

# ACA GOVERNING COUNCIL MEETING

## MINUTES

September 14-17, 1995

### Call to Order

The Governing Council meeting was called to order at 1:05 p.m., September 14, 1995, at the Embassy Suites Hotel in Alexandria, Virginia. President Joyce M. Breasure presided. Governing Council members present for all or part of the meeting were as follows:

Carol G. Barr, Southern Region  
Joyce M. Breasure, ACA President  
David Capuzzi, AADA  
Helen W. Chapman, North Atlantic Region  
Doris Rhea Coy, ACA Past President  
Patricia B. Elmore, AAC  
Donna M. Ford, Western Region  
Queen D. Fowler, AMCD  
Rae C. Gundersen, Midwest Region  
Harold L. Hackney, ACES  
Betty S. Hedgeman, ACA Treasurer  
James Hiatt, AMHCA  
Diana Hulse-Killacky, ASGW  
John L. Jaco, ACA Executive Director  
Judith Kovacs-Long, AHEAD  
Donald C. Linkowski, ARCA  
Don W. Locke, IAMFC  
James J. Lukach, ASCA  
Carole W. Minor, NCDA  
Kay Monks, NECA  
Robert H. Rencken, ACA Parliamentarian  
Gail P. Robinson, ACA President-Elect  
Cynthia D. Sellers, ACCA  
John Wagenhofer, ASERVIC  
Nancy B. White, IAAOC

Other persons in attendance at the meeting as guests or observers included the following:

Donald Anderson, Chair, ACA Insurance Trust  
Nancy Benz, AMHCA President-Elect  
Tracy Bushkoff, COPE  
Thelma T. Daley, ACA Past Treasurer  
Trish DiPietri, ACA Meeting Services

Lisa Findeisen, ACA Meeting Services  
W. Mark Hamilton, ACA Director of Professional Development and Continuing Education  
Glenda Isenhour, AMHCA President  
Margaret Jennings, ASCA President  
Andrew Miller, ACA Meeting Services Director  
Juliet Miller, NCDA Executive Director  
Richard Mozier, ACA Chief Financial Officer/Chief Operations Officer  
Carol Neiman, ACA Assistant Executive Director and Director of Association and Branch Relations  
Paul Nelson, Executive Director, ACA Insurance Trust  
A. Portia Rothschild, Chair, ACA Human Rights Committee  
Jennifer Sacks, ACA Director of Public and Community Affairs  
Warren Throckmorton, Member, ACA Public Policy and Legislation Committee  
Laura Watson, ACA Director of Human Resources  
Christy White, Opinion Dynamics Corporation  
Millie Wolesslagle, ACA Executive Assistant to the Executive Director  
Richard Yep, ACA Associate Executive Director

### 1 - Strategic Issues Discussion

The first afternoon was devoted to an informal discussion of strategic issues facing the association. The intent of this forum was to discuss some of the important issues facing the association and some directions and strategies that Governing Council members and other leaders of the association need to be aware of. Some of the topics covered during this period included:

1. What are some of the major issues/problems/opportunities that can be anticipated in the next several years that will impact on the Association?
2. How will these issues/problems/opportunities impact the counseling profession?
3. Issues facing the association relative to structure and/or governance.
4. How can the association and the profession be prepared to best serve clients and the public in the future.

These and many other issues that ACA needs to be aware of and involved in were discussed. Although there were no formal actions taken as a result of the afternoon's discussion, the session was very helpful to increase everyone's awareness of these important issues and to focus attention on the need to consider carefully the impact that actions taken by the Governing Council will have on the future of ACA and on the counseling profession.

This discussion took place during the first afternoon of the meeting (September 14, 1995). Beginning with the morning session on September 15, 1995, the Governing Council moved into a formal meeting to act on the items submitted for resolution at this meeting.

## 2 - Approval of Meeting Rules

It was moved by Robinson and seconded by Coy that: The Governing Council approve the meeting rules for the conduct of the meeting, as presented.  
Motion passed.

## 3 - Approval of Meeting Agenda

President Breasure called attention to the meeting agenda that had been provided with the backup materials. She noted some additions and changes and there was a suggestion to move an item.

Following a discussion of the agenda and agreement as to the proposed changes, the following motion was presented:

It was moved by Coy and seconded by White that: The Governing Council approve the agenda for the meeting as shown, with the following changes: (a) change Item 10 to read "Human Rights Committee Motions" and move from a consensus item to action item in the afternoon after Item 13; (b) Add Item 28 on NAR Meeting Request; (c) Add Item 29 on Advisory Committee Recommendations; (d) Add Item 30 on Report from AMCD on Diversity Training Standards; (e) Add Item 31 which is a conference report from Denver, with possibility of moving the 1998 meeting to Nashville. Motion passed.

## 4 - Approval of Minutes of Past Meetings

Attention was called to the Minutes of meetings since the last Governing Council meeting that had not yet been approved. In addition to the list submitted on the agenda, it was noted that Minutes for the Governing Council meeting of April 24-25, 1995 had not yet been approved, and there was agreement to add those Minutes to the list.

