



Bylaws of the South Carolina Association of School Psychologists

Table of Contents

[Article 1 – Name](#)

[Article 2 – Purpose](#)

[Article 3 – Membership](#)

[Article 4– The Board](#)

[Article 5 – Duties of the Board](#)

[Article 6 – Executive Director](#)

[Article 7 – Membership Meetings](#)

[Article 8 – Dues and Assessments](#)

[Article 9 – Proposed Amendments](#)

[Article 10 – Affiliation](#)

[Article 11 – Balloting by Mail/Email/Fax or other Electronic Means](#)

[Article 12 – Bylaws Revision](#)

[Article 14 – Limitation of Liability, Indemnification and Insurance](#)

[Article 15 – Dissolution](#)

Article 1 – Name

The name of this organization is the South Carolina Association of School Psychologists (SCASP), a non-profit corporation, chartered by the state of South Carolina and an affiliate of the National Association of School Psychologists (NASP).

Article 2 – Purpose

Section 2.1

The purpose of SCASP is to be a membership organization that empowers school psychologists to support the learning and mental health of youth in South Carolina.

Section 2.2

SCASP's purpose shall be carried out in a non-partisan, non-sectarian manner with equal opportunity given to all, regardless of race, religion, gender, disability, age, veteran status, sexual orientation, or national origin.

Section 2.3

As a 501(c)(6) organization:

- A. SCASP is an association of persons having some common professional interest;
- B. SCASP promotes professional practices emphasizing evidenced-based strategies;
- C. SCASP is not organized for profit;
- D. SCASP's net earnings will not benefit any private shareholder or individual;
- E. SCASP's professional activities are directed to the improvement of practice conditions for school psychologists and;
- F. SCASP does not perform services for any individual person, but serves the profession of school psychology.

Article 3 – Membership

Section 3.1

Membership: SCASP's membership consists of persons who are members of SCASP, who are appropriately classified as members of SCASP, and who meet eligibility for membership as outlined in Section 3.3 and pay dues in accordance with SCASP's bylaws as indicated in Article 8.

Section 3.2

Membership Categories: SCASP has 2 mutually exclusive categories of memberships, with subcategories. No member may hold more than one membership. SCASP Procedures Manual provides a full description of membership levels, fees, rights, and responsibilities.

- A. Full Member: Certified by the South Carolina Department of Education as a School Psychologist, Licensed by the South Carolina Labor & Licensing Board as a Licensed Psychologist trained in school psychology or Licensed Psycho-Educational Specialist; or Primarily engaged in providing college or university training for school psychologists.
- B. Associate Member: (1) Possesses a bachelor's degree or higher in psychology or a related field and demonstrates professional interest in the field of school psychology and who has the appropriate licenses and credentials for their position, or (2) Are a certified or a licensed school psychologist outside the state of South Carolina.

Section 3.3

Eligibility: To be eligible for membership, the applicant must follow the most current NASP guidelines of professional practices and principles for professional ethics, effective as of July 2020, titled The Professional Standards of the National Association of School Psychologists found at <https://www.nasponline.org/standards-and-certification/nasp-2020-professional-standards-adopted>. SCASP has the right to investigate and verify applicant data. Once all application information has been approved and payment received, membership is considered active.

Upon a change in eligibility of a member for any class of membership, he or she may be transferred to such other class upon request to SCASP, or SCASP may make such transfer at its own discretion unless the member gives notice of resignation. No prorations or refunds of dues for the current period shall be made upon the transfer of any member from one class to another.

Section 3.4

Members in Good Standing: Members who have paid the required dues and fees in accordance with these Bylaws, who have not lost their eligibility for membership, and are not under suspension (or been expelled) shall be deemed members in good standing.

Section 3.5

Rights, Privileges, and Responsibilities of Members:

All members of SCASP shall have the right to attend and speak at meetings as defined in the SCASP Procedures manual.

Other rights of members are as follows:

- A. Full Members: Full members in good standing shall be entitled to all rights and privileges of membership including the:
 - a. Right to vote,
 - b. Serve on committees,
 - c. Nominate candidates for office as defined in Bylaws and policies,
 - d. Hold office if elected or appointed, and
 - e. All other membership benefits offered by SCASP.
- B. Associate members: Associate members in good standing shall be entitled to all rights and privileges of membership including the:
 - a. Right to participate in SCASP activities of including open meetings (as defined in section 9.1) and activities sponsored by SCASP;
 - b. Right to receive all regular SCASP publications,
 - c. Right to serve on committees of the SCASP board, as indicated by SCASP Committee Charters; and
 - d. Right to discounted membership rates to workshops, conferences, and other benefits as defined by SCASP Board.

