

# TEXAS MENTAL HEALTH COUNSELORS ASSOCIATION BY-LAWS

15 June 2016

## Article I Name, Affiliation, and Purpose

Section 1. Name – The name of this association shall be the Texas Mental Health Counselors Association. (TMHCA)

Section 2. Affiliation – This association is a division of the Texas Counseling Association (TCA), a 501(c)(3) Texas Corporation. TMHCA is also the Texas chapter of American Mental Health Counselors Association (AMHCA). TMHCA shall conduct its affairs in accordance with the By-laws of TCA. The Texas Mental Health Counselors Association (TMHCA) may affiliate with other groups whose purposes are consistent with the By-laws of both the Texas Counseling Association and the American Mental Health Counselors Association.

Section 3. Purposes – The purposes of TMHCA are similar to those of the American Mental Health Counselors Association:

- (a). Advance the profession of mental health counseling.
- (b). Promote the exchange of professional information between mental health counselors by means of a newsletter, journal, and/or other scientific, educational and professional materials.
- (c). Provide continuing education opportunities through conferences, workshops, and other means that assist mental health counselors in updating and enhancing competencies.
- (d.) Promote standards for the training of mental health counselors.
- (e). Promote research studies on the effectiveness of mental health counseling interventions and related professional interventions.
- (f). Promote positive relations with other professional organizations for effective advocacy of mental health issues.
- (g). Promote a program of effective public forum to enhance awareness of mental health counseling and the competencies and services of its practitioners
- (h). Promote high standards for credentialing of mental health counselors by advocating for licensure in every state, and for national certification.

## Article II Membership

Section 1. Types of membership – Membership shall be of one type, individual. Any person shall be eligible for membership whose primary responsibilities or interests are in the areas of mental health counseling or human development. No one may be denied membership in the association on the basis of race, color, creed, gender, gender identity, age, or sexual orientation or disability.

Section 2. Class of membership – Membership shall be of six classes: –professional, new professional, student, retired, emeritus and affiliate. Definitions for each class are follows:

- (a) Professional Membership – Open to any person who holds a Master’s or Doctorate and a license or certification from a Texas or national regulatory agency ns a certified school counselor or a licensed or certified mental health professional. Any person who has met the qualifications for professional membership and has paid the prescribed dues shall be eligible to receive all member benefits, to attend meeting of the Association, to vote and to serve as an Officer, to serve on the THMCA Board or serve as a committee member.
- (b) New Professional Member-Open to individuals who have graduated with a Master’s or Doctorate and have applied for full licensure as a certified school counselor, licensed professional counselor within the past 12 months. This membership class may be held until completion of internship or associate supervision requirements not to exceed 24 months or 2 years of membership in this class. Any person who has met the qualifications for new professional membership and has paid the prescribed dues shall be eligible to receive all member benefits, to attend meetings of the Association and to vote.
- (c) Student Membership-Open to students who are enrolled in a Master’s program in counseling or counseling related field. Any person who has met the qualifications for student membership and has paid the prescribed dues shall be eligible to receive all member benefits, to attend meetings of the Association, but student members shall not vote nor be eligible to serve as an Officer or to serve on the TMHCA Board. They may serve on a committee.
- (d) Retired Membership-Open to any professional member who is retired and no longer working or employed more than half time as a professional counselor mental health professional. Any person who has met the qualifications for retired membership and has paid the prescribed dues shall be eligible to receive all member benefits, to attend meetings of the Association, to vote, to serve as an Officer, or to serve on the TMHCA Board.
- (e) Emeritus Membership-Granted by the TMHCA Board of Directors to honor members who have received the Truax Award or who are at least sixty-five (65) years of age and retired from counseling or a related profession with a minimum of (10) years membership in TMHCA, five of which must be continuous immediately prior to nomination for Emeritus Membership. Any person granted Emeritus Membership shall be exempt from payment of dues to the Association and shall be eligible to receive all member benefits, to attend meetings of the Association, to vote, to serve as an Officer, or to serve on the TMHCA Board.

(f). Affiliate Membership-Open to any person who supports the mission of the Texas Mental Health Counseling Association. Any person who has met the qualifications for affiliate membership and has paid the prescribed dues shall be eligible to receive all member benefits, to attend meetings of the Association but shall not vote nor be eligible to serve as an Officer or on the TMHCA Board.

Section 4. AMHCA Membership – Members of this association shall be encouraged to apply for membership in the American Mental Health Counselors Association.

Section 5. Dues – Dues for membership classes of the association shall be set by the Board of Directors.

Section 6. Membership Meetings – A general membership meeting will be held during TCA Annual Professional Growth Conference following the TMHCA Board of Directors meeting. Additional membership meetings may be called if deemed necessary and may be conducted via electronic devices.

Section 7. Ethical Behavior – All members of TMHCA are expected to comply with the ACA code of ethics.

Section 8. Severance of Membership

(a). A member will be dropped from membership for the non-payment of dues.

