procedures adopted by the Executive Board.
- b. The rights and benefits of membership shall be described in these Bylaws.
- c. The Executive Board shall establish annual membership dues for all categories.
- d. The membership year runs from September 1 to August 31. Dues are not prorated.

- e. Membership is activated once payment is received.
- f. Membership is not transferrable or assignable.
- g. Approval of membership shall be recognized by notification to the applicant by the Membership Committee Chair and each approved applicant shall be listed on the NJACAC membership roster
- h. Membership may be terminated at any time for:
 - 1. Failure to maintain requirements for membership.
 - 2. Failure to comply with the provisions of the NACAC Statement of Principles of Good Practice (SPGP).
 - 3. Failure to pay the annual dues within (60) days after notice from the Association.

Section 4: Voting Membership

- a) Voting members have the right to elect the governing leaders of NJACAC, to amend, as necessary, the NJACAC Bylaws, and to vote on other business that may come before the membership.
- b) Voting members may serve on the Executive Board.
- c) Each voting member of NJACAC shall have one vote on all matters that require action by the membership.
- d) A voting member of NJACAC may not be a voting member of any other NACAC Affiliate.
- e) Voting membership may be extended to:
 - 1) Educational Institutions
 - i. Two- and four-year colleges, universities, and other post-secondary institutions in New Jersey which are degree granting.
 - ii. Secondary schools in New Jersey which are diploma-granting.
 - iii. **Primary schools in New Jersey.**
 - iv. **Not-for-profit school** districts and university systems in New Jersey which are diploma- or degree-granting.
 - 2) Organizations
 - i. Organizations in New Jersey whose primary activities consist of providing counseling, admission, or financial aid services to students or to the college admission counseling or financial aid professions.
 - 3) Individuals
 - i. Persons employed by voting member institutions and organizations whose professional activities consist primarily of counseling, admission, or financial aid services.
 - ii. Independent educational consultants or counselors working primarily in New Jersey who are self-employed or employed by a company providing counseling, admission, or financial aid services to students and/or their parents. Such members cannot hold voting membership in another NACAC Affiliate.
 - iii. Retired individuals from NJACAC member institutions who were actively engaged in providing counseling, admission, or financial aid services.
 - iv. Regional representatives of two- or four-year colleges, universities, or post-secondary institutions located outside of New Jersey who perform the majority of their professional duties in New Jersey. Such members cannot hold voting membership in the NACAC Affiliate assigned to the individual's institution.

Section 5: Non-Voting Membership

- a) This category of membership does not have the right to vote on membership-related matters, but may participate in activities sponsored by NJACAC.
- b) Non-voting associate membership shall be extended to:
 - 1) Educational Institutions
 - i. Two- and four-year colleges, universities, and other post-secondary institutions located outside of New Jersey which are degree granting.
 - ii. Secondary schools located outside of New Jersey which are diploma-granting.
 - 2) Organizations

- i. Organizations located outside of New Jersey whose primary activities consist of providing counseling, admission, or financial aid services to students or to the college admission counseling or financial aid professions.
- 3) Individuals
- i. Persons employed by non-voting member institutions or organizations.
 - ii. Independent educational consultants or counselors working outside of New Jersey who are self-employed or employed by a company providing counseling, admission, or financial aid services to students and/or their parents.
 - iii. Graduate students seeking counseling careers in secondary or post-secondary institutions, college or university admission, and/or financial services.

Section 6: Membership Roster

The Membership Chairperson, President, Treasurer and Executive Director of the Association shall at all times maintain a current roster, accurately recording the name, address, e-mail address and class of membership of each member. A member shall be added to the roster, or shall be deemed included on the roster, as of the date on which such member is approved for membership by the Executive Board. A member shall be deemed removed from the roster as of the date on which the Membership Chairperson mails to such member written notice of the resolution of the Executive Board terminating the membership of such member.

Section 7: Special Assessments

As may be necessary to fund special projects or unanticipated expenses of the Association, the Executive Board may propose the levy and collection of special assessments against the voting members of the Association, provided that no such proposal shall become effective until and unless approved by the affirmative vote of at least two-thirds of the members of the Association present and entitled to vote at any regular or special meeting of the Association, and provided further that the notice of such meeting shall specify the amount of the assessment, the dates on which it is due and delinquent, the effect of nonpayment, and the purpose or purposes to which such assessment shall be applied, as proposed by the Executive Board.

ARTICLE III: MEETINGS

Section 1: Annual Meeting

The annual meeting of the members of the Association shall be held during each fiscal year of the Association, following the first day of January of such year and on or before the last day of June of such year, at a location within New Jersey, at such place, date and times as may be designated by the Executive Board. If the annual conference takes place outside the state of New Jersey, the annual meeting may take place outside the state by approval of the Executive Board.

