



BYLAWS OF THE WESTERN ASSOCIATION FOR COLLEGE ADMISSION COUNSELING

ARTICLE I. NAME AND OFFICES

1. The name of this organization is the Western Association for College Admission Counseling (hereinafter referred to as “WACAC” or the “Association”).
2. The Association shall have such offices as may from time to time be designated by the Executive Board.

ARTICLE II. PURPOSE

The purposes for which the Association is organized and operated are educational and charitable. The Association is a chartered regional affiliate of the National Association for College Admission Counseling (here after referred to as NACAC) and is an organization of institutions, organizations and individuals dedicated to serving students as they explore the options and make choices about pursuing post-secondary education. WACAC is committed to maintaining high standards that foster ethical and social responsibility among those involved in the transition process.

ARTICLE III. MEMBERSHIP

1. Members shall support the purposes of both WACAC and NACAC.
2. Only voting WACAC members who are in good standing on the day of any General Membership meeting or on the day an electronic ballot is sent may be entitled to vote on matters presented to the membership for action at the General Membership meeting or on the electronic ballot. Each member so entitled to vote shall have one vote on each matter presented for consideration. Members shall not be entitled to vote by proxy.
3. Voting Membership in the Western Association for College Admission Counseling shall be extended to the following eligible institutions and organizations located in California and Nevada and individuals who perform the majority of their professional duties in the region.
 - a) Any two- or four-year college or university, other post-secondary institution or college or university that meets the following conditions:
 - (1) is a non-profit institution
 - (2) is accredited
 - (3) is approved by the Executive Board for membership
 - (4) maintains an educational facility in California or Nevada.
 - b) Any post-secondary educational system that meets the following conditions:

- (1) all members of the system are not-for-profit institutions
 - (2) members of the system are approved by the Executive Board for membership
 - (3) the system maintains one or more educational facilities in California or Nevada.
- c) Any school district that meets the following conditions:
- (1) the district and the schools within the district at non-profit
 - (2) is approved by the Executive Board for membership
 - (3) maintains one or more educational facilities in California or Nevada.
- d) Any organization, agency, school or institution that satisfies the following conditions:
- (1) the majority of the professional activity undertaken is educational in nature or provides services supporting students in the transition to higher education
 - (2) is approved by the Executive Board for membership
 - (3) is a non-profit organization as defined by state law and is located in California or Nevada
- e) Not-for-profit community-based organizations which provide services only to students at the state or local level on an on-going basis for:
- (1) counseling
 - (2) admission
 - (3) financial aid
- f) Not-for-profit organizations whose primary activities consist of working to provide counseling, admission, or financial aid services to students or to the college admission counseling or financial aid professions
- (1) at a multi-state level
 - (2) at a national level
 - (3) at an international level
- g) Any independent educational consultant or counselor who is self-employed or employed by a company providing post-secondary educational counseling and performs the majority of their duties within California or Nevada and whose membership has been approved by the membership chair in accordance with the criteria set by the Executive Board.
- h) Any retired individuals within California or Nevada who were actively engaged in counseling or admission who are no longer working full time to provide counseling or admission services and whose membership has been approved by the Executive Board
- i) 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.

4. Associate Non-Voting membership may be extended by vote of the Executive Board to:

- a) Any individuals who provide admissions or counseling services for post-secondary education and are employed by non-profit organizations or institutions located outside of California or Nevada.
- b) Any individuals who are employed by for-profit organizations, agencies, or institutions providing counseling or admission services for post-secondary education located in any area.
- c) Students seeking careers in counseling or admission, with this membership renewable annually for a maximum of two years.
- d) For profit institutions or agencies located within California and Nevada which provide counseling or admission services for post-secondary education.

ARTICLE IV. RECOGNITION AND TERMINATION OF MEMBERSHIP

1. To be approved for membership a qualifying individual shall be required to:
 - a) File a completed application with the Membership Chair.
 - b) Be approved for membership under procedures approved by two-thirds vote of the Executive Board.
 - c) Pay the dues applicable in accordance with Article V of these Bylaws.
2. Membership shall be recognized by official letter to the applicant from the Membership Chair and the President of this corporation, and each applicant shall be listed on the WACAC membership roster.
3. Membership in WACAC may be terminated by action of the Executive Board Committee for:
 - a) Failure to maintain status as a member under Article III of these Bylaws.
 - b) Failure to pay annual dues within 60 days after the beginning of the new membership year.
 - c) Terminated members have 30 days to appeal the termination of membership to the Executive Board which shall review the appeal and take action within 30 days of the receipt of the appeal.