(b). A member may be dropped from membership for any conduct that tends to injure or discredit the Association, or that is contrary to or destructive of the Association’s objectives according to the by-laws and the Code of Ethics of the Association, or those of the Texas Counseling Association

(c) It shall be the responsibility of the Board of Directors, upon investigation by and recommendation of the TCA Ethics Committee, to determine whether or not a member should be dropped from membership for a reason under paragraph (b) of this Section.

### Article III

#### Officers and Board of Directors

Section 1. Officers and Terms of Office

(a). The Executive Officers of the association shall be the President, President-Elect, Immediate Past-President, Secretary, Treasurer, TMHCA Senator, and TMHCA Director.

(b). All officers of the Association, except the Treasurer, TMHCA Director, and TMHCA Senator, shall be elected at large from among the individual members of the Association and shall serve for two-year terms or until their successors take

office. Per TCA bylaws, terms for the TMHCA Senator and TMHCA Director are three years.

(c). The Treasurer shall be appointed by the President, upon recommendation of the Board of Directors.

(d). The term of office for any of the elected officers of the Association, Senator, TMHCA Director, and Regional Directors shall begin on July 1.

## Section 2. Duties of Officers

(a). The President shall preside at all meetings of the Association and shall be Chairperson of, and preside at, meetings of the Board of Directors. The President, subject to confirmation by the Board of Directors, shall appoint the members of all committees, except where otherwise specified in these By-laws, and shall be Ex-Officio member without vote on all committees except the Nomination and Elections Committee. The President may appoint a parliamentarian subject to confirmation by the TMHCA Board of Directors.

(b). The President-Elect shall perform the duties of the President in the absence or incapacity of the President as determined by the Board of Directors. The President-Elect, or her or his designee, shall assume the Presidency of the Association upon the death or resignation of the President and serve as the Annual Meeting Coordinator of the Association.

(c). The Immediate Past-President, or her or his designee, shall serve as chairperson of the Nominations and Election Committee and perform such other duties as delegated to him/her by the Board of the Directors.

(d). The Secretary shall keep record of the meetings of the Board of Directors. The Secretary shall be responsible for seeing that a copy of all minutes is prepared at the end of the fiscal year for TMHCA's annual report to the TCA Board of Directors.

(e). The Treasurer shall be responsible for seeing that a financial report is prepared for presentation to the Board of Directors prior to each board meeting and for the Annual Meeting of the Association. The Treasurer shall be in attendance at the meetings of the Board and shall perform such additional duties as may be directed by the Board of Directors.

(f). Board members are required to attend at least half of all scheduled Board meetings. If, by virtue of TMHCA position, a Board member is also required to attend TCA meetings, such Board member shall also attend at least half of TCA meetings required by their TMHCA position.

### Section 3. Board of Directors

(a). Composition – The Board of Directors shall consist of up to twelve members and shall be composed as follows:

(1). Executive Officers of the Association

(2). Up to five At-large Directors

(b). Terms of Office for each member of the Board of Directors are:

(1). President – Two years

(2). Directors – Three years. Directors shall be elected on a rotational basis with one or two new Directors being elected each year. All newly elected Board members shall begin their term on July 1.

(c). All members of the Board of Directors shall be members of TCA and TMHCA. All members of the Board of Directors are encouraged to be a member of AMHCA and ACA. The TMHCA Director and Senator shall be members of TCA and TMHCA.

### Section 4. Powers and Functions of the Board of Directors

(a). To execute policies formulated by the Board

(b). To propose Association policies

(c). To formulate operational policies appropriate for executive action and direct the execution thereof.

(d). The Board shall be responsible for identifying issues and recommending priorities for professional counselor issues.

### Section 5. Meetings of the Board of Directors

(a). The Board of Directors shall convene during the TCA Annual Conference. Additional meetings of the Board may be called by a majority vote or petition of the members of the Board and/or upon the call of the President. The Board shall meet at least four times per year, one of which shall be during the TCA Annual Conference. This shall be the Annual Meeting of the Association. Meetings of the Board may be conducted electronically by phone via "Go to Meeting" or other distance meeting program. Voting may be conducted electronically. Participation in such meeting will constitute presence at the meeting. If voting takes place at such a meeting the Association must maintain a record of any vote or other action taken at the meeting.

(b). The President of the Association shall preside at meetings of the Board of Directors and the President-Elect shall preside in the absence of the President.

(c). A quorum consists of one more than one-half (1/2) of the currently seated Board members who have a vote. Each member of the Board has one vote on each matter submitted to a vote at a Board meeting.

(d). The authorized version of “Robert’s Rules of Order,” as most recently revised, shall govern meeting procedures not specifically addressed in these bylaws.

#### Section 6. Executive Committee

The Executive Committee of the Board of Directors shall consist of the President, President-Elect, Secretary, Past-President, Senator and Board Director representing the division within TCA. The Executive Committee shall act for the Board of Directors within the limits of the policies set by the Board of Directors.

#### Section 7. Qualification; Nomination; and Election of Officers and Board Members

(a.) To qualify as a candidate for nomination the person must be member of TCA and TMHCA in be good standing.