Particular attention was given to the revised Minutes of the June 14, 1995 Governing Council conference call meeting. Two additional revisions were requested for those Minutes, and these were agreed to by the group. Following the discussion, the President asked for any other changes or objections. Hearing none, she asked for approval of the Minutes of these past meetings.

By consensus of the Governing Council, it was moved that: The Governing Council approve the Minutes of the following meetings:

- (a) Governing Council Meeting, April 24-25, 1995
- (b) Executive Committee Meeting, May 19-21, 1995
- (c) Governing Council Meeting, June 14, 1995 Minutes as revised in backup material and with the following additional changes: (a) On page 5, second full paragraph, change "ACA was out of....." to "ASCA was out of...."; (b) On page 4, fourth paragraph, add to the last sentence so it will read "At this point Hiatt left the call indicating a need for counsel."

- (d) Governing Council Meeting, June 27, 1995
- (e) Executive Committee Meeting, July 19, 1995
- (f) Executive Committee Meeting, August 9, 1995

Motion passed.

## 5 - Reports

### (a) President's Report

President Joyce Breasure noted her written report and commented on some of the major areas of concern that Governing Council members need to be aware of. She reported on progress with arrangements for the Pittsburgh conference, on some of the areas surrounding possible disaffiliation of two entities, and on her activities in meetings of various groups throughout the country, among other things. President Breasure then responded to a number of questions from Governing Council members.

### (b) Parliamentarian's Report

Parliamentarian Robert Rencken outlined the procedures for the proper conduct of the meeting and noted several specific rules and regulations that need to be kept in mind.

### (c) President-Elect's Report

### (d) Past President's Report

Attention was called to the written reports from President-Elect Gail Robinson and Past President Doris Coy that were contained in the agenda materials. Neither of these officers gave oral reports at the meeting.

### (e) Treasurer's Report

Treasurer Betty Hedgeman reported in detail on the financial status of the association. She outlined a number of areas in which savings had been accomplished over the last year, as well as many significant financial improvements. She noted that the association will end FY 1995 in the black. Dr. Hedgeman responded to numerous questions from the floor so that Governing Council members might have a complete picture of the financial situation and would be able to understand the budget figures.

Dr. Hedgeman then moved to a discussion of the FY 1996 budget and there was discussion of the possibility that cuts might need to be considered in light of the moves of two divisions toward disaffiliation, or in the event some of the expected income did not materialize. She proposed a number of areas where cuts might be made if such becomes necessary.

It was moved by Capuzzi and seconded by Chapman that: The Governing Council accept the recommendations of the Financial Affairs Committee for potential budget reductions for FY 1996. Any reductions in ACA employee benefits and staff development are to be the last items to be reduced.

In the ensuing discussion, it was agreed that this motion be split into two parts and that each part be voted on separately.

Vote was then called for on the first part of the motion that: The Governing Council accept the recommendations of the Financial Affairs Committee for potential budget reductions for FY 1996. Motion passed (2 opposed).

Following the vote on the first part of the split motion, by agreement of maker and seconder, the second part of the motion that "Reductions in ACA employee benefits and staff development are to be the last items to be reduced", was withdrawn.

It was moved by Elmore and seconded by Coy that: The potential budget cuts be prioritized and that the rank order of cuts would be: (1) Diversity training; (2) Contingency fund; (3) Operations expenses; (4) Building replacement and Reserves; and (5) Pension funds. Motion defeated.

It was then moved by Barr and seconded by Fowler that: The Financial Affairs Committee prioritize the order of any budget cuts that may need to be made. Motion passed (Elmore against).

#### 9 - Revised Bylaws of Arizona Counseling Association

It was moved by Minor and seconded by Barr that: The Bylaws of the Arizona Counseling Association be adopted as approved on March 25, 1995, with editorial updates (to update language such as Code of Ethics instead of Ethical Standards, etc.). Motion passed.

#### 11 - Arkansas and Iowa Resolutions

It was noted that the Arkansas Counseling Association and the Iowa Counseling Association are both celebrating fifty years of existence as state branches. Both groups were originally branches of NVGA (now NCDA) and became branches of APGA (now ACA) after APGA was established.

It was moved by Coy and seconded by White that: The Governing Council adopt the resolution to congratulate and recognize the Arkansas Counseling Association on its Golden Anniversary. Motion passed. The resolution, as Adopted by this motion, reads as follows:

WHEREAS, 1995 represents fifty years since the formation of the Arkansas Counseling Association as a branch of the National Vocational Guidance Association; and

WHEREAS, The Arkansas Counseling Association has demonstrated a strong commitment and dedication to the counseling profession; and

WHEREAS, It has been part of the growth, development and enhancement of the counseling profession during the last fifty years;

THEREFORE, BE IT RESOLVED, That the American Counseling Association Governing Council congratulates, commends and recognizes the Arkansas Counseling Association on its Golden Anniversary (1945-1995).

It was moved by Coy and seconded by White that: The Governing Council adopt the resolution to congratulate and recognize the Iowa Counseling Association on its Golden Anniversary. Motion passed. The resolution, as Adopted by this motion, reads as follows:

WHEREAS, 1995 represents fifty years since the formation of the Iowa Counseling Association as a branch of the National Vocational Guidance Association; and

WHEREAS, The Iowa Counseling Association has demonstrated a strong commitment and dedication to the counseling profession; and

WHEREAS, It has been part of the growth, development and enhancement of the counseling profession during the last fifty years;

THEREFORE, BE IT RESOLVED, That the American Counseling Association Governing Council congratulates, commends and recognizes the Iowa Counseling Association on its Golden Anniversary (1945-1995).