ARTICLE V. DUES

1. Any change in the annual dues of WACAC shall be determined by the Executive Board and approved by a majority of the voting members present at a General Membership Meeting or by a majority of voting member ballots returned in an electronic ballot.
2. Dues may vary between voting and nonvoting members and between and within the different types of members designated in Article III of these Bylaws.

ARTICLE VI. REGIONAL AFFILIATION

1. The Western Association for College Admission Counseling is a regional association of the National Association for College Admission Counseling, comprised of the states of California and Nevada.
2. The governing documents of WACAC shall remain consistent with NACAC's governing documents. Within two years after the adoption of any amendment to NACAC's governing documents, WACAC shall review its governing documents and shall adopt any amendment required to maintain consistency with NACAC's governing document.

3. Any change in the geographical composition of WACAC shall be presented for approval to NACAC's Board of Directors.

ARTICLE VII. GENERAL MEMBERSHIP MEETINGS

1. A General Membership Meeting shall be held at least once a year upon the call of the President. Proper call to a general meeting shall be sent electronically at least 40 days in advance of the meeting.
2. The place of the meeting shall be determined by the Executive Board.
3. As required by NACAC, one-fifth of the voting members of WACAC present at the General Membership Meetings held at the annual WACAC and NACAC conferences shall constitute a quorum for the transaction of business.
4. The voting membership shall have full responsibilities, unless specifically delegated to the Executive Board, to:
 - a) Elect the officers of WACAC based on the slate presented by the Governance and Nominating Committee.
 - b) Approve any changes in the dues set forth by the Executive Board.
 - c) Approve any changes in the By Laws of the Association.

ARTICLE VIII. THE EXECUTIVE BOARD

1. The Executive Board shall, except as otherwise provided herein, act for and have and exercise the authority of the General Membership in directing the affairs of WACAC between regular General Membership meetings. The Executive Board shall at all times act in accordance with the procedures stated within the bylaws and mission of WACAC. Specifically, the Executive Board shall:
 - a) Approve application procedures for membership in WACAC.
 - b) Approve the appointment of committee chairs by the President, after consultation with the President-Elect.
 - c) Establish special committees to respond to WACAC's needs and appoint chairs thereof.
 - d) Exercise those powers and responsibilities delegated to it by the General Membership.
 - e) Shall review appeals for termination of membership and/or termination of elected office and make decisions within a 30-day period.
 - f) Shall approve the Annual Budget (July 1 – June 30) for the Association as set forth by the Treasurer in consultation with the Executive Committee.
 - g) May amend bylaws 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 Bylaw amendments made by the Board within thirty (30) days after Board adoption of such amendments.
2. The Executive Board shall consist of the following positions:

- a) President (elected for a three-year term in the office of the President—succeeds to Past President) and NACAC Assembly Delegate
- b) President-Elect (elected for a three-year term in the office of the President—succeeds to President) and NACAC Assembly Delegate
- c) Past-President, Chief NACAC Assembly Delegate and Chair of the Nominating and Governance Committees (elected for a three-year term in the office of the President)
- d) Treasurer (elected for a three-year term) and serves as first Alternate Delegate to the NACAC Assembly.
- e) Secretary (elected for a three-year term)
- f) Chair of the Membership Committee (appointed for a two-year term)
- g) Chair of the Admission Practices Committee (appointed for a two-year term)
- h) Chair of the Government Relations Committee (appointed for a two-year term)
- i) Chair of the Inclusion, Diversity, Equity and Access Committee (appointed for a two-year term)
- j) Chair of the Professional Development Committee (appointed for a two-year term)
- k) Chair of the Communications Committee (appointed for a two-year term)
- l) Chair of the College Fair Committee (appointed for a two-year term)
- m) Chair of the Development Committee (appointed for a two-year term)
- n) Chair of the Inter-Associations Relations Committee (appointed for a two-year term)
- o) Transfer Advocate (appointed for a two-year term)
- p) Chair of the Nevada Interests Committee (appointed for a two-year term)
- q) Chair of the Conference Committee (appointed for a two-year term)
- r) Assembly Delegates elected for three-year terms reflecting the students we serve.
- r) Executive Assistant (non-voting member of the WACAC Executive Board) (appointed, renewed annually)
- s) Chairs-Elect of committees created by the Executive Committee to fulfill stated goals are considered ex-officio non-voting members of the Executive Board with an official appointment of those chairs announced at the first Executive Board meeting of the year as stated in the minutes of that meeting.
- t) Chairs of committees specifically designated within these by laws shall serve terms of two years and may not serve on the Executive Board for more than six consecutive years.
- u) Chair-elects shall be appointed by the President in consultation with the President-elect and approved by the Executive Board and will be appointed during the last year of the sitting Committee Chair's term.

3. Elections

- a) Individuals considered by the Governance and Nominating Committee for candidacy for any one of the five elected offices must be voting members of WACAC. Candidates for the office of

Delegate must be voting members of WACAC and hold current voting membership in NACAC by January 30 of the membership year prior to taking office.

b) Members of the nominating committee shall not seek office. The committee shall consist of not fewer than five WACAC members and will include the person who most recently served WACAC as the immediate past president.

c) The Committee is responsible for the presentation of a ballot consisting of two candidates per office, as selected by the Nominating Committee and approved by the Executive Board. Should fewer than two candidates for an individual office be nominated, this should be noted on the ballot.

d) Presentation and election of candidates shall occur by electronic ballot no later than 40 days prior to the opening date of the annual spring conference. Write-in nominations are in order. Election decisions shall be determined by a simple majority of ballots returned within 21 calendar days of the date of distribution of the electronic ballot. Results of the elections will be made public at the General Membership Meeting at the annual spring conference and subsequently by email notice to all members within 10 days of the closure of the annual spring conference.

e) Only NACAC members of WACAC may vote to elect Assembly Delegates. Membership in WACAC is required to vote for the President-elect.

f) The terms of newly elected officers shall begin at the conclusion of the General Membership Meeting held each year at the spring conference.

g) An unexpired term of the WACAC President shall be completed by the President Elect who may, subject to his/her availability and approval by majority vote of the Executive Board, serve the normal term of the President.

h) The balance of an unexpired term of any other WACAC officer shall be filled from the persons eligible, subject to Section 3a of this Article, by an appointment of the President, subject to the approval by majority vote of the Executive Board.

i) No person shall hold elected national and regional offices simultaneously.

j) The Executive Board may vote to terminate the office of any elected WACAC official. Should the person wish to appeal that decision, she/he has 30 days to submit an appeal to the Executive Board. The Executive Board shall reach a decision within 30 days of the submission of that appeal.

4. Appointments

a) The President, after consultation with the President-Elect and Past-President, appoints committee chairs subject to approval of the Executive Board.

b) The Executive Board approves the appointment of the Executive Assistant and any other consultants or employees of the association upon recommendation of the President.

5. Members of the Executive Board shall be entitled to full membership privileges in all General Membership Meetings.

6. No individual on the Board, excepting the Executive Assistant, may serve for more than six consecutive years.

7. The Executive Assistant or any other employee or consultant may be removed from service at any time by the Executive Board.

8. The Executive Board shall meet formally five times per year (Planning Retreat, NACAC Conference, December, GRAC Conference and the Annual Conference), and other times at the direction of the President. All Executive Board members will be present throughout the NACAC and annual WACAC Conferences and will attend the annual planning retreat.