Section 2: Other Meetings

A general meeting of the entire membership of the Association may be held at and in conjunction with the annual meeting of the National Association for College Admission Counseling, wherever and whenever held, at the call of the Executive Board.

Section 3: Special Meetings

Special meetings of the members of the Association may be called at any time upon the request of the President or of the Executive Board or upon a written petition therefore filed with the Secretary and subscribed by not less than one-fourth of the Voting Members of the Association. The President, in consultation with the Executive Board, shall designate the day, hour and place, of any duly called special meeting of the membership. The purpose of each special meeting of the membership shall be stated in the request or petition therefore and specified in the notice of such meeting, and only such business as is specified in the notice of any special meeting may be transacted at such meeting.

Section 4: Notice of Meetings

Not less than 30 days prior to each meeting of the membership, the Secretary shall deliver notice of the date, time and place of such meeting to each individual listed on the Association's membership roster as of 30 days prior to such meeting. The notice may be sent by electronic communication.

Section 5: Quorum

In order to conduct official business, a quorum must be present. At any meeting of the members of the Association, the presence of 10 percent or more of the Voting Members of the Association shall constitute a quorum. Once a quorum has been established, the members present at a duly convened meeting of the membership may continue to transact business until adjournment, notwithstanding the subsequent absence of a quorum by withdrawals of members. At any Executive Board meeting, a quorum shall be considered a majority of the voting members of the Executive Board.

Section 6: Procedure

To the extent not inconsistent with other provisions of these Articles of Organization or Bylaws, meetings of the members of the NJACAC shall be conducted in accordance with the parliamentary rules and usages prescribed by the current edition of *Robert's Rules of Order*.

Section 7: Action Without Meeting

Any action which may be taken at a meeting of the membership may be taken without a meeting if a written consent thereto, setting for the action so taken, shall be subscribed by all the members entitled to vote with respect to such action.

ARTICLE IV: OFFICERS, EXECUTIVE BOARD AND DELEGATES TO THE NATIONAL ASSEMBLY

Section 1: Officers (Executive Committee)

The officers of NJACAC shall be:

President: One-year term (as part of the three-year presidential cycle)*

President-Elect: One-year term (as part of the three-year presidential cycle)*

Immediate Past President: One-year term (as part of the three-year presidential cycle)*

Secretary: Three-year term (may serve up to two consecutive terms)

Treasurer: Three-year term (may serve up to two consecutive terms)

The President, President-Elect and Immediate Past President must also be voting members of NACAC. When possible, the President-Elect should rotate between secondary and post-secondary members.

Section 2: Executive Board

The Executive Board shall be composed of the Officers of the Association and:

4 High School Representatives: Two-year term (may serve up to two consecutive terms)**

4 College Representatives: Two-year term (may serve up to two consecutive terms)**

National Assembly Delegates: Three-year term (may serve up to two consecutive terms)*

Committee Chairs: (non-voting - appointed by President)

Treasurer-elect (one year term as part of the three year treasurer cycle) (vacant if there is not a new treasurer)

Executive Director: Ex-Officio

*National Assembly Delegates must meet NACAC eligibility requirements in order to serve as a Delegate and can only be elected by NJACAC members who are voting members of NACAC. Alternate Delegate(s) will be appointed

to serve in the National Assembly as needed. The alternate delegate(s) will be appointed by the President in accordance with the Articles of Organization and NACAC requirements.

When possible, the National Assembly Delegates should be equally divided between Secondary and Post-Secondary members.

** A High School or College Representative may be allowed to run for a third consecutive term with the approval of the Nominating and Elections committee and Executive Committee when there is a valid reason.

Section 3: National Assembly Delegates

National Assembly Delegates shall be elected and serve according to current NACAC guidelines as follows: New Jersey delegates must be voting members of NJACAC and NACAC. The requirement that Delegates need to be NACAC voting members by **July 15** immediately preceding the next annual meeting of the Assembly. An incumbent delegate shall have sixty [60] days following a change in employment to become a NACAC voting member or the principal representative of another NACAC voting institution or organization member within that Affiliate without forfeiting the incumbent's delegate status. Only one person employed by any organization, agency or institution shall serve as an elected delegate in the same assembly as a NJACAC delegate. Each elected delegate shall serve a term of three years, and shall take office on July 15 of the year in which elected. The President, President-Elect, and Immediate Past President shall serve as long as they hold such office. Elected delegates shall serve no more than two consecutive terms.

The Fiscal Oversight Committee will set reimbursement policies for National Assembly Delegates as outlined in Section 4 of the Bylaws.

