

PCACAC Proposed Bylaws changes for Spring 2020

As a result of the DOJ investigation and the consent decree, the NACAC national office has undertaken a thorough review of all State and Regional affiliate bylaws and has made recommendations and suggestions for amending the PCACAC Bylaws.

For the most part our Bylaws both follow NACAC's recommendations and continue to serve our organization well. However, there are some amendments that we either **need to make** or **should make** so that we can follow the provisions of the consent decree, meet our affiliate requirements with NACAC or make our Bylaws and the Policy & Procedure Manual better help us function as an organization.

In light of the fact that the current situation with the COVID 19 pandemic has forced us all into a world of social-distancing and self-isolation, the conference has moved from an in-person meeting at the Hotel Madison in Harrisonburg, VA to an online, virtual meeting. As a result, the Bylaws Committee and the Leadership team are looking to only bring the essential or **need to** amendments for consideration this Spring. We will look to bring other proposed Bylaw changes to future membership meetings. The proposed changes for the Spring 2020 meeting are detailed below. Also included is information about the upcoming proposed Bylaws changes for future meetings.

The proposed Bylaws changes for the Spring 2020 membership meeting are either requirements to meet the provisions of the DOJ Consent Decree or are strong recommendations from NACAC. All of the proposed changes were discussed at the meeting of the full Executive Board in January and have been further discussed by the Bylaws chair with the Leadership team and with NACAC officials and NACAC legal representation. The Bylaws Committee and the Executive Board recommend approval of all of these proposed changes.

There are four proposed changes or amendments for the Spring 2020 meeting.

- **Two changes are necessary to meet the provisions of the Consent Decree**
- **Two changes are highly recommended by the NACAC leadership and legal counsel**
- **If approved, all changes will be effective immediately**

The two changes necessary to meet the Consent Decree impact Article III and Article X:

Article III, 4 (Membership):

Current Wording with the proposed deletions marked by italics strikethrough:

4. Members shall ~~comply with NACAC's Statement of Principles of Good Practice (SPGP), and ensure~~ high professional standards in the recruitment of students and the transition to post-secondary education.

Proposed new wording without the deleted clause:

- 4. Members shall follow high professional standards in the recruitment of students and in helping students in the transition to post-secondary education.**

Article X, 1, a (Duties of Committees):

Current Wording the proposed deletions marked by italics strikethrough:

- a. The Admission Practices Committee shall ~~review annually the Statement of Principles of Good Practice of NACAC, the monitoring system, and new practices and procedures in college admissions, and formulate and recommend changes. This committee shall investigate charges of violations against the Statement of Principles of Good Practice of NACAC in accordance with the NACAC monitoring guidelines.~~

Proposed new wording:

- a. The Admission Practices Committee shall educate the membership about the best recommended approaches for professional practices and procedures in college admission and college counseling.**

The two changes that are highly recommended by the NACAC national office and NACAC's legal counsel will impact Article XIX and Article XXIII.

Article XIX (Call of Meetings)

This article details meetings of the Membership, the Leadership Team, the Executive Board and the Full Board. NACAC has encouraged PCACAC to add a provision that meetings can be in-person or held in a virtual setting and provided advance notice timing of meetings. The proposal does not change the wording of any of the six current clauses in this article, but does insert a new clause 1 and 2. The original clauses will remain in the Bylaws and will be numbered accordingly.

Proposed new clause:

- 1. Regular meetings of the Membership, the Leadership Team, the Executive Board or the Full Board may be conducted either at an in-person venue or in a virtual setting, provided that at least two weeks advance notice is presented to the meeting participants.**
- 2. Special meetings of the Membership require at least one day's advance notice while Special meetings of the Leadership Team, the Executive Board or the Full Board may occur with less advance notice, provided a majority of the group is available to meet.**

Article XXIII (Amendments to the Bylaws)

Currently, voting on amendments to the PCACAC Bylaws can only occur at the Annual Spring Conference. NACAC leadership and legal counsel recommend that voting on bylaws should be allowed at any Membership meeting. It is also strongly recommended that PCACAC adopt a bylaw providing the Executive Board special authority to act in extraordinary legal circumstances should any additional changes to the association's bylaws become necessary (similar to the amendment made to NACAC's bylaws this past fall)

With these recommendations, the current Article XXIII will be changed to allow voting on bylaws at any membership meeting and a second paragraph will be added to provide the Executive Board the ability to respond to a crisis. The same wording that was approved for NACAC bylaws will be added to our bylaws.

Current wording of Article XXIII with the proposed edits marked by italics strikethrough:

These bylaws may be amended at the PCACAC ~~Annual Conference~~ by a vote of two thirds of the members attending provided that notice of any proposed amendment has been sent to each member at least two weeks prior to the date of said meeting.

New wording for Article XXIII:

These bylaws may be amended at any PCACAC membership meeting by two thirds (2/3) vote of the members attending, provided that notice of any proposed amendment has been sent to each member at least two weeks prior to the date of said meeting.

These Bylaws may temporarily be amended by a two-thirds (2/3) vote of the entire Executive Board, provided that any such amendments are made in response to a government investigation, order, decree, or other action; pending or threatened litigation; or any other circumstance that presents an imminent threat to the continued viability of the Association, in the reasonable opinion of the Executive Board. The Board shall notify the members of any temporary Bylaw amendments made by the Board within thirty (30) days after Board adoption of such amendments and schedule a vote at the next membership meeting to ratify the Board amendments.

Potential Bylaw changes or amendments for upcoming Membership Meetings:

At the fall 2019 NACAC National Conference, the membership section of NACAC's Bylaws was amended. The affiliate agreement requires all state and regional affiliates to include the same membership categories as NACAC. The Bylaws committee is working with the Membership and Finance committees to make certain that the PCACAC membership categories and billing models support the organization and meet the bylaws requirement.

The Bylaws committee is also evaluating additional recommendations from NACAC to streamline the organization's bylaws by moving some provisions to the Policy & Procedure Manual or making additional edits to PCACAC's Bylaws.