#### 14 - Sale of Warehouse Property

Executive Director John Jaco summarized the details of the sale of the warehouse property that had been owned by the association, and noted that the proceeds will help to reduce the mortgage currently held by Shenandoah Life.

It was moved by Monks and seconded by Coy that: The Governing Council ratify the sale of the ACA warehouse property. Motion passed.

#### 12. Insurance Trust Articles of Incorporation and Bylaws

Dr. Don Anderson, Chair of the ACA Insurance Trust, and Mr. Paul Nelson, its Executive Director, reported in person on the Trust's activities. They discussed the changes that are being made to the Trust's Articles of Incorporation and Bylaws and explained the relationship between ACA and the Insurance Trust as these Bylaws and Articles of Incorporation are written.

The Insurance Trust representatives responded to a number of questions from Governing Council members to clarify the work of the Trust, the history of its development and relationship with ACA, and future plans for expanding its programs.

It was moved by Robinson and seconded by Coy that: The Governing Council approve the Articles of Incorporation for the ACA Insurance Trust and the recommendation contained in the report to the Governing Council dated August 11, 1995. Motion passed (Hiatt abstained). (NOTE: According to ACA Bylaws, Corporate Affiliates are not required to seek approval by ACA Governing Council. This is a courtesy ratification vote.)

### 13 - CACD Malpractice Insurance

The Governing Council's attention was called to information regarding an offering of liability insurance that has been made through the California Association of Counseling and Development. It was noted that this was being submitted for information only and that no action is indicated at this time. However, members need to be aware that this insurance is not being offered by the ACA Insurance Trust and is a completely separate activity.

### 5 - Reports

#### (f) Executive Director's Report

Executive Director John Jaco called attention to his written report and highlighted some of the items contained therein. He particularly noted the headquarters strategic plan based on the goals adopted by the Governing Council and his personal development plan. Mr. Jaco outlined how the staff has been reorganized in order to better serve the membership, and he described plans for future staffing to better serve the legislative efforts and other areas. He also commented on a number of activities and projects and responded to questions from the Governing Council members.

Following the report, it was moved by Robinson and seconded by Locke that: The Governing Council adopt the staff objectives as presented by the Executive Director, with editorial changes referencing divisions. Motion passed.

It was then moved by Hulse-Killacky and seconded by Capuzzi that: The Governing Council adopt the following resolution:

WHEREAS, John Jaco has finished a successful first year as the ACA Executive Director; and

WHEREAS, He has been open and responsive to feedback relative to the needs of the association and the profession; and

WHEREAS, He has been willing to address the particulars of his own leadership and communication style;

THEREFORE, BE IT RESOLVED, That the Governing Council express its appreciation of his efforts.

Motion passed by acclamation.

### 17 - Organizational Climate Survey by COPE

The Governing Council was given a report on the COPE employee assistance program by Tracy Bushkoff of COPE. She described in detail the survey of ACA employees that had been done in the spring and outlined those areas needing improvement as well as areas rated highly. She responded to a number of questions from Governing Council members. This item had been placed on the agenda for information only and no Governing Council action was indicated.

## 10 - Human Rights Committee Resolutions

David Capuzzi, Governing Council liaison to the Human Rights Committee, commented on some of the activities of the Committee, and specifically noted the proposal that had been brought to the Governing Council earlier concerning domestic partner insurance.

It was moved by Capuzzi and seconded by Hulse-Killacky that: The Governing Council moves to ask the ACA Insurance Trust to provide information on providing domestic partner insurance and that the Insurance Trust provide information about options and costs to the Executive Committee prior to the January 1996 meeting of the Governing Council. Motion passed.

Dr. Capuzzi then introduced the Chair of the ACA Human Rights committee, Dr. Portia Rothschild and Dr. Rothschild briefly addressed the group.

## 15 - ACA Model Licensure Bill

The Governing Council discussed the proposal from the National Career Development Association for a change in the ACA Model Licensure Bill.

It was moved by Minor and seconded by Hiatt that: The language and content of the "Education and Experience Requirements for Licensure, Section 7.2 of the April 1994 revision of the ACA Model Licensure Bill be modified to conform with the core and generic standards of ACA's accrediting corporate affiliate, the Council for Accreditation of Counseling and Related Educational Programs (CACREP). Specifically, this motion would delete or change the wording of Section 7.2 as noted in the enclosed copy of that section, as a means to bring the language into conformity with the CACREP standards, and thus, into a status as a model which is representative of quality preparation standards.

There was considerable discussion of the motion and of the appropriate standards that should be included in the model licensure bill.

As a result of the discussion, it was moved by Kovacs-Long and seconded by White that: The motion be amended to not delete lines 39-41 as recommended in the backup materials (this is section 7.2 (a) 7. and 8.). Amendment passed (12 for; 6 against; 2 abstain).