Section 3.6

Termination or Suspension of Membership

- A. Resignation and Non-Renewal: A member may resign from membership at any time. Such resignation is effective upon receipt by SCASP of written notice of resignation signed by such member unless the member specifies a later effective date, in which case resignation shall become effective as of such later date; provided, however, that no resignation may be made effective any later than the expiration of the period for which dues are currently paid. Dues, pro-rated or otherwise, will not be refunded.
- B. Suspension and Termination: Membership in SCASP may be suspended or terminated upon non-payment of dues or may be considered for dismissal for violation of SCASP Bylaws (section 3.3) or SCASP policies or NASP Professional Standards.

- C. Reinstatement: The SCASP board has jurisdiction over the re-application of an expelled SCASP member or one who has resigned during an ethics investigation or before completing stipulated corrective measures. A person who has been expelled may be readmitted only with the express approval of the SCASP Board and after full compliance with all conditions as the Board may require. As mentioned, NASP's Principles for Professional Ethics within the Professional Standards Document, effective as of July 2020, are carefully considered per individual situation.

Section 3.7

Effect of Resignation, Expulsion or Suspension

- A. Upon the effective date of resignation or expulsion, a member loses all rights and benefits of membership in SCASP.
- B. A suspended member retains the basic benefits of membership, but while the suspension is in effect, the member may not vote, hold office or exercise any other rights for which membership in good standing is required.
- C. A member who is expelled or suspended remains liable for any dues and charges incurred, and services rendered, before such expulsion or suspension.

Article 4 – The Board

Section 4.1

SCASP shall be governed by a board of directors.

Section 4.2

The primary responsibilities of the Board shall be implementing the purpose of SCASP and managing its affairs. Each member is required to discharge these duties in accordance with the fiduciary obligations required by law.

Section 4.3

The officers of the Board will be composed of the President, President Elect, Secretary, Treasurer, Immediate Past President, and at least six (6) Delegates. The Delegate positions shall be filled by representatives as determined by the Board. At any given time, the Board shall include no less than seven officers. The officers of the Board shall be the only board members with voting rights.

- A. All officers of this Board shall be Full members in good standing.
- B. A quorum of 6 officers or more shall be present at each Board meeting to conduct business.
- C. The officers of the Board may exercise discretion to appoint ex-officio members to serve on the Board without voting rights. Such appointments shall require an affirmative vote of a majority of the officers of the Board.
- D. If an officer of the Board is deemed unfit for service due to medical incapacitation, then the Board may appoint another SCASP member to act as this person's proxy until the medical issue is resolved or until the end of this person's term of office.
- E. If an officer of the Board is deemed unfit for service due to ethical violations, criminal misconduct, or unprofessional conduct as defined in the bylaws, section 3.6, a referral may be

made to the Board which will follow procedures for adjudication of such complaints. The officer will be temporarily suspended during adjudication procedures.

- F. If an officer of the board terminates their SCASP membership for any reason, the person will cease to be an officer of the Board.
- G. If a vacancy occurs in the Office of the President, the President-Elect shall serve as Acting President at the beginning of the new term. If a vacancy occurs in the offices of President-Elect, Secretary, or Treasurer, the position shall be filled by appointment of the officers of the Board to serve only until the end of the current term of office or until replaced by a duly elected successor. In the case of the office of President-Elect, a vacancy would result in the election of both a President and President-Elect at the next scheduled election. If a vacancy occurs in the office of a Delegate, then the President will appoint a delegate for the remainder of the term.

Section 4.4

The Governance Committee will propose a slate of candidates as described in the SCASP Procedures Manual. Winning candidates will be those with the most votes cast.

- A. Election of President-Elect, Secretary, and Treasurer:
 - a. The President-elect, Secretary, and Treasurer shall be elected biennially. Prior to the elections, the Governance Committee shall recommend to the officers of the Board, the names and biographical summaries of those nominated for possible inclusion on the ballot. An alternate, if nominees are available, may also be chosen for each office by the officers of the Board if one of the nominees is unable to run.
 - b. To be eligible for inclusion on the slate, a nominee must have been a voting member of SCASP in good standing for a minimum of 12 months. If there is concern regarding the potential nominee's status of "good standing," NASP's Principles for Professional Ethics within the Professional Standards Document, effective as of July 2020, are carefully considered as needed.
 - c. The slate prepared by the officers of the Board shall be distributed to the membership at least thirty (30) days before the election. Other members, with full voting rights, qualified as described in Section 3.5, may be nominated by the presentation of petitions signed by at least fifteen members or twenty-five percent (25%) of the voting membership, whichever is less. Petitions must be submitted to the Secretary at the Board meeting preceding the meeting at which the election is to occur.
 - d. Write-in candidates will be allowed for any office in which the Governance Committee nominates only one candidate per office. Write-in candidates are those candidates, which individual members write in on their ballot.
 - e. A majority vote shall be required for the election of the above offices. A person who is unable to attend the meeting at which the election is taking place will be provided, upon written request, an opportunity to vote by electronic means. Ballots must be completed and returned to the Secretary prior to the election.
 - f. If no single candidate has received a majority (50% + 1) of the votes, there will be a runoff between the two candidates receiving the highest number of votes. In the event of a runoff, absentee ballots for those candidates will be included in the count.
- B. Election of Delegates:

- a. Delegates will be eligible for a two-year term as an officer of the Board.
- b. Delegates must be full members of SCASP in good standing and work in the professional or live in the geographic area represented.
- c. The election of a Delegate must be completed by the end of the fiscal year. If no Delegate is elected, the officers of the Board will appoint a Delegate to a one-year term. The professional or geographic area will be given the opportunity to elect a Delegate at the next election.
- d. Election schedules for the Delegates will be established by the Board.

Section 4.5

Terms of Board Members shall be as follows:

- A. The President shall serve for two consecutive years and shall not succeed him/herself. The President shall be elected by the voting membership. Prior to taking office, the President shall serve two years as a President-Elect. After leaving office, the President shall serve two years as Past President.
- B. The President-Elect, elected by the voting membership, shall serve for two years.
- C. The Secretary shall serve for two years. Election shall be on alternate years from that of the Treasurer.
- D. The Treasurer shall serve for two years, elected during alternate years from that of the Secretary.
- E. Delegates will serve two years.
- F. The terms of the new officers shall commence July 1 following the election.

Section 4.6

The standing committees of the Board shall consist of these committees: (1) Public Relations, (2) Advocacy, (3) Governance, which includes Professional Standards and Ethical Practices, (4) Professional Development, and (5) Finance.

- A. All chairs of the committees shall be recommended by the President and approved by the majority of the officers of the Board. Appointed committee chairs do not have voting rights unless they are also a voting member of the board.
- B. Each committee's purpose and procedures will be outlined in a committee Charter. Committee goals will be approved by the board annually.
- C. Duties of the committee chairs and ex-officio members of the Board are specified in the SCASP's Procedures Manual.
- D. Ad hoc committees may be established, and their functions will be assigned by the President with affirmative approval by a majority of the officers of the Board.
- E. Sub-committees may be established, and their functions will be assigned by the committee chair with affirmative approval by a majority of the committee members.

Article 5 – Duties of the Board

Section 5.1

Duties of the officers of the Board shall be as follows:

- A. The officers of the Board shall exercise the general direction, control, and management of the activities and business of SCASP.

- B. The officers of the Board shall have the power to purchase, lease, pledge, and sell any personal or real property of SCASP and to make any agreements on behalf of SCASP as they deem needful and convenient for its successful operation, provided that in the case of sale or purchase of real property an affirmative vote by a majority of the total officers of the board is required.
- C. The officers of the Board shall administer any donation, grants, and bequests.
- D. The officers of the Board may require adequate bonds on the Executive Director and such other employees of SCASP as they deem necessary.
- E. Upon a two-thirds (2/3) vote, the officers of the Board may establish such administrative offices, the term and tenure thereof, duties or conditions of employment and compensation therefore as may be advisable to further the purpose of SCASP.

Section 5.2

Officers are not compensated for services rendered as an Officer. Reasonable expenses incurred while attending Board meetings, serving on Committees of the Board, and other activities while carrying out their Board duties will be reimbursed.

Section 5.3

When unable to attend a Board meeting, an officer may assign his or her voting privilege to a proxy under the following conditions:

- A. The proxy of a Delegate must be from the same area;
- B. The proxy must be a Full Member in good standing and a voting SCASP member;
- C. The proxy may not be assigned to another officer; and
- D. The officer must submit a written statement to the President and Secretary prior to the vote designating the proxy for a specific board meeting.
- E. Board members shall attend more than 50% of regularly scheduled meetings (designating a proxy counts as attending the meeting). Board members unable to participate in the meeting must provide a report of recent activities to their proxy and/or the President and Secretary.

