



## **Bylaws**

### **Article I. Membership**

- Section 01. Membership in the International Association for College Admission Counseling (International ACAC) is a privilege made available to eligible institutions, organizations, and individuals as defined by these Bylaws and International ACAC's Policies and Procedures.
- Section 02. All members must be in agreement with International ACAC's Bylaws.
- Section 03. Criteria and qualifications for each category of voting and non-voting members shall be set forth in these Bylaws and in the International ACAC Policies and Procedures.
- Section 04. **Voting Membership**
- (a) Voting membership in International ACAC shall be extended to:
    - (i) Institutions or organizations located outside of the United States and its territories that are not served by other NACAC affiliates.
    - (ii) Individuals who perform the majority of their duties outside of the United States and its territories that are not served by other NACAC affiliates.
    - (iii) Individuals who work in the United States and its territories but whose primary duties are international.
    - (iv) Retired persons who were actively engaged in providing counseling, admission, or financial aid services internationally.
  - (b) A voting member of International ACAC may not be a voting member of any other NACAC affiliate.
  - (c) All voting members have the right to be elected to the Executive Board, to serve on committees, and shall include the following:
    - (i) Educational Institutions
      - 1) Accredited not-for-profit two-to-four-year colleges, universities, and other post-secondary institutions.

- 2) Other accredited universities and other post-secondary institutions as approved by the Executive Board.
- 3) Secondary schools, as approved by the Executive Board.
- (ii) Organizations
  - 1) Not-for-profit community-based organizations that provide counseling, admission, or financial aid services only to students at the state, province, or local level on an ongoing basis.
  - 2) Not-for-profit organizations whose primary activities consist of working on a multi-state, national, or international level and providing counseling, admission, or financial aid services to students or to the college admission counseling or financial aid professions.
  - 3) Not-for-profit primary and secondary school districts and college and university systems.
- (iii) Individuals
  - 1) Persons employed by voting member institutions and organizations whose professional activities consist primarily of counseling, admission, or financial aid services.
  - 2) Independent educational consultants or counselors who are self-employed and provide counseling, admission, or financial aid services to students and/or their parents.
  - 3) Retired professionals who were actively engaged in providing counseling, admission, or financial aid services internationally.
  - 4) Persons who were employed at a voting member institution or organization during the current year or immediately preceding membership year, who are no longer employed by any member or member-eligible institution.

**Section 05. Associate Non-voting Membership**

- (a) All non-voting members have the right to serve as part of the Regional Council as Regional Representatives, as Subcommittee chairs, and on committees, and shall include the following:
- (i) Educational Institutions
    - 1) Degree-awarding two-to-four-year colleges, universities, and other post-secondary institutions that are active candidates for accreditation according to International ACAC's Policies and Procedures.
  - (ii) Organizations
    - 1) Organizations that provide products and/or services to the counseling, admission, or financial aid professions or in support

of students in the International ACAC region in the transition to post-secondary education.

(iii) Individuals

- 1) Persons employed by non-voting member institutions and organizations whose professional activities consist primarily of counseling, admission, or financial aid services.
- 2) Students seeking careers in counseling, admission, or financial aid services, renewable annually for up to two years and thereafter only at the discretion of the Executive Board upon review of membership application.

Section 06. Each educational institution or organization member shall designate a principal representative who shall represent and, in the case of a voting member, vote for such member. The professional responsibilities of the principal representative of a voting member must include providing services and/or products to the counseling, admission, or financial aid profession or in support of students in the transition to post-secondary education.

**Article II. Responsibilities of the Membership**

Section 01. The members shall promote the practices outlined in NACAC's Guide to Ethical Practice in College Admission.

Section 02. Only voting International ACAC members who are in good standing shall be entitled to vote on matters presented to the membership for action. Each member so entitled to vote may vote in person or electronically as provided herein.

**Article III. Approval, Recognition, and Termination of Membership**

Section 01. Membership in International ACAC is a privilege made available to eligible individuals as defined in the Association's Bylaws and by criteria established by the Executive Board, as outlined in the International ACAC Policies and Procedures.

Section 02. Membership in International ACAC may be terminated by action of the Executive Board for failure to comply with the provisions of the Bylaws.

**Article IV. Dues**

Section 01. The annual dues of International ACAC shall be determined by the Executive Board and approved by a majority of the members voting in person or electronically as provided herein. The membership must be notified of a proposed change in the dues structure not less than fourteen days prior to the voting period.

Section 02. The term of membership shall be January 1 to December 31.

**Article V. Regional Association**

Section 01. International ACAC is an affiliate association of the National Association for College Admission Counseling.

- Section 02. The governing documents of International ACAC shall remain consistent with NACAC's governing documents.