Note: In the event an extra delegate is added to the NJACAC delegation by NACAC or if there is a vacancy, the President (with the approval of the Executive Committee) will appoint a delegate to hold the spot as a voting member of the Executive Board. The new delegate(s) can then be nominated to a new three-year term in the following year's election. If the appointed delegate is elected to the delegate position, the year served will not count in the terms of service requirement.

In the event a delegate is subtracted from the NJACAC delegation by NACAC, the President (with the approval of the Executive Committee) will ask an elected delegate to not sit in assembly for that year. The elected delegate will still remain a voting member of the Executive Board until the next election when their term will be terminated.

Section 4: Alternate Delegate(s)

The Alternate Delegate(s) shall be appointed to serve at the annual conference by the President as needed. The names of a minimum of two (2) alternate delegates shall be sent to NACAC each spring with the delegate roster.

Section 5: Executive Director

The position of Executive Director was established in 2002. The duties and responsibilities were amended in 2007. The Executive Director is on the payroll of the Association and reports to the President and the Executive Board.

Section 6: College and Secondary School Representatives:

See job descriptions in Article V.

Section 7: Treasurer-Elect

See job description in Article V.

Section 8: Committee Chairs

See job description in Bylaws. The President of NJACAC shall appoint Committee chairs (with the exception of the Conference Planning and Nominating and Elections chairs). Committee members will be appointed by the Committee chair in consultation with the appropriate officer. Chairs can be reappointed.

ARTICLE V: DUTIES OF OFFICERS, EXECUTIVE BOARD AND DELEGATES TO THE NATIONAL ASSEMBLY

Section 1: President

The duties of the President shall be to:

- a. serve as chairperson of, and preside at, all meetings of the members of the Association and of the Executive Committee, and the Executive Board;
- b. serve as ex officio member of all Association committees, save for the Nominating and Elections Committee;
- c. appoint the chairpersons of all standing committees of the Association (except the Nominating and Elections and Conference Planning Committees) and such other of special committees as may be established by the President or the Executive Board;
- d. serve as delegate to the National Assembly of the National Association for College Admission Counseling;
- e. report to the Executive Director (or other appropriate person) of NACAC and immediately after their election or appointment, the names and terms of office of elected and appointed delegates and alternates to the National Assembly, as well as the name of the President-Elect of NJACAC;
- f. from time to time, report to the members of the Association and the Executive Board all matters within his or her knowledge which the interest of the Association may require to be brought to their attention;
- g. prepare and lead annual leadership retreat(s) with the purpose of setting the goals and timelines for the following year
- h. facilitate the review of the Executive Director and oversee the work of the Executive Director, who assists in the implementation of the annual goals set by the Executive Board.
- i. With the President-Elect, represent the Association at the following forums:
 - NACAC Leadership Development Retreat (LDI) (mid-summer)
 - Legislative Conference in Washington D.C. (usually March)
 - NACAC National Conference (late September/early October)
- j. perform all duties incident to such office and such other duties as may from time to time be prescribed by the Executive Board.

Section 2: President-Elect

The duties of the President-Elect shall be to:

- a. preside at any meeting of the Association in the absence of the President and to assist the President as requested.
- b. succeed to the office of President in the event of a vacancy in that office;
- c. Chair the Conference Planning Committee and coordinate the activities of the Conference Planning Committee.
- d. serve as a delegate to the National Assembly of the National Association for College Admission Counseling.
- e. perform such other duties as may from time to time be prescribed by the President.
- f. attend and assist in leading the NJACAC Summer Leadership Retreat.
- g. with the President, represent the Association at the following forums:
 - NACAC Leadership Development Retreat (LDI) (mid-summer)
 - Legislative Conference in Washington D.C. (usually March)
 - NACAC National Conference (late September/early October)

Section 3: Secretary

The duties of the Secretary shall be to:

- a. be responsible for the non-financial records of the Association.
- b. record the minutes of all Executive Board and General Membership meetings and to distribute them to the members of the Executive Board.
- c. send out all necessary notices affecting business meetings of the Executive Board and committees.
- d. provide any documentation required by NACAC, including copies of minutes and new copies of Bylaws.
- e. serve as an Alternate Delegate to the National Assembly (if needed, eligible and attending the annual NACAC conference)
- f. to serve as historian/archivist of NJACAC with the assistance of the Executive Director.
- g. to oversee all NJACAC communications, working with the Communications Committee chair, President, webmaster, Executive Director and others to insure a coordinated communication effort within the Executive Board and for our membership.
- h. help coordinate the activities of the communications committee
- i. perform such other duties as may from time to time be prescribed by the President.