ARTICLE IX DUTIES, RESPONSIBILITIES, POWERS, AND TERMS OF EXECUTIVE BOARD POSITIONS

1. The President of WACAC shall:

- a) Call, preside over, and prepare the agenda for meetings of the Executive Board
- b) Call and preside over any meetings of the general membership.
- c) Serve as an ex officio member of all WACAC committees.
- d) Serve as a Delegate to NACAC's National Assembly.
- e) Assume other responsibilities as directed by the General Membership, the Executive Board
- f) Serve as primary liaison with NACAC.
- g) Serve a one-year term and succeed to the office of Past-President.
- h) Appoint standing committee chairs, after consultation with the President-Elect and Past-President,
- i) Serve as Chair of the Executive Committee and complete annual reviews of the Executive Assistant and any other employees of the association.

2. The President-Elect of WACAC shall:

- a) Consult with the President on the appointment of standing committee chairs.
- b) Serve as a Delegate to NACAC's National Assembly.
- c) Serve as additional liaison with NACAC.
- d) Serve a one-year term and succeed to the Office of the President.
- e) Assume other responsibilities as directed by the President.
- f) Serve as a member of the Executive Committee.
- g) Serve on the Committee for the Annual Conference.

3. The Past-President of WACAC shall:

- a) Serve as Chair of the Governance and Nominating Committee.
- b) Serve as Chief Assembly Delegate to NACAC's National Assembly.
- c) Assume other responsibilities as directed by the President.
- d) Serve as a member of the Executive Committee.
- e) In consultation with the President, appoint qualified Alternate Assembly Delegates.
- f) Serve as Conference Program Subcommittee Chair.

g) Serve as liaison with the Past Presidents' Council and invite one member to each of the 5 board meetings.

4. The Treasurer of WACAC shall:

a) Be responsible for all financial records of the corporation.

b) Report the financial condition and results of operations of WACAC to the Executive Board and General Membership at each meeting.

c) Be responsible for the payment of all bills of the corporation.

d) Arrange for an audit of the financial statements of WACAC by an independent public accountant at least once every three years and distribute to the membership copies of said report.

e) With members of the Executive Committee, select an appropriate accounting firm to serve the organization, submit the firm for approval to the Executive Board, and serve as the primary liaison with the firm.

f) Serve as Co-Chair of the Executive Committee as it relates to Fiscal Policy and as such be responsible for initiating, implementing and maintaining a financial investment policy that provides strong investment stewardship of WACAC's operating and supplemental funds.

g) Assume other responsibilities as directed by the President.

5. The Secretary of WACAC shall:

a) Assume responsibilities for recording and reporting the minutes of all Executive Board, Executive Committee, and General Membership meetings.

b) Make all minutes available to members as required prior to board and membership meetings.

c) Serve as historian of the Association and in that role keep records on recipients of WACAC and NACAC awards ensuring the record on the Association web site is accurate.

d) Solicit names of committee members from committee chairs and keep a record of committee service.

e) Assume other responsibilities as directed by the President.

6. The Chair of the Membership Committee shall:

a) Solicit membership for both WACAC and NACAC.

b) Maintain membership records of WACAC and provide NACAC with such records as may be requested.

c) Work in conjunction with the Executive Assistant on the membership directory and other projects.

d) Serve as the Chair of the Committee reviewing all applications for membership and be responsible for notifying applicants as to their membership status.

e) Assume such other duties as may be requested by the President.

7. The Chair of the Admission Practices Committee shall:

a) Educate members and non-members regarding ethical practices in the field of college admissions.

b) Assume other responsibilities as directed by the President.

8. The Chair of the Government Relations Committee shall:

a) Provide leadership and programming in identifying areas of governmental policy and appropriate related activities in support of the mission of WACAC.

b) Serve as primary liaisons regarding legislative activities of interest to the membership occurring in Sacramento.

c) Assume other responsibilities as directed by the President.

9. The Chair of the Inclusion, Diversity, Equity and Access Committee shall:

a) Provide leadership to ensure that issues of inclusion, diversity, culture, access, equity remain at the forefront of the thinking and actions of WACAC members and the educational community.

b) Provide leadership for and ensure the implementation of the IDEA Conference on an annual basis and provide support and selection for the DEA Grants each year.

c) Serve as a member of the Executive Committee.

d) Assume other responsibilities as directed by the President.