Following passage of the amendment, vote was called for on the motion that: The language and content of the "Education and Experience Requirements for Licensure, Section 7.2 of the April 1994 revision of the ACA Model Licensure Bill be modified to conform with the core and generic standards of ACA's accrediting corporate affiliate, the Council for Accreditation of Counseling and Related Educational Programs (CACREP). Specifically, this motion would delete or change the wording of Section 7.2 as noted in the enclosed copy of that section, as a means to bring the language into conformity with the CACREP standards, and thus, into a status as a model which is representative of quality preparation standards, but that lines 39-41 not be deleted as was recommended in the backup materials (Refers to Section 7.2 (a) 7. and 8.). Motion defeated.



## 16 - Multicultural Training

AMCD representative Queen Fowler summarized the background and history of the proposal for multicultural training. She then responded to questions on this topic from the floor.

It was moved by Fowler and seconded by Wagenhofer that: The ACA Governing Council, beginning in July 1996 and every year thereafter, engage in ongoing multicultural training to promote multiculturally competent and sensitive counseling professionals and staff who understand and appreciate the significance of having/living a culturally and racially integrated organization. AMCD will work with ACA to develop and present this ongoing training. Motion passed.

## 18 - Branch Survey Results

President-Elect Gail Robinson called attention to the results of the survey of branches and there was a discussion of the kinds of things that state branches and state divisions are concerned about. The survey revealed that the following issues were of most concern to ACA branches:

Internal:

- Branch/division relations (37%)
- Apathy (members lack of participation, interest, difficulty in finding volunteers (29%)
- Membership recruitment/retention (27%)

External:

- Licensure (37%)
- Image of profession/Public Relations (35%)
- Third Party reimbursement (33%)

There was no action required on this item as it was for information only.

## 19 - ACA Market Research

Christy White of Opinion Dynamics Corporation made a presentation to the Governing Council to explain how the corporation had conducted a survey of ACA membership using a sample population. She outlined in detail how the survey had been conducted and noted the results in a number of areas. The survey suggested that among the issues that members feel to be most important are:

- Public Awareness and Credibility of the Profession
- Public Policy Legislation/Licensure
- Managed Care
- Insurance Reimbursement
- Ethical Practices

Ms. White also responded to numerous questions from Governing Council members to clarify the survey results. This report was for information only, and did not require Governing Council action.

## 20 - Governance Job Descriptions

It was moved by Robinson and seconded by Coy that: The Governing Council approve the governance job descriptions as presented.

In the discussion that followed, there were numerous suggestions for changes in the job descriptions as submitted.

As a result of the discussion and the many suggested changes, it was moved by Coy and seconded by Gundersen that: This motion be tabled to the Governing Council meeting in January 1996 with the understanding that any ideas that people have should be submitted to the President. Motion passed.

It was moved by Locke and seconded by White that: This motion be removed from the table. Motion defeated (7 for; 14 against).

There was further discussion of this subject, and although no formal motion to that effect was taken, it was the consensus that this should be removed from the table before the end of the present meeting rather than holding it to the January 1996 meeting.

## 21 - Committee Revised Plans of Action

### (a) Media Committee

### (b) Public Policy and Legislation Committee

It was noted that the Plans of Action for the Media Committee and the Public Policy and Legislation Committee were included in the backup material for information as these had been approved by the Executive Committee at an earlier meeting.

### (c) Human Rights Committee

There was a brief discussion of the Human Rights Committee Plan of Action and it was agreed that this needs to be further refined before coming to the Governing Council for approval.

### (d) Strategic Planning Committee

Judith Kovacs-Long, Governing Council liaison and a member of the Strategic Planning Committee, presented a summary of the Committee's activities and particularly of the recommendations regarding a revision of the Association's vision and identity statements. She outlined the steps that had been taken in arriving at the proposed statements, and responded to a number of questions and comments from Governing Council members.

It was moved by Kovacs-Long and seconded by Coy that: The Governing Council approve the Vision Statement for the American Counseling Association

as follows: "To become nationally recognized as the Association for Professional Counselors. This vision is being realized by enhancing human development and honoring the dignity of each individual in a changing and richly diverse society."

It was moved by Linkowski and seconded by Hulse-Killacky that: The motion be amended to change the last sentence to read: "This vision is being realized through education of the public that counselors promote human development and honor the dignity of each individual in a changing and richly diverse society." Following some discussion, the amendment was withdrawn.

It was then moved by Locke and seconded by Hulse-Killacky that: The motion be amended to delete the word "national and underline the word "the" in the first sentence, and to delete the entire second sentence. Amendment passed.

After some further discussion, it was moved by Locke and seconded by Robinson that: The Governing Council vote to move the previous question (to vote on the motion). Motion passed.

Vote was called for on the amended motion that: The Governing Council approve the Vision Statement for the American Counseling Association as follows: "To become recognized as the association for professional counselors." Motion passed.

Following action on the adoption of the Vision Statement, Kovacs-Long called attention to the recommended Identity Statement.

It was moved by Kovacs-Long and seconded by Robinson that: The Governing Council approve the Identity Statement for the American Counseling Association as follows: "The American Counseling Association is a partnership of Associations that represents Professional Counselors who enhance human development in a variety of settings, including: educational, health care, residential, private practice, community agency, government, business and industry.