Section 4: Treasurer (and Treasurer-Elect)

The duties of the Treasurer shall be to:

- a. be responsible for the financial records and funds of the Association.
- b. prepare and present for the approval of the Executive Board an annual budget.
- c. Serve on the Fiscal Oversight Committee and work with the Fiscal Oversight Committee to review the financial plans and policies of NJACAC.
- d. be responsible for the payment of all bills.
- e. make the annual financial report to the Association.
- f. serve as an alternate delegate to the National Assembly. (if needed, eligible and attending the annual NACAC conference)
- g. ensure that NJACAC commits an annual donation to the NACAC Imagine Fund.
- h. be elected to one three-year term, **serving the first year of the term as “Treasurer-Elect,”** and shall attend all meetings with the Treasurer, as a voting member of the Executive Board. Automatically become the Treasurer in the second year of office (or if there is a vacancy during the first year) and shall assume all of the responsibilities of the position. Serve as the Treasurer in the third year of office, and during the third year provide training for the new Treasurer-Elect. If the incumbent chooses to run for a second term and is elected, there is no treasurer-elect and the next election will take place the year before the third term expires.
- i. perform such other duties as may from time to time be prescribed by the President.

Section 5: Immediate Past President

The duties of the Immediate Past President shall be to:

- a. chair the Nominating and Elections Committee.
- b. serve as Chief Delegate to the National Assembly of NACAC and, as such, chair all meetings or caucuses of the Association’s delegation to the National Assembly, and represent the delegation at and in connection with the convention of the National Assembly of NACAC.
- c. serve as Chairperson of the Council of Past Presidents which will be an advisory board consisting of past NJACAC presidents available to the current NJACAC President and Executive Board.
- d. perform such other duties from time to time as may be prescribed by the President.

Section 6: Executive Board

The duties of the Executive Board shall be to:

- a. carry out the objectives of the Association.
- b. act on the applications for membership in the Association.
- c. attend the NACAC and NJACAC annual conferences and to represent the interests of NJACAC members.
- d. ensure that NJACAC is incorporated as a nonprofit corporation under the laws of the State of New Jersey, that it is currently and shall remain in good standing under the laws of New Jersey, and that NJACAC is and shall remain exempt from the federal income tax under Section 501(C)(3) of the Internal Revenue Code of 1986, as amended

Section 7: National Assembly Delegates

The duties of the National Assembly Delegates shall be to:

- a. represent the interests of the New Jersey Association for College Admission Counseling.
- b. attend Executive Board meetings as voting members.
- c. attend the annual NACAC conference, and to represent NJACAC at National Assembly meetings, during their term.
- d. perform such other duties from time to time as may be prescribed by the President.
- e. Alternate delegate(s), will be appointed by the President (with the approval of the Executive Committee) to attend the NACAC National Assembly meeting as outlined in Article IV, should an elected delegate be unable to fulfill this responsibility or another Delegate position is created by NACAC. This person may or may not be a member of the Executive Board and must be a voting member of NJACAC and NACAC.

Section 8: Secondary School Representatives

The duties of the Secondary School Representatives shall be to:

- a. serve as a resource for secondary school counselors and present their issues to the Executive Board
- b. attend NJACAC Executive Board meetings as voting members.
- c. attend NJACAC general membership meetings
- d. serve on NJACAC committees and assist with events.
- e. perform such other duties from time to time as may be prescribed by the President.

Section 9: College Representatives

The duties of the College Representatives shall be to:

- a. serve as a resource for college admission professionals and present their issues to the Executive Board
- b. attend NJACAC Executive Board meetings as voting members.
- c. attend NJACAC general membership meetings
- d. serve on NJACAC committees and assist with events.
- e. perform such other duties from time to time as may be prescribed by the President.

Section 9: Removal from Office

Executive Board members may be removed from the Executive Board for non-attendance at three consecutive Executive Board meetings, non-contribution and/or non-performance. Elected members of the Executive Board members may be removed from office by a two-thirds vote of the voting members of the Executive Board. Executive Board members who fail to attend three consecutive Executive Board meetings without a valid reason,

may have their terms on the Board terminated. Such termination will be by a simple majority vote of the voting members of the Executive Board. Non-voting members of the Executive Board may be removed from office by the president with the approval of the Executive Committee.

Section 10: Voting Members of the Executive Board

Only elected members of the Executive Board are eligible to vote. If there is a vacancy which is filled by an appointment from the President, the NJACAC member appointed to fill the vacancy will become a voting member of the Executive Board.

ARTICLE VI: AMENDMENTS

Section 1: The Articles of Organization and Bylaws may be amended at any general meeting by a two third's vote of the members present and voting, provided that notice of the proposed amendment has been sent (by mail or electronically) 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-fifth's vote of the members present and voting.

Section 2: The Articles of Organization and Bylaws shall be reviewed annually to ensure that they are consistent with NACAC'S governing documents. Within one year of any amendment to the NACAC Bylaws, the Association's bylaws will be reviewed, and appropriate amendments will be adopted to maintain consistency.