10. The Chair of the Professional Development Committee shall:

a) Develop programs for the enhancement of professional and ethical college counseling at secondary and post-secondary levels.

b) Select and supervise the production of Share, Learn and Connect Programs each year and College Tours when possible.

c) Assume other responsibilities as directed by the President.

d) Work with the Past-President to coordinate the nomination process and selection of all awards.

e) Serve as a member of the Executive Committee.

f) Assume other responsibilities as directed by the President.

11. The Chair of the Communications Committee shall:

a) Provide leadership for the review and update of the WACAC website and other social media in support of WACAC activities.

b) Provide regular electronic updates and announcements regarding WACAC programs, activities and items of interest to the membership.

c) Coordinate research projects, as appropriate.

d) Provide leadership within the organization for the maintenance of consistent and professional messaging and branding of all WACAC activities.

e) Serve as a member of the Executive Committee.

f) Assume such other responsibilities as directed by the President.

12. The Chair of the College Fair Committee shall:

- a) Be responsible for the branding and selection of leadership for all WACAC and NACAC fairs occurring in California and Nevada.
- b) Coordinate all WACAC and NACAC College Fairs.
- c) Serve as a member of the Executive Committee.
- d) Assume other responsibilities as directed by the President.

13. The Chair of the Conference Committee shall:

- a) Be responsible for the planning and implementation of the Annual Conference typically held in the spring of each year.
- b) Be responsible for selecting subcommittee chairs to effectively distribute the conference workload among WACAC members and to develop leadership for future conferences.
- c) Be responsible for determining, in conjunction with the President-Elect, upcoming conference locations.
- d) Assume other responsibilities as directed by the President.

14. The Chair of the Development Committee shall:

- a) Work with the Conference, DEA, Professional Development and College Fair chairs to develop and implement an annual development program designed to solicit funds in support of scholarships, exhibitors, busing, etc., to WACAC events.
- b) Work with the Executive Assistant and Treasurer to track donations and provide stewardship of incoming funds.
- c) Work with the Communications Chair and others to provide appropriate recognition to all donors.
- d) Assume other responsibilities as directed by the President.

15. The Chair of the Governance and Nominating Committee shall:

- a) Be the Past-President.
- b) Appoint a committee of no fewer than 5 members that includes the person who was most recently in the position of WACAC immediate past president.
- c) Be responsible for the nomination process and election of vacant positions on the Executive Board and Executive Committee.
- d) Be responsible for the annual review of the WACAC Bylaws and the governance structure of WACAC.
- e) Supervise the nominations, selection and announcement of all awards.
- f) Assume other responsibilities as directed by the President.

16. The Chair of the Nevada Interests Committee shall:

- a) Serve as chair of a government relations committee for Nevada
- b) Recruit members from Nevada and work with other committee chairs to ensure consideration of the needs of members from Nevada.

c) Assume other responsibilities as directed by the President.

17. The Chair of the Transfer Advocacy Committee shall:

a) Work with the Chairs of all standing committees to provide professional development support for transfer students within California and Nevada and professional development for counselors on all levels who work with transfer students.

b) Serve as liaison to organizations within California and Nevada that place major focus on serving transfer students and counselors.

c) Assume other responsibilities as directed by the President.

18. The Past Presidents' Council shall:

a) Administer the Annual WACAC Awards and the Elaine Berman-Gordon Chalmers Fund Scholarships

b) Represent the Association as requested by the President.

c) One member shall be invited to attend each of the five annual board meetings by the immediate Past President.

d) Provide historical context for Association decisions and make recommendations to the current Executive Board.

e) Assume other responsibilities as directed by the President.

19. The Chair of the Executive Committee shall:

a) Be the President

b) Bring together the three Presidents, the Secretary and the Chairs of the Communications, Development and Professional Development Committees to oversee short-term strategies and overall management of the Association.

c) Assume other responsibilities as informed by Executive Committee work.

20. Executive Assistant

a) Provide administrative support to the Executive Board and the Executive Committee.

b) Collect all dues and forward to the Treasurer.

c) Serve as registrar for the annual WACAC conference and other activities.

d) Track all bills and payments, working closely with the Treasurer.

e) Assume responsibilities for recording and reporting the minutes of all Finance Committee meetings.

f) Assume other responsibilities as directed by the President.