Section 5.4

Duties of the standing committees shall be outlined in Committee Charters. Duties of the Officers of the Board are described here briefly with detailed information in SCASP's Procedures Manual:

- A. The President shall preside at meetings, exercise general supervision over the affairs of the SCASP, serve as chairperson of the Board, and as an ex-officio member of all committees. The President shall appoint, with the approval of the Board, the necessary committees and committee chairs unless otherwise provided for in these Bylaws.
- B. The President-Elect shall attend meetings of the Board and serve as chairperson of the Finance committee. In the absence of the President, the President-Elect shall serve in that capacity as pro tem and shall have such duties as are delegated by the current President. The President-Elect shall facilitate planning and monitor action plans developed annually by committees.
- C. The Secretary shall keep minutes of SCASP and the Board meetings, which shall be an accurate and official record of all business transacted. The Secretary may assume necessary correspondence duties for the SCASP, assume custody of all records except those specifically assigned to others, furnish copies of minutes for all meetings, and maintain copies of the Bylaws.

In the absence of both the President and President-Elect, the Secretary shall serve as President pro tem.

- D. The Treasurer shall serve as the chief financial officer of SCASP and maintain adequate and correct books and accounts. The Treasurer shall provide financial statements and reports as required by law, by SCASP Bylaws or SCASP Procedures Manual, or at the request of the Board. The Treasurer shall be a member of the Finance Committee and with consultation from the Board, shall prepare the preliminary annual budget.
- E. Delegates shall provide representation as defined by the Board.
- F. The Immediate Past-President shall fulfill such duties and responsibilities as directed by the President.

Section 5.5

Duties of the ex-officio members of the Board are as follows:

- A. A Student Representative to the Board shall be responsible for facilitating communication and sharing information with school psychology graduate students.
- B. A University Liaison to the board shall promote communication between all school psychology training programs.
- C. The Parliamentarian shall advise the President on the application of Robert's Rules of Order at SCASP meetings.
- D. The Historian shall maintain an archive of SCASP history and serve as a source of reference for SCAPS leadership regarding past events and procedures.

Article 6 – Executive Director

Section 6.1

The officers of the Board may employ a staff member to serve as Executive Director of SCASP to carry out the goals and objectives of SCASP. Specifically:

- A. The Executive Director shall be selected and charged with duties as prescribed by the Board.
- B. The Executive Director's initial and continuing employment will be based on a job description which will include a statement of qualifications and sufficient description of duties to allow for adequate evaluation.
- C. The Executive Director shall have a written employment agreement with SCASP.
- D. The performance of the Executive Director shall be evaluated annually.

Article 7 – Membership Meetings

Section 7.1

A variety of meetings can occur such as:

- A. **Open Meetings:** Except as set forth in this section, all meetings of the members, the Board and committees at which the business of SCASP is acted upon shall be open to all members in good standing. A meeting may not be closed except for good cause and upon the vote of at least two-thirds of those entitled to vote at such a meeting, and then only for such portion of the meeting as is necessary to achieve the purpose for which the meeting was closed.

- B. Closed Meetings: These include personnel, legislative strategy, regulatory reform, and political action meetings, and they may be closed at the discretion of the SCASP Board. The minutes and other records of any meeting which was closed to members for any period of time shall set forth in detail the reasons for which members were excluded. And, it shall verify that no other matters were considered during the time the meeting was closed.
- C. Annual or other meetings: SCASP may hold an annual business meeting at a place and time determined by the Board. No annual meeting is required to elect the Board, who shall be elected by ballot. Special meetings may be called by $\frac{2}{3}$ of the Board or 5% or more of the SCASP Membership for any lawful purpose.
- D. Board Meetings: These shall be scheduled at the discretion of the Board. At the beginning of each board meeting, a quorum of $\frac{2}{3}$ of voting members must be present. Results of board meetings shall be reported to the general membership at its regular business meeting. Any current member or guest wishing to present to the Board shall follow the guidelines as outlined in the SCASP Procedures Manual.

Section 7.2

Notice of meetings shall be given by the Executive Director no less than 10 days before the date of the meeting to each Member who, on the record date for the meeting notice, is entitled to vote at such a meeting. Notices should include the place, date, and time of the meeting determined by the Board.

Article 8 – Dues and Assessments

Section 8.1

Dues shall be recommended by the officers of the Board subject to the approval of the membership with the majority of members voting required. Additional information regarding membership fees may be found in SCASP Procedures Manual.

Section 8.2

A special assessment may be approved by the majority vote of those present at a regular meeting.

Article 9 – Proposed Amendments

Section 9.1

Initiation of Proposed Amendment:

- A. A proposed amendment to the Bylaws may be presented to the membership for consideration by the officers of the Board; or
- B. A petition signed by 10 percent (10%) of the voting membership in good standing may be presented to the officers of the Board stating the proposed amendment. Upon verification of the validity of the signatures, the Board shall include the amendment on the agenda of the next regularly scheduled meeting of the SCASP.