#### Article VI. **General Meetings**

- Section 01. General Membership Meetings may be held in conjunction with the Annual Conference, with the NACAC Annual Conference or virtually as called by the Executive Board of International ACAC.
- Section 02. One-tenth of the voting members of the International ACAC present at any meeting shall constitute a quorum for the transaction of business.
- Section 03. The voting membership shall have full responsibility, unless specifically delegated to the Executive Board to:
- (a) Elect officers of International ACAC based on a slate presented by the Governance and Nominating Committee.
  - (b) Approve dues set forth by the Executive Board.
  - (c) Review the annual budget as approved by the Executive Board.
  - (d) Amend the International ACAC Bylaws.

#### Article VII. **The Executive Board and Officers**

- Section 01. The Executive Board of International ACAC shall have as its primary purpose to provide general direction and policies for International ACAC. The Executive Board shall, except as otherwise provided herein, have the authority to direct the affairs of International ACAC. The Executive Board shall have the authority to act on legal threats to International ACAC. Each member of the Executive Board shall:
- (a) Participate in the administration of the corporation, planning the Association's programs, evaluating the Association's effectiveness, budgeting, and exercising financial stewardship on all matters.
  - (b) Keep at the forefront of their work their three primary legal obligations:
    - i. Duty of Care: each member of the Executive Board will participate in the decisions of the Board and keep informed with respect to those decisions.
    - ii. Duty of Loyalty: each member of the Executive Board will exercise their powers in the interest of International ACAC, rather than in their own personal interest or the interest of another entity or person.
    - iii. Duty of Obedience: each member of the Executive Board will ensure that the Association is operating according to its governing documents and in accordance with the law.
- Section 02. The International ACAC Executive Board shall consist of the following:
- (a) President
  - (b) President-Elect
  - (c) Past-President

- (d) Executive Vice President for Finance
- (d) Vice President for Admissions Practices
- (e) Vice President for Communications
- (f) Vice President for Diversity, Equity, and Inclusion
- (g) Vice President for Global Affairs
- (h) Vice President for Member Engagement
- (i) Vice President for Membership and Data
- (j) Vice President for Professional Development
- (k) Vice President for Support, Access, and Success

Section 03 Except as otherwise provided in Sections 8, 9, 10, and 11 of this Article, the officers/Executive Board members of International ACAC shall be elected by the membership.

- (a) Candidates for all elected positions must be voting International ACAC Members.
- (b) Newly elected Executive Board members shall begin their term on the last day of the Annual Conference.
- (c) The President-Elect, President, and Past President shall be voting NACAC members by the beginning of their term.

Section 04 No person shall hold national and affiliate office simultaneously.

Section 05 The President-Elect shall be elected annually and shall succeed in sequence annually to the office of President and Past President upon the annual completion of the term.

Section 06 The Executive Vice President for Finance-Elect shall be elected every two years, serving one year as Executive Vice President for Finance-Elect, and succeeding to two years as Executive Vice President for Finance.

- (a) The final year of the Executive Vice President for Finance's term shall overlap with the Executive Vice President for Finance-Elect.
- (b) The Executive Vice President for Finance may serve a maximum of two consecutive terms, whether in this role or that of another Vice President.

Section 07 Vice Presidents serve three-year terms, with a maximum of two consecutive terms in any Vice President's office, whether in the same or different roles.

- Section 08      Members of the Executive Board shall be entitled to the full membership privileges to which they are entitled at all General Membership Meetings.
- Section 09      An unexpired term of the President shall be completed by the President-Elect who shall subsequently serve the normal term as President.
- Section 10      An unexpired term of the President-Elect shall be filled from persons eligible by an appointment of the President, in consultation with the International ACAC Governance and Nominating Committee, subject to the approval of the Executive Board.
- Section 11      If a vacancy occurs in the office of the Past President, it shall be filled by the immediate active Past President or, in the event the immediate Past President is unwilling or unable to serve, a previous Past President.
- Section 12      The balance of an unexpired term of office of any officer of International ACAC, other than the President, President-Elect, or Past President, shall be filled from the persons eligible under Section 3 of this Article. The unexpired term of office shall be filled by appointment by the President, subject to the approval of the Executive Board.
- Section 13      Any Executive Board member who is no longer eligible for office due to a change in employment status or location may, upon the affirmative vote of two-thirds of the voting members of the Executive Board, continue in office for the balance of their term.
- Section 14      In accordance with Virginia law (§ 13.1-860. Removal of directors.), an Executive Board member may only be removed from office at a general or special meeting complying with the terms of these Bylaws after proper notice and only by a vote that would suffice for their election.