ARTICLE X. STANDING COMMITTEES

1. There shall be the following standing committees of this corporation:

a) Membership Committee

- b) Admission Practices Committee
- c) Government Relations Committee
- d) Inclusion, Diversity, Equity and Access Committee
- e) Professional Development Committee
- f) Communications Committee
- g) College Fair Committee
- h) Development Committee
- i) Governance and Nominating Committee
- j) Executive Committee
- k) Inter-Association Relations Committee
- l) Transfer Advocacy Committee
- m) Conference Committee
- n) Nevada Interests Committee
- o) Past Presidents' Council

2. The committee chairs shall appoint their committee members and all committee members must be members of the association. The committee chairs shall report the names of committee members to the Secretary.

3. The authority granted standing committees by these bylaws and the Executive Board shall be exercised in a manner that is consistent with Executive Board actions.

4. The Executive Board may assign other duties to any of the standing committees.

5. Standing committees will act in accordance with WACAC bylaws and mission.

6. Each standing committee shall be composed of at least three persons who hold voting membership in WACAC. The President of WACAC is an ex officio member of all committees.

7. Each standing committee may establish one or more commissions or subcommittees to respond to defined issues. The membership of such commission or subcommittee shall be within the discretion of the standing committee.

8. The standing committee chair is responsible for maintaining a budget within the approved budget guidelines and association fiscal policies, and that extends to the work of any subcommittees or commissions reporting to that standing committee.

9. Each standing committee shall present an annual written report, in a form prescribed by the Executive Board, at the annual Membership Meeting held at the spring conference and that report will be distributed electronically to members within 14 days of the conclusion of the conference.

ARTICLE XI. DELEGATES TO THE NATIONAL ASSEMBLY

1. Delegates to the National Assembly of the National Association for College Admission Counseling are elected by the NACAC voting members within WACAC. To be eligible for election as a Delegate or alternate Delegate, or to be appointed to the position, a candidate must be a voting member of WACAC

and be a voting member of NACAC as of January 30 immediately preceding the annual meeting during which the member takes responsibility as a Delegate or alternate Delegate.

2. Only one person employed by a NACAC member organization, agency, or institution shall serve in the same delegation.

3. Each elected Delegate shall serve a term of three years and shall take office July 1 in the year elected.

4. Delegate positions will be filled/elected with the intent to reflect the populations served by WACAC:

- a) 2 Public School Counselors/Advisors
- b) 1 Community-based Organization Counselor
- c) 1 Community College Counselor/Advisor
- d) 1 Admissions/Outreach Staff Member from a University of California campus
- e) 1 Admissions/Outreach Staff Member from a California State University campus
- f) 1 Counselor/Admission Officer working in the State of Nevada
- g) 1 Independent Educational Consultant who also holds membership in HECA or IECA
- h) 1 Member of the Admissions Staff from a private California College or University
- i) 1 Private/Parochial/Independent School Counselor

5. Delegates will be expected to attend all Executive Board meetings unless specifically excused due to pressing responsibilities with their families/employers. In addition, Delegates will be expected to engage in the work of one Standing or Ad Hoc Committee, not necessarily as Chair. This engagement may include but is not limited to serving as a mentor/presenter in the District Directions program, presenting at Share, Learn and Connect Conferences and the Annual Conference, and/or serving as a committee member on the Conference, Professional Development or College Fair Committees.

6. The bylaws shall be amended such that the election of delegates to the NACAC Assembly in 2018, 6 elected delegates shall serve a two-year term and 6 elected delegates shall serve a three-year term. The 6 delegates receiving the most votes shall serve for the three-year term.

7. Each alternate Delegate shall serve until his/her successor is either elected or appointed.

8. Delegates shall serve no more than two consecutive terms. Incumbents must maintain membership in WACAC and NACAC. Each Delegate shall continue be qualified as long as they are a member of NACAC as of January 30 immediately preceding the annual meeting during which the member takes responsibility as a Delegate or alternate Delegate and/or for up to 60 days following a change in their employment.