It was moved by Locke and seconded by White that: The motion be amended to change the phrase "that represents" to "representing" and to end the statement after "who enhance human development." Amendment passed.

Vote was called for on the amended motion that: The Governing Council approve the Identity Statement for the American Counseling Association as follows: "The American Counseling Association is a partnership of associations representing professional counselors who enhance human development. Motion passed.

It was moved by Kovacs-Long and seconded by Coy that: The Governing Council accept the Strategic Planning Committee's Revised Plan of Action as submitted in the Strategic Planning Committee Report submitted September 6, 1995. Motion passed.

## 25 - Management Services Agreement

It was moved by Locke and seconded by Ford that: ACA dues be increased by \$5.00 per member to meet divisional management services costs (excluding publication printing and postage costs).

Speaking in support of the motion, Dr. Locke stated as rationale that the current Management Services Agreement has become a focus for problems and has resulted in unwarranted divisiveness. He further noted that passage of this motion would increase income by approximately \$280,000 to counterbalance current management service costs of approximately the same amount; would enhance the association's ability to focus on membership needs; and would encourage attention to professional needs rather than management needs.

There was considerable discussion of the motion and on the pros and cons of such a course of action. As a result of the discussion, it was felt that more information is needed for the Governing Council to make a decision.

It was therefore moved by Kovacs-Long and seconded by Wagenhofer that: The motion to increase dues by \$5.00 to meet Management Service Agreement costs (excluding publication printing and postage costs) be referred to the Financial Affairs Committee and staff for information and recommendations for the January 1996 Governing Council meeting. Motion passed, and this motion will be referred to the Financial Affairs Committee and the staff.

Following this action, attention was called to the requests that had been placed on the agenda for removal of the Reservation of Rights clause from the Management Agreements.

It was moved by Hiatt and seconded by Minor that: Existing letters of understanding be amended to remove the "reservation of rights" clause and that no other divisions be presented with agreements containing such a clause.

There was a lengthy discussion of this motion and of possible alternatives that might be considered. The possibility of changing the amount of time for notice to be given in the event the agreement is terminated was discussed at length and many opinions were expressed.

It was moved by Kovacs-Long and seconded by Gundersen that: A substitute motion be adopted so that the letter of understanding would be amended to state sixty days rather than ten days.

After further discussion it was felt that action on this matter should be delayed until later in this meeting to allow possible further input. At the request of the body, the Parliamentarian ruled that the proper way to handle the situation if postponement was desired would be to withdraw the substitute motion and then table the original motion. Then the question of which motion the body prefers would be handled at the time the original motion is removed from the table.

To facilitate this process, by agreement of maker and seconder, the substitute motion to amend the letter of understanding to state sixty days rather than ten days, was withdrawn.

It was then moved by Monks and seconded by Hackney that: The main motion to remove the "reservation of rights" clause be tabled until tomorrow (Sunday). Motion passed, and the motion was tabled.

## 22 - Disaffiliation/Non-Compliance Issues

Before beginning the discussion of the disaffiliation issues, the group viewed a promotional film that has been prepared by ASCA as a campaign recruitment vehicle.

In opening the discussion of the issues surrounding the disaffiliation proceedings of ASCA and AMHCA, President Breasure advised the Governing Council that formal letters have been received from both groups indicating that they intend to work toward disaffiliation from ACA. She commented on the discussions of the ACA/ASCA Task Force and noted that it enables the two groups to keep in contact to discuss the issues and attempt to work out how best to facilitate an orderly transition.

It was moved by Coy and seconded by White that: The ACA members of the ACA/ASCA Task Force also serve as members of an ACA/AMHCA Task Force. Motion passed.

There followed a discussion of a number of issues surrounding the disaffiliation of ASCA and of AMHCA. The discussion covered such things as how to accommodate members of the two divisions who want to stay with ACA; how to handle services for those divisions during the disaffiliation process; how best to carry out the referendum processes; the matter of who owns the names of these divisions; and a number of other issues.

After a lengthy discussion, it was moved by Capuzzi and seconded by Hulse-Killacky that: The Governing Council direct the ACA President and President-Elect to let members know that school and mental health counselors will have a place in ACA in the event either or both groups disaffiliate. Motion passed (three abstain - Hiatt, Locke, Lukach).

It was moved by Barr and seconded by Sellers that: ACA make a video tape informing members what ACA has to offer them, where the disaffiliation process is now, and telling members it is in their best interest to stay with ACA. After some discussion about possible negative impact of this type of video, by agreement of maker and seconder, the motion was withdrawn.

It was moved by Hackney and seconded by Wagenhofer that: It is the intention of ACA to maintain the ASCA and AMHCA organizational names, should members of these Associations choose to disaffiliate. Motion passed (10 for; 9 against; 4 abstain).

It was moved by Coy and seconded by White that: ACA oversee the development of a promotional video for membership recruitment and retention. Motion passed. The rationale for such a video is to promote ACA to non-members and to inform current members of benefits of ACA membership.