#### **Article VIII. Powers and Responsibilities of Officers**

- Section 01      The President of International ACAC shall:
- (a)      Call and preside over all meetings of the General Membership and Executive Board.
  - (b)      Serve as the official spokesperson for the Association.
  - (c)      Appoint members of standing and ad-hoc committees and replace any vacancies that occur in the committees of the Association during their term, subject to the approval of the Executive Board.
  - (d)      Serve as an ex-officio member of all of International ACAC's committees except the Governance and Nominating Committee.
- Section 02      The President-Elect of International ACAC shall:
- (a)      In the absence or disability of the President, have all the powers of the President and perform all of the duties of the President without prejudice to their term of office as President-Elect.
- Section 03      The Past-President of International ACAC shall:
- (a)      Serve as chair of the Governance and Nominating Committee.

- (b) Serve as the Association's Historian.
- (c) Educate the Executive board on and ensure that all members keep at the forefront of their work the duties of care, loyalty, and obligation and their fiduciary responsibilities to the Association.

Section 04 The Executive Vice President for Finance shall:

- (a) Be responsible for financial oversight of the Association's budget, assets, and investments.
- (b) Authorize the submission of any reports required by federal authorities.

Section 05 The Vice President for Admissions Practices shall:

- (a) Represent the Association in discussions and presentations of admissions practices, ethical concerns, and professional challenges faced by members.
- (b) Chair the Admissions Practices Committee.

Section 06 The Vice President for Communications shall:

- (a) Chair the Communications Committee.

Section 07 The Vice President for Diversity, Equity, and Inclusion shall:

- (a) Chair the Diversity, Equity, and Inclusion Committee.

Section 08 The Vice President for Global Affairs shall:

- (a) Chair the Global Affairs Committee.
- (b) Lead the Regional Council and serve as its liaison to the Executive Board.

Section 09 The Vice President for Member Engagement shall:

- (a) Chair the Member Engagement Committee.

Section 10 The Vice President for Membership and Data shall:

- (a) Chair the Membership and Data Committee.

Section 11 The Vice President for Professional Development shall:

- (a) Chair the Professional Development Committee.

Section 12 The Vice President for Support, Access, and Success shall:

- (a) Chair the Support, Access, and Success Committee.

#### Article IX. **Regional Council**

- Section 01      The Regional Council shall support and advise the International ACAC Executive Board on regional issues and concerns.
  - (a)      The Regional Council will liaise with and report to the Vice President for Global Affairs.
- Section 02      The Regional Council shall consist of Representatives elected from regions as determined by the Executive Board, reflecting the needs of the membership.
  - (a)      Regional Representatives serve three-year terms, with a maximum of two consecutive terms of office, whether for the same region or two different regions.
- Section 03      The Regional Council shall meet at least three times per year.

#### Article X. **Committees**

- Section 01      The Executive Board may organize standing Association committees as needed. Each committee shall be chaired by an International ACAC member who is responsible for the oversight and administration of the committee's stated responsibilities. Unless the chairpersons are also vice presidents, committee chairs are not voting members of the Executive Board.
  - (a)      The Admissions Practices Committee shall educate admission and counseling professionals and their institutions regarding ethical college admission standards adopted and promoted by NACAC, using the Guide to Ethical Practice in College Admission as its guiding document.
  - (b)      The Communications Committee shall support the efforts of International ACAC by facilitating, enhancing, and supporting the flow of information among members, the Executive Board, and the public at large.
  - (c)      The Diversity, Equity, and Inclusion Committee shall review the membership, including at the committee and Executive Board levels; explore institutional structures, procedures, and practices and identify paths to progress in these areas; consider avenues to leadership and involvement within the Association that promote principles of inclusion and diverse representation; and recommend pathways moving forward.
  - (d)      The Global Affairs Committee shall seek out and maintain strategic relationships that support the transition of students to post-secondary education and identify the locations of Regional Institutes as determined by the Executive Board. It is also responsible for liaising with the Regional Council about issues and concerns specific to membership regions.
  - (e)      The Governance and Nominating Committee shall review governing documents and related policies and recommend amendments. The committee shall review eligibility for officers to the Executive Board and nominate a slate of nominees for Executive Board offices. The committee shall be chaired by the immediate active Past President of International ACAC and consist of at least two other current or former Executive Board officers, a Subcommittee Chair, and a Regional Representative. The committee members must be approved by the Executive Board at or before the annual NACAC Conference.
  - (f)      The Member Engagement Committee shall be responsible for the uniform onboarding of new members; activities and programming for retention of members; and, in conjunction with the Admissions Practices and Professional Development Committees, assist in the creation and roll-out of educational programming on professional ethics and expectations regarding member

behavior.

- (g) The Membership and Data Committee shall review membership categories and make recommendations regarding changes. This committee shall also review and approve new requests for membership, review and recommend dues structures, and track membership trends.
- (h) The Professional Development Committee shall develop, implement, and evaluate the professional development offerings for all members.
- (i) The Support, Access, and Success Committee shall develop and recommend goals that guide the expansion of equal access for all students to post-secondary educational opportunities.