Section 3: Any amendment to the Articles of Organization prior to a vote by the membership may be reviewed by legal counsel when necessary.

BYLAWS

ARTICLE I: DUES

The annual dues for NJACAC shall be established by the Executive Board. Membership dues may vary within the different categories of membership and for voting and non-voting members.

Voting Members:
 Educational Organizations
 Organizations
 Individuals
 Non-Voting Members:
 Educational Organizations
 Organizations
 Individuals

Dues shall be proposed and approved by the Executive Board

ARTICLE II: ELECTION OF OFFICERS AND MEMBERS-AT-LARGE OF THE EXECUTIVE BOARD AND DELEGATES TO THE NATIONAL ASSEMBLY

Section 1: Elections

Candidates for elected offices should have demonstrated commitment to the goals and objectives of NJACAC through involvement in its activities, such as service on one or more committees or membership on the Executive Board. Further, candidates must provide the chair of the Nominating and Elections Committee written assurance that he/she will attempt to meet the responsibility of his/her office and term and, when possible, will have his/her supervisor provide a written statement attesting to the support of candidacy and office to be held by the candidate's institution of employ.

Voting for officers and members-at-large of the Executive Board shall be by ballot. The method of the ballot will be decided by the Nominating and Elections Committee. A slate of candidates for elected offices must be approved by the Executive Committee at least 45 days prior to the annual meeting. Ballots must be distributed to the voting members at least 30 days prior to the annual meeting. Completed and signed ballots from voting members must be received by the Nominating and Elections Committee chair no later than 15 days prior to the annual meeting. If the ballot is submitted electronically, the ballot will be considered to be signed electronically. **Annual membership fees must be current and paid by April 1 of the year in progress to be eligible to vote. In addition, a vote for NACAC Delegate will only be counted if the voting NJACAC member is also a current member of NACAC in accordance with NACAC policy.**

Section 2: Notification of Election

Notice shall be given to the Executive Director, President and Secretary of NJACAC immediately following the election and the chair of the Nominating and Elections Committee will then announce the results of the election within one week of the annual conference.

Section 3: Filling a Vacancy on the Executive Board

An unexpired term of the President shall be completed by the President-Elect. The President-Elect shall succeed to the office of President in the event of a vacancy in that office and shall continue in office as President for the unexpired and next succeeding term. The President-Elect shall continue to chair the Conference Planning Committee. There will then be a vacancy in the office of President-Elect (see below).

In the event that the President-Elect cannot complete his/her term, the President shall recommend a replacement to finish the unexpired term. A special election will be held within 60 days to fill the office and the new President-Elect will finish the current term and then enter the Presidential cycle. While the election is taking place, the nominee will be considered Acting President-Elect.

The Immediate Past President shall hold office for a like term unless a more recent Past President is not qualified to succeed to such office, in which case the person holding such office, if qualified, shall continue in such office until the conclusion of the next annual meeting of the membership at which the retiring President continues to be qualified for office. If the Immediate Past President position becomes vacant during the year, and there is no other Past President able to serve, the President will fulfill the duties of the Past President and succeed to the office at the conclusion of his/her presidency.

The balance of an unexpired term of any other officer or elected member of the Executive Board shall be filled by an appointment of the President, subject to the approval of the Executive Committee. The appointee will then serve until the next election when an election for a new full term will be held.

Officers will begin their term immediately following the Annual Conference with the exception of the NACAC Delegates whose term begins on July 1st in accordance with NACAC bylaws.

Executive Board members may be removed from the Executive Board as outlined in the Articles of Organization.

Section 4: Reimbursement

Members of the Executive Board may be reimbursed for travel according to policies set below. The Fiscal Oversight Committee (FOC) will set the reimbursement amount each year. The following reimbursements will be allowed by NJACAC **and are effective beginning with the board that took office in June 2011.**

a) National Conference

- 1) Attendance of President, President Elect, Past President, delegates to the National Assembly, and Executive Director as required at National Conference will **be** as follows:

- a. **Hotel**- participants will be reimbursed at a set amount and should share a room when possible.
 - b. **Meals**- participants will be reimbursed at a set amount,.
 - c. **Travel** – airfare/train fare, expected to be booked at the lowest coach rate – if it exceeds the approved amount, it must have pre-approval from the Fiscal Oversight Committee and must be requested at least 1 month in advance of travel.
 - d. **Mileage** – if the conference is within driving distance federal guidelines for automobile mileage and tolls will be used.
 - e. **Parking** – parking at the hotel facility or airport will be covered by NJACAC but the most cost effective way will be reimbursable. (Valet Parking will NOT be reimbursed unless if it is the only means of parking).
 - f. **Baggage Fees and Other Expenses**: The Fiscal Oversight Committee will set guidelines for reimbursement for Baggage Fees and any other expenses.
- 2) The Fiscal Oversight Committee will evaluate forms and receipts to determine reasonable expenses. If reimbursement requests exceed these amounts, the FOC will evaluate the request.
 - 3) Everyone must provide, in advance, documentation that their institution has been approached and what the institution will cover.
- b) **Leadership Development Institute (LDI), Legislative Conference and Presidents Council Meetings**
- 1) For those required to attend reimbursement will be done as stated above. Whenever possible anyone attending either of the above should attempt to room with one another. If that is not possible reimbursement will be made, in full, for hotel rooms. If that is not desirable, NJACAC will reimburse only half of the hotel cost and the participant will assume the other half of the cost. Whatever is not covered by NACAC will be covered by NJACAC at the set rate above with the exception of the hotel rooms.
- c) **NJACAC Annual Conference**
- 1) The current conference chair may seek reimbursement for full conference registration due to the amount of time involved with the position.
- d) **Annual NJACAC Executive Board Summer Retreat**
- 1) Elected Executive Board members, Committee Chairs and anyone the President invites to attend the NJACAC annual retreat is eligible to be reimbursed at the federal mileage rate for mileage for travel to and from the retreat
 - 2) There will be no reimbursement for travel for any other Executive Board meeting during the year.

ARTICLE III: QUORUM

See Articles of Organization

ARTICLE IV: PARLIAMENTARY AUTHORITY

The latest edition of *Robert's Rules of Order* shall govern all matters of NJACAC not covered by these Articles of Organization and Bylaws.

ARTICLE V: CODE OF ETHICS

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

ARTICLE VI: COMMITTEES

Section 1. Committees *

The Standing Committees shall be Admission Practices, Awards, Bylaws, Communications, Conference Planning, Fiscal Oversight, Human Relations, Legislative Concerns, Membership, National College Fairs, Nominating and Elections, Professional Development, Scholarship. The President and Executive Board may appoint other committees as needed.

Section 2: Responsibilities of Committees

Activities and recommendations of the committees shall be reported by the chairperson to the general membership through the Executive Board. All committee appointments shall be published and made available to the general membership.

The chair of the committee shall be appointed as outlined in the Articles of Organization

Section 3: Duties of Standing Committees*

a. Admission Practices Committee shall:

- (1) Deal with questions concerning professional ethics and standards of conduct.
- (2) Encourage all involved in counseling to observe principles of good practice and procedure.
- (3) Insure the welfare of the individual student is an important consideration in the counseling relationship.
- (4) Investigate any charges of alleged breach of professional ethics and recommend appropriate Association action.

b. Awards Committee

In order for the Association to recognize in an appropriate fashion those members whose selfless efforts and dedication have served to enhance the goals of NJACAC, the Awards Committee shall:

- (1) Solicit the entire membership annually for nominations.
- (2) Review and screen nominations.
- (3) Recommend nominees to the President and President-Elect for approval.

c. Bylaws Committee

The Bylaws Committee shall consist of a chair and at least two members appointed by the President. Its responsibility is to review the Articles of Organization and Bylaws on an annual basis, and to recommend any revisions to these documents for approval by the membership of NJACAC, and to insure their consistency with the governance documents of NACAC.

d. Communications Committee

The Communications Committee will be composed of the chairperson, NJACAC secretary, and other members as deemed appropriate by the chair and NJACAC Secretary. Subcommittees of the Communications Committee are: Intercom, *The ABC's of College Planning*, the College Fair Registry, Public Relations and Website) The Communication Committee will serve to inform the membership of all Association activities through publications, the Association's Web site, and the NJACAC e-list. The Web subcommittee will set policies regarding the NJACAC website, including links and advertising policies.

e. Conference Planning Committee

The Conference Planning Committee shall have overall supervision of the plans for, and the execution of, the annual conference. The chair shall be the President-Elect. The Conference Planning Committee shall report on the progress of the conference at each Executive Board meeting. If the NJACAC President is not on the committee, the chair will solicit advice and report on the progress of the conference.

f. Fiscal Oversight Committee

Responsibilities include:

- (1) Review financial status of NJACAC
- (2) Review financial policies annually
- (3) Develop reimbursement policies and procedures as outlined in Section 4 of the Articles of Organization.
- (4) Review long term financial strategies – including investments
- (5) Determine budget for each committee and then present to the executive board for approval
- (6) Make recommendations on dues/fees charged for programs
- (7) Hire and evaluate salaried employees and consultants
- (8) Meet at least once each quarter
- (9) Approve job postings and determine any applicable fees
- (10) Obtain yearly insurance for officers, Executive Director, meetings and any other necessary programs where insurance is required.
- (11) Members to include – President, President Elect, Immediate Past President, Treasurer (if not chair), Treasurer Elect (if position is filled), at least one additional member.