It was moved by Barr And seconded by Sellers that: The disaffiliation process be explained in Counseling Today, including what this process means in terms of membership in ACA. Motion passed (6 abstain).

The Governing Council's attention was called to the fact that AMHCA, in their formal letter to disaffiliate, had indicated they were considering that they have already completed the first year of the two-year disaffiliation process, based on action taken a year ago (at which time a referendum of AMHCA members resulted in a vote to remain with ACA). Feeling was expressed that the referendum vote of last year had in effect stopped the process, and therefore the current activity should be considered as a new disaffiliation process.

It was moved by Locke and seconded by Fowler that: The exit date for disaffiliation for AMHCA be two years from the date of August 25, 1995 (or August 25, 1997). Motion passed (2 against; 2 abstain - Hiatt recorded as voting against).

#### 27 - Possible Bylaws Amendments

It was moved by Linkowski and seconded by Barr that: The Bylaws Committee be asked to take the necessary steps to change the ACA Bylaws to permit membership in ACA without membership in a Division. This is also to be forwarded to the Financial Affairs Committee for deliberation. A report shall be brought back to the Governing Council for its January 1996 meeting.

There followed a considerable discussion of the pros and cons of allowing this type of membership. The discussion covered possible financial implications; impact on divisions and others; and possible effects on the association's structure, among others.

Following the discussion, vote was called for on the motion that: The Bylaws Committee be asked to take the necessary steps to change the ACA Bylaws to permit membership in ACA without membership in a Division. This is also to be forwarded to the Financial Affairs Committee for deliberation. A report shall be brought back to the Governing Council for its January 1996 meeting. Motion defeated.

#### New Business - Promotional Materials

It was moved by Ford and seconded by Capuzzi that: Promotional information be produced regarding ACA, to be distributed at Branch and Regional meetings, as well as in Counseling Today. Motion passed.

In adopting this motion, it was noted that information is needed for Regional and Branch meetings to tell potential members and others of the services that ACA provides and to provide a positive image with the public. This kind of information is needed to promote the counseling profession to various publics.

### New Business - Governing Council Minutes

It was moved by Coy and seconded by White that: Sitting ACA Governing Council members may request without charge "a" copy of a transcript of ACA Governing Council meetings. All other requests will be charged on a per page and postage cost for processing. Motion passed. (It was noted that this would make total information on Governing Council meetings available to Governing Council members, upon request.)

### 22 - Disaffiliation/Non-Compliance Issues

It was moved by Robinson and seconded by Coy that: The Governing Council establish the following policies regarding ACA entities found to be in non-compliance with ACA Bylaws and Policies and Procedures: The Governing Council, by a majority vote, can find a Division in non-compliance with the Association Bylaws and Policies and Procedures.

1. After a vote finding a division in non-compliance, the President shall write the President of the non-complying division notifying him/her of the Governing Council action and proposing remedial action.
2. The division found in non-compliance will have thirty calendar days in which to respond to the ACA President who will bring the response to Governing Council.
3. The division found in non-compliance may propose remediation, take steps to come into compliance, or refuse to take action to bring the division into compliance. If the latter is the result, the policies regarding divisions in non-compliance can be enforced. Divisions found to be in non-compliance with ACA Bylaws and policies and procedures shall:
  1. have no representative on Governing Council;
  2. non-compliant divisions shall be permitted to send their representative as an observer to Governing Council at their own expense;
  3. not put forth a candidate for the position of ACA President-elect;
  4. not have representation on ACA committees;
  5. have their management services agreement found null and void;
  6. have the opportunity to negotiate a new management services agreement at prevailing market rates.

There was considerable discussion of this proposed policy and it was noted that to establish such a policy would necessitate changes to the ACA Bylaws and/or the Policies and Procedures.

It was there moved by Wagenhofer and seconded by Kovacs-Long that: The Governing Council refer to the Bylaws Committee the motion that was submitted to establish policies regarding ACA entities found to be in non-compliance with ACA Bylaws and Policies and Procedures, with a follow up report to be submitted to the Governing Council for consideration at the January 1996 meeting. Motion passed, and this motion is to be referred to the ACA Bylaws Committee.

#### 28 - NAR Meeting Request

President Breasure called attention to the request that had been received for approval of the North Atlantic Regional meeting site for 1996. She reminded the group that Regions are required by ACA policy to gain Governing Council approval for their meeting sites.

It was moved by Gundersen and seconded by Ford that: The Governing Council approve Newark, Delaware as the site of the 1996 North Atlantic Region meeting, October 11-14, 1996. Motion passed.

#### 22 - Disaffiliation/Non-Compliance Issues

It was moved by Locke and seconded by Kovacs-Long that: Provisional membership solely in ACA be available at any time during disaffiliation activities. This applies to members who are currently in either ASCA or AMHCA only. Motion passed.

The intent of this motion is to make it possible for ACA members who currently belong only to ASCA or to AMHCA to continue their ACA membership during the disaffiliation process without requiring them to select another division at this time.

#### 27 - Possible Bylaws Amendments

It was moved by Monks and seconded by Hackney that: The Financial Affairs Committee be asked to examine the impact of allowing persons to join ACA without membership in a division or join a division without membership in ACA, and to report back at the January 1996 Governing Council meeting. Motion passed. Rationale given was that this would attract potential new members.