- Section 02 The chairpersons of standing committees may appoint Subcommittee Chairs, subject to the approval of the Executive Board.
- Section 03 The chairpersons of standing committees may appoint their committee members, subject to approval by the Executive Board. The President of International ACAC shall submit a report of all committees to NACAC.
- Section 04 The Executive Board may assign other duties to any of the standing committees.
- Section 05 Each standing committee of the Association shall be composed of at least three International ACAC members.
- Section 06 Any member of a standing committee may be removed from service at any time upon the affirmative vote of two-thirds of the voting members of the Executive Board.
- Section 07 The President may, based on the needs of the membership, create ad-hoc committees as needed, subject to approval by the Executive Board.

#### Article XI. **Calling of Meetings**

- Section 01 The President of International ACAC will:
  - (a) Call General Membership Meetings twice each calendar year.
  - (b) Have the authority to call special membership meetings (including virtual), as they deem necessary, and/or upon the request of two-thirds (2/3) of the entire Executive Board or one-tenth (1/10) of the members entitled to vote. Any notice of a special meeting shall state the purposes for which the meeting is called.
  - (c) Hold Executive Board meetings at least twice each year.
  - (d) Send notice of General Membership Meetings to each member entitled to vote at such meetings at least one month before such meeting.

#### Article XII. **Parliamentary Authority**

- Section 01 The latest edition of "Robert's Rules of Order" shall govern all matters of International ACAC not governed by these Bylaws.

#### Article XIII. **Quorum**

- Section 01 One-tenth of the voting members of International ACAC entitled to vote and registered at the Annual Conference on the close of registration the day preceding the General Membership meeting shall constitute a quorum for this meeting when such meeting has been called in accordance with these Bylaws.
- Section 02 One-tenth of the voting members of International ACAC entitled to vote and registered at the NACAC Conference on the close of registration the day preceding the General Membership meeting shall constitute a quorum for this meeting when such meeting has been called in accordance with these Bylaws.
- Section 03 One-tenth of the voting members of International ACAC entitled to vote shall constitute a quorum for any electronic vote when such meeting has been called in accordance with these Bylaws or for electronic or other votes taking place outside of such a meeting where such ballot initiatives have been approved by the Board.
- Section 04 A simple majority of voting members of the Executive Board shall constitute a quorum for an Executive Board Meeting when such a meeting has been called in accordance with these Bylaws.

#### Article XIV. **Amendments**

- Section 01 A two-thirds vote of approval of the voting members of International ACAC present at a General membership meeting is required to amend these Bylaws. Bylaws may also be amended by a separate vote electronically, provided that two-thirds of those members participating vote to approve. At least one-tenth of voting members must participate in the separate vote electronically to meet the quorum requirement.

#### Article XV. **Adoption**

- Section 01 A two-thirds vote of approval of the voting members of International ACAC present at a General membership meeting or through mail ballot of the voting membership is required to adopt these Bylaws. Bylaws may also be adopted by a separate vote electronically, provided that two-thirds of those members participating vote to approve. At least one-tenth of voting members must participate in the separate vote electronically to meet the quorum requirement.

- *Adopted October 1, 1992*
  - *First General membership meeting at 48th NACAC Conference, Los Angeles, CA.*
- *Amended Oct 2, 1997*
  - *General membership meeting at 53rd NACAC Conference, San Francisco, CA.*
- *Amended Sept. 20, 2001*
  - *General membership meeting at 57th NACAC Conference; San Antonio, TX.*
- *Amended Sept. 22, 2005*
  - *General membership meeting at 61st NACAC Conference; Tampa, FL.*
- *Amended July 15, 2006*
  - *General membership meeting at 13th OACAC Conference; Fort Worth, TX.*
- *Amended September 24, 2009*
  - *General membership meeting at 64th NACAC Conference; Baltimore, MD.*
- *Amended November, 2012*
  - *Electronic vote.*
- *Amended July, 2014*
  - *General membership meeting at 21<sup>st</sup> OACAC Conference; Tampa, FL.*
- *Amended September, 2014*
  - *Electronic vote.*
- *Amended July 2015*
  - *General membership meeting at 22<sup>nd</sup> OACAC Conference, Eugene, OR.*
- *Amended September 2015*
  - *General membership meeting at 71st NACAC Conference, San Diego, CA.*
- *Amended July 2018*
  - *General membership meeting at 25<sup>th</sup> International ACAC Conference, New Orleans, LA.*
- *Amended October 2020*
  - *General membership meeting held virtually.*
- *Amended May 2021*
  - *General membership meeting held virtually.*
- *Amended July 2023*
  - *General membership meeting at the 30th International ACAC Conference, Miami, FL.*
- *Amended May 2024*
  - *Electronic vote.*
- *Amended March 2025*
  - *Electronic vote.*