g. Human Relations Committee

The Human Relation Committee seeks to assist and improve the educational welfare of students and assist in the expansion of equal access to post-secondary educational opportunities for those who, for reasons of poverty or other experience, have been denied options available to others. The committee shall plan and recommend strategies for implementing a multicultural agenda for the Association and recommend advocacy for legislation affecting the Association's goals of equity and access.

h. Legislative Concerns Committee

The Legislative Concerns Committee identifies areas and government policy that affect student and school interest and shall formulate and recommend appropriate policy positions and actions. The chair is required (when possible) to attend the NACAC Legislative Conference with the President and President-Elect each spring.

i. Membership Committee

The purpose and objectives of the Membership Committee are to:

- (1) Promote the goals of the Association.
- (2) Recruit new members.
- (3) Collect dues from existing members.
- (4) Make recommendations to the Executive Board regarding criteria for membership in accordance with NACAC guidelines.

The Membership Committee chairperson shall also be responsible for verifying the eligibility of nominees on the Executive Board and Assembly Delegates slates.

j. National College Fairs Committee

The National College Fairs Committee supports National College fairs held annually in New Jersey through NJACAC volunteers assisting NACAC with logistics, publicity, student transportation, workshops and counseling centers.

k. Nominating and Elections Committee

The Nominating and Elections Committee shall nominate a candidate or candidates for each office in accordance with the requirements set forth in Article II, Section 1 of the Bylaws. The committee shall include, but shall not be limited to, the two most recent active Immediate Past Presidents of NJACAC who are NJACAC members, the President, and the President-Elect. The chair will be the Immediate Past President who shall select no fewer than two additional members, one engaged in secondary school counseling and/or one in post-secondary education. The committee shall prepare and send the ballots in accordance with the requirements set forth in Article II, Section 1 of the Bylaws.

l. Professional Development Committee

The Professional Development Committee works with the membership on implementing professional development activities. The committee's activities may include developing professional development sessions, conducting membership surveys, and coordinating summer workshops for new counselors.

BASICS – The chair(s) of the BASICS is a member of the Professional Development Committee

m. Scholarship Committee

Annually, the Scholarship Committee solicits applications from New Jersey students who are residents and are United States citizens, and/or following Federal Guidelines, for review. The Scholarship Committee meets, reviews applications and provides names of student winners from high schools and community college students who will be attending four-year institutions. The school/guidance counselor and/or admission representative must be dues paying member of NJACAC. The Executive Board each year sets the number and scholarship amount(s) from their annual budget. Winners, parents and counselors are acknowledged at the yearly Annual Conference.

*Because of the nature of their responsibilities the chair(s) of the following sub-committees will also serve as non-voting members of the Executive Board.

- ABC's Of College Planning
- College Fair Registry
- Community Colleges
- County College Fairs
- Fund Development
- Intercom
- Webmaster

ARTICLE VII: AMENDMENTS

Section 1: The Articles of Organization and Bylaws may be amended at any general meeting by a two third's vote of the members present and voting, provided that notice of the proposed amendment has been sent (by mail or electronically) 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-fifth's vote of the members present and voting.

Section 2: The Articles of Organization and Bylaws shall be reviewed annually to ensure that they are consistent with NACAC'S governing documents.

- a. Within one year of any amendment to the NACAC Bylaws, the Association's bylaws will be reviewed, and appropriate amendments will be adopted to maintain consistency.

Section 3: Any amendment to the Bylaws prior to a vote by the membership may be reviewed by legal counsel when necessary.

ARTICLE VIII: DISSOLUTION

Upon the dissolution of the Association, the Executive Board shall, after paying or making provisions for the payment of all liabilities of the Association, dispose of the remaining assets of the Association exclusively for one or more exempt purposes, within the meaning of Section 501 (c) (3) of the Internal Revenue Service Code of 1954 (or the corresponding provision of any future Federal Tax Code), or shall distribute the same to the Federal Government, or to a state or local government for public purposes. Any such assets not so disposed of by order of the Supreme Court of the State of New Jersey in the judicial district where the principal office of the Association is then located, exclusively for such purpose or to which such organizations organized and operated for such purposes as the court shall determine.

ARTICLE IX: CONFLICT OF INTEREST STATEMENT

Section 1: NJACAC, as a non-profit, tax-exempt organization, depends on membership contributions. Maintenance of its tax-exempt status is important both for its continued financial stability and for the receipt of contributions and public support. Therefore, the operations of **NJACAC** first must fulfill all legal requirements and policies. They also depend on the public trust and thus are subject to scrutiny by and accountability to both the membership and Executive Board.