This motion is being referred to the Financial Affairs Committee as directed, with a report to be brought back to the January 1996 Governing Council meeting. It would require a Bylaws change to implement this kind of membership.

There was discussion on whether the Treasurer should be allowed to vote, and some feeling was expressed that since the Treasurer is not an elected officer, that the person should not vote.



It was moved by Minor and seconded by Robinson that: The ACA Treasurer be a voting member of the Governing Council and Executive Committee thereby altering language in Article X, Section 1.a.4., which now reads "the Treasurer.... serve.... without vote." and Section 4.a. which now reads "The Treasurer.... shall serve.... without vote. Motion defeated.

Following this vote, President Breasure advised the group that she would seek legal counsel regarding actions taken during the last several meetings at which the Treasurer had voted and/or had made or seconded motions.

It was moved by Locke and seconded by Minor that: The Governing Council approve the Bylaws Committee for 1995-96 consisting of Gordon Footman (as Chair), and Doris Rhea Coy, John Wilgeroth, and Charlotte Rodriguez as members. Motion passed.

It was moved by Minor and seconded by Hielt that: The Bylaws Committee be directed to prepare changes so that the divisions of ACA henceforth be referred to as "member associations". Motion passed.

During the discussion of the above motions, a number of concerns were expressed about such changes. It was noted that Bylaws amendments must be approved by the Governing Council at their convention meeting.

## 25 - Management Services Agreement

The motion to eliminate the "Reservation of Rights" clause was brought from the table for further consideration at this point.

It was moved by Kovacs-Long and seconded by Gundersen that: The substitute motion be adopted that the Governing Council moves to change the phrase "within ten days of written notification...." to "within sixty days of written notification...." in the "Reservation of Rights" clause in the Management Services Agreement.

It was moved by Locke and seconded by Hielt that: The motion be amended to remove the phrase "and the long standing customs and usage" from the "Reservation of Rights" clause.

Following a lengthy discussion of what this phrase means and whether or not removing it would really affect anything, vote was called for on the amendment that: The motion be amended to remove the phrase "and the long standing customs and usage" from the "Reservation of Rights" clause. Amendment defeated (4 for; 1 abstain).

Vote was then called for on the main motion that: The substitute motion be adopted that the Governing Council moves to change the phrase "within ten

days of written notification...." to "within sixty days of written notification...." in the "Reservation of Rights" clause in the Management Services Agreement. Motion passed.

## 21 - Committee Revised Plans of Action

### (d) Strategic Planning Committee

President Breasure called attention to the scanning documents that had been developed by the Strategic Planning Committee and there were a number of suggestions and comments by Governing Council members regarding items that they felt should be included in the screening.

President Breasure further urged Governing Council members to submit their suggestions immediately to Judith Kovacs-Long who serves on the Strategic Planning Committee, in order that the scanning documents can be revised and ready for use at the fall Regional, Branch and other meetings.

It was moved by Minor and seconded by Gundersen that: The Strategic Planning Committee be directed to include in the Fall scanning of Regions, Branches and Divisions questions regarding both professional issues and structure and governance to deal effectively with those issues. Motion passed. (Rationale given for this motion: There is much demand that restructuring be considered. The Governing Council needs to respond and to get information in a systematic way from as much of our membership as possible.)

## 26 - Texas Counseling Association Motion to Return to Bicameral Form of Government for ACA

Attention was called to the proposal that had been received from the Texas Counseling Association that ACA return to a bicameral form of government.

It was moved by Coy and seconded by Kovacs-Long that: It is recommended that the ACA Governing Council return to a bicameral form of Government with representatives to Delegate Assembly to be funded by their respective associations.

It was moved by Gundersen and seconded by Fowler that: This motion received from the Texas Counseling Association to recommend that the ACA Governing Council return to a bicameral form of Government be referred to the Strategic Planning Committee to be included in scanning. Motion passed. (By this action, the proposed motion from Texas Counseling Association is referred to the Strategic Planning Committee for further action.)

## 20 - Governance Job Descriptions

In accord with the consensus of the group that this topic be discussed further at this

meeting, rather than wait until January 1996 as called for in the tabling of the earlier motion, the input from Governing Council members had been incorporated into the proposed job descriptions as originally presented, and the Governing Council was advised of what those changes were.

It was moved by Robinson and seconded by Coy that: The Governing Council adopt the proposed governance job descriptions (role and function statements) as amended. Motion passed. (The Governance Job Descriptions, as adopted by this motion, are attached to these Minutes as Appendix A.)

### 23 - Revised AMHCA Bylaws

It was moved by Minor and seconded by Hiett that: The Bylaws of the American Mental Health Counselors Association as amended July 1995 be approved.

The discussion of this motion covered the fact that the revised AMHCA Bylaws do not indicate a requirement for ACA membership and also do not indicate that state divisions need to be chartered by the state ACA branch, and thus do not meet the requirement that the Division's Bylaws must be in agreement with ACA Bylaws. Therefore, it was recommended that the revised Bylaws not be approved.

Following the discussion, vote was called for on the motion that: The Bylaws of the American Mental Health Counselors Association as amended July 1995 be approved. Motion defeated (Hiett two votes for; Lukach abstain).