9. Election of Delegates shall be conducted in the following manner:

- a) Whenever vacancies occur, the Nominating Committee will review the composition of the remaining assembly delegates and the roster of potential candidates for the positions and present a ballot of two candidates per position after approval by the Executive Board. Should fewer than two candidates per position be nominated, this should be noted on the ballot.
- b) The election decisions are determined by a simple majority of returned ballots by stated return date.
- c) Ballots shall be sent to NACAC voting members who are members of WACAC.

d) When vacancies occur out of sequence for the regular election process (i.e., a Delegate leaves office in the middle of an elected term), the President shall recommend a candidate to the Executive Board for approval to serve for the balance of the term of the resigned elected Delegate.

10. The President of WACAC shall notify the Chief Executive Officer of NACAC of election results no later than June 30 in the election year.

11. One-half of the elected Delegates shall be employed by secondary institutions and organizations, agencies and institutions that provide post-secondary counseling, admission, and financial aid services. In addition, delegates will be put forward and elected to represent the Association as indicated in Article XI, Section 4a-i. There will be no restriction regarding the professional responsibilities or geographic location of the remaining delegate slots as determined by NACAC. Furthermore, every effort shall be made to give consideration to traditionally underrepresented members as Delegates to the Assembly.

ARTICLE XII. CALLING OF MEETINGS

1. The President of WACAC shall:

a) Annually call any General Membership Meeting at least forty days prior to the scheduled meeting by electronic notification.

b) Call special meetings of the General Membership upon majority vote of the Executive Board and give two weeks advance notice to the General Membership.

c) Call the Executive Board for regular meetings formally five times per year (Planning Retreat, NACAC Conference, December, GRAC Conference and the Annual Conference), and shall call a special meeting of the Executive Board at the request of any four Executive Board members.

d) Provide written notice of every regular or special meeting of the Executive Board electronically to each member at least fifteen days prior to the meeting. Each such notice of a special meeting shall state the purposes for which the meeting is called.

ARTICLE XIII. PARLIAMENTARY AUTHORITY

1. The latest edition of Robert's Rules of Order shall govern all matters of WACAC not governed by these Bylaws.

ARTICLE XIV. QUORUM

1. One-fifth of the voting members registered at any conference of WACAC shall constitute a quorum when such a meeting has been called in accordance with these Bylaws.

2. Seven of the voting members of the Executive Board of WACAC shall constitute a quorum at any Executive Board meeting.

ARTICLE XV. AMENDMENTS

1. The Articles of Incorporation and Bylaws may be amended at a General Membership Meeting or by e-mail ballot. If by e-mail ballot, a two-thirds affirmative vote on the ballots returned by stated return

date constitutes the decision to change amendments. If at a General Membership meeting, a two-thirds affirmative vote of the quorum present is required to constitute a decision to change amendments.

2. Bylaws may 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 Bylaw amendments made by the Board within thirty (30) days after Board adoption of such amendments

3. Article VIII in the Articles of Incorporation shall not be subject to amendment.

3. A four-fifths affirmative vote of the quorum is required for amendments to these Articles and Bylaws not mailed to the membership two weeks prior to a General Meeting.

ARTICLE XVI. ADOPTION OF ARTICLES AND BYLAWS

1. A two-thirds vote of approval of the voting members of the WACAC present at a General Membership Meeting or through an email ballot of the voting membership is required for adoption of these Articles of Incorporation and Bylaws.

ARTICLE XVII. MONITORING OF BYLAWS

1. WACAC recognizes the need to monitor consistency annually with the governance documents of NACAC. This will be done at the General Membership Meeting each spring in accordance with guidelines provided to the President and President-Elect by NACAC.

*(Amended May 25, 1995) (Amended December, 1995) (Amended May, 1996) (Amended June 5, 1997)
(Amended February 26, 1999) (Amended June 9, 2000) (Amended June 8, 2001) (Amended
September 26, 2002) (Amended June 9, 2004) (Amended September 22, 2005) (Amended June 1,
2006) (Amended September 25, 2007) (Amended July 25, 2010) (Amended September 20, 2011)
(Amended April 18, 2012) (Amended May 2014) (Amended June 2016) (Amended November 2016)
(Amended April 2018) (Amended May 2019) (Amended May 2020)*

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