Section 9.2

Procedures for Adoption of Proposed Amendments:

- A. When an amendment has been initiated in accordance with the provisions of section 9.1, the officers of the Board shall announce its inclusion on the agenda of the next regular meeting and distribute a copy of the proposal to each member in good standing. This announcement and distribution must be made at least one (1) month before the next regular meeting. When this is not possible, the proposed amendment should be scheduled for consideration at the first regular meeting when this condition can be met.
- B. The Bylaws may be amended, following compliance with Article 12 by a two-thirds (2/3) vote of the members present at the meeting per section 9.2.A.

Article 10 – Affiliation

Section 10.1

With the approval of the officers of the Board, SCASP may affiliate with other non-profit organizations of similar purposes.

Section 10.2

SCASP representatives to affiliate organizations may be appointed by the President as ex-officio members for a term of one year. They may be re-appointed if they remain members of the affiliate organization.

Section 10.3

Representatives shall serve as a liaison between SCASP and affiliated organizations. They shall serve as official spokespersons of SCASP to said organizations and represent the point of view of the membership on issues when action by the membership or the Board so directs.

Article 11 – Balloting

Section 11.1

The Board or the President may when in compliance with the provisions of this section, publish and distribute ballots to the membership either by mail or electronic means.

- A. Such ballots shall include the known information concerning the business being proposed,
- B. Results of the balloting shall be included in the minutes of the Secretary, and
- C. Ballots shall be mailed or sent by electronic means via email in a timely fashion before the closing date of their return.

Section 11.2

When the issue requiring balloting is a decision between two courses of action, a majority vote is necessary for passage; when there are three or more alternate choices, one choice receiving the most votes is approved. The vote will be computed based on those responding.

Article 12 – Bylaws Revision

Section 12.1

Revision of the Bylaws shall be considered every five (5) years.

Section 12.2

The Governance Committee shall review the Bylaws to determine whether a revision is necessary. If the review reveals no necessity for revision, this consideration shall be reported to the membership for their concurrence. Should the revision be necessary, the committee shall prepare the revision and submit it to the officers of the Board. The Board shall then proceed in accordance with the provisions of section 11.2.

Article 14 – Limitation of Liability, Indemnification, and Insurance

Section 14.1

Limitation of Liability. A Director shall not be personally liable for monetary damages for any action taken, or any failure to take action unless the Director has breached or failed to perform the duties of his or her office under Section 33-31-830 of the South Carolina Nonprofit Corporation Act of 1994 (relating to standard of care and justifiable reliance), as amended from time to time, or any successor provision, and the breach or failure constitutes self-dealing, willful misconduct or recklessness. This provision shall not apply to the responsibility or liability of a Director who violates any criminal statute or local, state, or federal law.

Section 14.2

Indemnification. To the extent permitted by applicable law, SCASP shall indemnify any current or former officer, Director and committee member who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceedings, whether civil, administrative or investigative by reason of the fact that he or she is or was a Director, officer, committee member, employee, or agent of the SCASP, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding; provided, however, that indemnification pursuant to this Section shall not be made in any case where the act or failure to act giving rise to the claim for indemnification is determined to have constituted self-dealing willful misconduct or recklessness.

Section 14.3

Insurance. The Board of Directors may authorize, by a majority vote of the Board to purchase and maintain insurance on behalf of any person who is or was a Director, officer, committee member, employee, or agent of SCASP, or is or was serving at the request of SCASP as a Director, officer, committee member, employee, or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprises against any liability asserted against and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not SCASP would have the power to indemnify him or her against such liability under the provisions of this Article. Furthermore, SCASP may create a fund of any nature, which may, but need not be, under the control of a

Director, or otherwise secure or insure in any manner its indemnification obligations referred to in this Article.

Article 15 – Dissolution

In the event of dissolution of the SCASP, the officers of the Board shall, after payment of all liabilities of the SCASP, dispose of all the assets of the SCASP by a contribution of assets to the National Association of School Psychologists (a non-profit organization). Under no circumstances shall any of the property or assets of SCASP, during its existence or upon the dissolution, be distributed to any officer, member, employee, or subsidiary of this SCASP.

Revised 5/67

Revised 1/77

Revised 5/79

Revised 10/81

Revised 9/86

Revised 5/89

Revised 4/92

Revised 4/93

Revised 3/98

Revised 3/03

Revised 3/08

Revised 10/08

Revised 10/11

Revised 10/12

Revised 02/16

Revised 01/19

Revision 5/21