### 24 - Revised NCDA Bylaws

It was moved by Minor and seconded by Hulse-Killacky that: The Bylaws changes of the National Career Development Association as approved in August 1995 be approved.

There followed a lengthy discussion of the NCDA Bylaws as revised, and it was noted that they contain provision for a membership category that does not require ACA membership and that this is in conflict with the ACA Bylaws. The discussion covered a number of issues relating to this, and it was felt that the ACA Bylaws Committee should be asked to take another look at the revised NCDA Bylaws.

It was therefore moved by Locke and seconded by Fowler that: The Bylaws of the National Career Development Association be referred back to the Bylaws Committee for clarification on specific issues that have been raised in the Governing Council discussion and that the Bylaws Committee report back to the January 1996 meeting of the Governing Council. Motion passed (Hiett-2 votes; Minor-1 vote; Lukach-2 votes against). (As a consequence of this motion, the NCDA Bylaws will be referred back to the ACA Bylaws Committee for further consideration.)

## 21 - Committee Revised Plans of Action

### (d) Strategic Planning Committee

Attention was called to the Association's Mission Statement, and the feeling was expressed that the statement needs to be as clear and concise as possible so that members, clients, and the general public can easily understand what the mission of the association is. Therefore, it is proposed that the statement be shortened to clarify it.

It was moved by Locke and seconded by Robinson that: The Mission Statement of the American Counseling Association be changed to read: "To promote public confidence and trust in the counseling profession." Motion passed (18 for; 6 against).

## 30 - AMCD Guidelines

It was moved by Fowler and seconded by Capuzzi that: The ACA Governing Council acknowledge receipt of the Guidelines for Multi Cultural Training and that the Governing Council provide any editorial comments and/or suggestions to the AMCD representative to the Governing Council on or before October 5, 1995, and that the Governing Council at its January 1996 meeting vote on the Guidelines. Motion passed.

President Breasure urged Governing Council members to provide their input to AMCD representative Queen Fowler immediately in order that such input can be considered when the Guidelines are re-submitted for Governing Council action at the January 1996 meeting.

## 31 - ACA 1998 Convention

It was moved by Coy and seconded by Robinson that: The Governing Council moves to (a) investigate possibilities of holding the 1998 conference to Nashville; (b) empower the President and Executive Director to research this possibility; and (c) direct the President to write to the Indiana Counseling Association to inform them of the process taking place. A final decision would be made at the January 1996 Governing Council meeting.

The Governing Council was informed of rationale for this consideration regarding the 1998 conference site. In the discussion of the motion, it was brought out that there are many advantages to having the conference at either location.

Following the discussion, vote was called for on the motion that: The Governing Council moves to (a) investigate possibilities of holding the 1998 conference to Nashville; (b) empower the President and Executive Director to research this possibility; and (c) direct the President to write to the Indiana Counseling Association to inform them of the process taking place. A final decision would be made at the January 1996 Governing Council meeting. Motion passed.

NEW BUSINESS - Support for Anti-Discrimination

It was moved by Hulse-Killacky and seconded by Minor that: Because of a need for ongoing confrontation at the local, state, and federal level regarding anti-discrimination, that ACA goes on record in support of anti-discrimination policies; that the Executive Director be charged with exploring options with staff to support such efforts; and that a follow up report be prepared for the January 1996 Governing Council meeting. Motion passed.

New Business - Governing Council Minutes

The question was raised as to the cost of providing transcripts of Governing Council meetings to the Governing Council members and there was a discussion of whether this is feasible for all meetings.

It was moved by Fowler and seconded by Barr that: The Executive Committee be asked to investigate the cost of providing transcripts of the meeting to Governing Council members and report to the January 1995 meeting. Motion passed.

21 - Committee Revised Plans of Action

(d) Strategic Planning Committee

It was moved by Wagenhofer and seconded by Gundersen that: At the next Governing Council meeting, there be scheduled a sufficient block of time to thoroughly discuss the issues and ramifications of the Strategic Planning Committee findings on governance/structure/issues. Motion passed.

NEW BUSINESS - Commendation

It was moved by Ford and seconded by Fowler that: The leaders and staff of the American Counseling Association be commended for their outstanding efforts to realize a profit on the 1995 ACA Convention for the first time in ten years, and for ending Fiscal Year 1995 with a profit for the first time in five years. Motion passed by acclamation.

It was moved by Coy and seconded by White that: The ACA meeting planning staff be commended for the outstanding report on the ACA Denver Convention. Motion passed by acclamation.

It was moved by Coy and seconded by White that: ACA President Joyce Breasure be commended on her first Governing Council meeting. Her ESTJ provided us with many refined and improved methods of conducting business and her sensitivity to the needs of the Governing Council members and the profession was confirmed by her humor and purple passion and her theme, Confluence in Counseling. Motion passed by acclamation.

Adjournment

There being no further business, the meeting of the ACA Governing Council was adjourned at 11:37 a.m., on September 17, 1995.

Respectfully submitted,

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Joyce M. Breasure, President

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John L. Jaco, Executive Director

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Mary E. Janicke, Administrative Assistant

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