Consequently, there exists between NJACAC and its Executive Board and members a fiduciary duty that carries with it a broad and unbending duty of loyalty and fidelity. The Executive Board has the responsibility of administering the affairs of NJACAC honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of NJACAC. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with NJACAC or knowledge gained there from for their personal benefit. The interests of the organization must have the first priority in all decisions and actions.

Section 2: Purpose and General Rule The purpose of this policy is to provide guidance to the directors, officers, committee members and employees of the New Jersey Association for College Admission Counseling ("NJACAC") in identifying and handling potential and actual conflicts of interest. In most instances, conflicts of interest can be handled simply by disclosing them to the appropriate individuals within NJACAC and continuing to exercise good judgment concerning such situations. **In general, NJACAC directors, officers, committee members and employees are obligated to recognize and disclose ethical, legal, financial, or other conflicts of interest involving NJACAC, and remove themselves from a position of decision-making authority with respect to any situation involving NJACAC.**

A **“Conflict of Interest” is designed** as a situation in which an interest or activity influences or appears to influence the ability of a person to exercise objectivity or impairs the person’s ability to perform his or her fiduciary responsibilities in the best interests of NJACAC. By way of example and not by way of limitation, a person is considered to have a potential conflict of interest in any of the circumstances described below:

- (i) If there is a contract, loan or other transaction between NJACAC and a Covered Person or Family Member. This does not include, however, routine, incidental transactions conducted in the normal course of NJACAC business (e.g., routine membership or reimbursement for travel, meals or expenses pursuant to NJACAC policy).
- (ii) If there is a contract, loan or other transaction between NJACAC and an entity (a) in which a Covered Person or Family Member has a Material Financial Interest or (b) of which a Covered Person or Family Member is a director, officer, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator or other legal representative.
- (iii) A Covered Person or Family Member competing with NJACAC in the rendering of services or provision of goods or in any contract, loan or other transaction with a third party.
- (iv) A Covered Person or Family Member having a Material Financial Interest in an entity that competes with NJACAC in the rendering of services or the provision of goods.
- (v) A Covered Person or Family Member serving as a director, officer, employee, agent, partner, associate, trustee or personal representative of an entity that competes with NJACAC in the rendering of services or the provision of services.
- (vi) If there is an NJACAC contract, loan or other transaction that involves a Covered Person or Family Member when a reasonable person, with knowledge of all relevant facts, would question the impartiality of the Covered Person with respect to such contract, loan or other transaction.

1. Specific Relationships that May Create Conflicts of Interest

A variety of situations, affiliations and relationships may create potential conflicts of interest. Financial or other relationships (e.g., board/officer or other management positions) by a Covered Person or a Family Member with a prospective or actual contractor, vendor or supplier could potentially create the appearance of impropriety or interfere with the discharge of the Covered Person’s responsibilities

2. Gifts

As a general rule, Covered Persons and Family Members may not receive or offer any gift or anything else of significant value for the purpose of influencing the action of NJACAC or of the recipient. Gifts (except those generally valued at \$100 or less) received from vendors, suppliers, members, and consultants as part of normal business practice must be given to NJACAC or shared with NJACAC generally, and if acknowledgement is appropriate, acknowledged on behalf of NJACAC. This guideline is not intended to prohibit normal business practices, such as charitable contributions, meetings over meals, corporate items given to participants in meetings and conferences, or token hosting gifts, as long as they are of nominal and reasonable value and promote NJACAC’s legitimate business interests. If a Covered Person believes there is an appropriate reason to make an exemption to this policy for an individual situation, he or she should contact the board or legal counsel prior to giving or accepting the gift.

3. Procedures

Prior to NJACAC Board or committee action on a contract, loan or other transaction involving a Conflict of Interest, a Covered Person having a Conflict of Interest or potential Conflict of Interest and who is in attendance at the meeting shall disclose to the Board or committee all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting. A Covered Person who has a Conflict of Interest shall not participate in or be permitted to hear the Board’s or committee’s discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting. A Covered Person who has a Conflict of Interest with respect to a contract, loan or other transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote. The Covered Person

having a conflict of interest shall not vote on the contract, loan or other transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. The Covered Person's ineligibility to vote shall be reflected in the minutes of the meeting.

4. Confidentiality

Each Covered Person shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests of NACAC. Furthermore, a Covered Person shall not disclose or use information relating to the business of NACAC for the personal profit or advantage of the Covered Person or a Family Member. This policy shall be reviewed annually by the NJACAC Executive Board. Any changes to the policy shall be communicated immediately to all Covered Persons.

Current bylaws approved on June 7, 2011

Submitted by:

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