(b.) A Director shall not serve as a Division/Chapter officer within TCA.

(c). Nomination and Election Committee – There shall be established a Nominations and Election Committee consisting of the Immediate Past-President of the Association as the Chairperson, and such other members of the committee as the chairperson shall nominate subject the Board’s approval. No member of the Nominations and Election Committee may serve for two consecutive years, nor may any member be a candidate for office while a member of the Nominations and Election Committee.

(d). All members in good standing except Student Members and Affiliate members may vote.

(e). The Nominations and Election Committee shall conduct the nominations and election of officers, directors and such other persons as are called for by these By-laws, by secret ballot sent to the voting membership.

Section 4. Compensation of Officers – None of the elected officers of the Association shall receive any compensation for their services as such to the Association.

#### Section 5. Uncompleted Terms of Persons Elected to Statewide Position

(a). In the event that any Board of Director’s position is vacated due to death, resignation, or any other reason, the TMHCA President shall appoint a person to fill such office for the remainder of the uncompleted term.

(b). In the event the Immediate Past-President’s position is vacated due to death, resignation, or any other reason, the TMHCA President should appoint a former Past-President of TMHCA to fill the office for the remainder of the uncompleted term.

Section 6. Removal of an Officer from Office – Members of TMHCA affirm that the TMHCA has the right and obligation to prescribe and enforce its standards for those who hold office, and that TMHCA has the right to investigate the performance of an officer. Officers may be sanctioned or removed from office for cause, including inadequate attendance as specified in Article III, Section 6, paragraph (a), or a cause under Article II, Section 8, paragraph (b) of these By-laws. (Refer to the TCA Governance Manual for specific procedures.

#### Article IV Committees

Section 1. Standing Committees – The standing committees of the Association may be the Awards Committee, By-laws Committee, Nominations and Election Committee, Ethics Committee, Publications Committee, Legislative Awareness Committee, Public Relations Committee, Membership/Member-Service Committee, or other committee deemed appropriate by the Board.

Section 2. Appointment of Standing Committees – The President, subject to confirmation by the Board of Directors, may appoint the members and Chairpersons of each standing committee, except the Nominations and Election Committee, for a term of one year. Members are eligible for reappointment for no more than three consecutive terms. The Chairperson shall be appointed for one year and is eligible for reappointment as Chairperson

#### Article V Business Affairs

Section 1. Dues – Annual dues for the Association shall be established by action of the Board of Directors.

Section 2. Budget – The President and Treasurer shall prepare and present a budget to the Board for adoption prior to the date set forth by TCA. Copies of the budget will be available at each Annual Meeting of the Association at the TCA Conference.

Section 3. Audit – An auditor's report shall be presented at the request of the Board of Directors. A financial statement may be published in the TMHCA newsletter yearly or posted on the TCA website under THMCA Division.

Section 4. Severable or Transferable Interest – No member shall have any severable or transferable interest in the Association.

Section 5. Control and Management – All property of the Association shall be subject to the control and management of the Board of Directors.

Section 6. Disposal and Dissolution – Upon dissolution of the Association, none of its property shall distribute to any of the members, and all such property shall be transferred to such other organizations as the Board of Directors shall determine to have purposes and activities most nearly consonant with those of the Association, provided that such

other organization(s) shall be exempt under Section 501(c)(3) of the Internal Revenue Code.

Section 7. Appropriations of Association Funds – No appropriation of Association funds shall be made except pursuant to the authority of the Board of Directors.

Section 8. Committee Expenses – All expenses incurred by a committee of the Association in excess of the funds appropriated shall be the personal liability of the person or persons incurring such excessive expenses.

Section 9. Fiscal Year – The fiscal year shall be July 1 to June 30 of the following year.

#### Article VI Publications

Section 1. Policy – The Board of Directors shall determine and direct the basic publications policy and programs of the Association. The Board of Directors shall have the authority to appoint editorial officers and fix their authority and respective terms of office.

#### Article VII Amendments

##### Section 1. Amendments

(a). Amendments may originate with the By-laws Committee, the Board of Directors, or by an individual member of TMHCA. In the case of a proposed amendment from a member, the proposed amendment must be presented to the By-laws Committee or President with signatures of at least fifty (50) members in good standing.

(b). The By-laws Committee shall submit the proposed amendments and rationale to Board Members at least thirty days prior to a Board of Directors meeting.

(c). The Board shall discuss and vote to submit to membership the proposed amendments.

(d). Amendments may originate during a meeting of the Board. If approved for ballot, such amendments shall be sent, in less than ninety (90) days following the date of presentation, to members for a vote. However, any such proposal shall be referred forthwith to be published in the next TMHCA newsletter and/or on its website.

(e). Ballots shall be sent within ninety (90) days of published amendments. Included with the ballot shall be a copy of the proposed amendments and rationale.

(f). Membership shall be notified of the outcome of the vote through the TMHCA newsletter and/or website.

As amended by the membership effective June 15, 2016