



## VIRGINIA COUNSELORS ASSOCIATION

VCA Business Meeting November 4, 2021

Virtual Meeting via Zoom

10:30AM – 12:00 PM

**In attendance (as listed on Zoom):** Wendy Eckenrod-Green, Kimberly Richards Thomas, Vicky Wheeler, Abigail M. Williams, Adele, Adrienne Randle, Aimee Brickner, Alicia, Alison Sigler, Ann Hanford, Asha Moses, Ashley Kovach, AVCA counselors, Becky Bowers-Lanier, Brittany, Caroline Bertolet, C Copeland, Charity Thompson, Chris Barnes, Claire Robinson, Courtney Ashby, Cristal, Danielle Rodgers, Darrell Jones, Dee Washburn, Jacqueline Smith, Lakesha Roney, Muriel Azria-Evans, Risi Green-Baker, Cyrus Williams, Edward Magalhaes, Emil Spence, Erika Theodorides, Erin DiMenna, Erin Swanson, Etheldreda Tsashua, Etta Jane Hall, Eugenia Williford, Frances Bennett Clark, Harold Mitchell, Heather Dunan, Herman, Janell Johnson, Jasmine Griffin, Jeff Lown, Jennifer Parker, Jessica Camp Snead, Jessica Rose Hayes, Joan Monahan, Joanne Frederick, Jordan Anne Elliott-Mixon, Karen Garlow, Kasinda Thomas, Kat McCleskey, Kate Travis, Kathy Arcement, Katie Turner, Kerry Kruk, Kristee, Kysha Washington, LaConda Fanning, Larry Bell, Larry Turner, Latoya Smith, Linda Grubba, Linda Leitch-Alford, Manny Bartolotta, Margaret St. Clair, Mireong Lee, Mrs. McDonald, Nancy Switkay, Nicholas Wright, Nora Hamel, Norma White, Pamela Smith, Pranati Walker, Rachel Boykin, Rebecca Kaderli, Richard Carroll, Robert Nickens, Roberto Martinez, Sarah Shaker, Sarah V. Tracy, Shawn Hughes, Shelley White, Shelly Cogbill, Sherry Calhoun, Stacy, Steven Myers...Naomi Wheeler

**\*Motions will be highlighted in yellow**

- I. Call to Order: Dr. Wendy Eckenrod-Green called the meeting to order at 10:37am
- II. Welcome and Recognition
- III. Approval of Agenda

**Motion to approve the agenda made by Richard Carroll, 2nd by LaConda Fanning**

- IV. Approval of November 2020 Membership Minutes

Minutes available on the VCA website, also shared by Dr. Eckenrod-Green

**Motion to approve the minutes made by Chris Barnes, 2nd by Muriel Azria-Evans**

All Ayes, No Nays, No abstentions

V. Bylaws

A. Review needs for change

1. Purpose was for smooth governance. The prior bylaws were outdated (last update in 2012), language needed to be updated, and loopholes existed.
2. The proposed bylaws include extensive changes. The committee reviewed ACA bylaws and over 20 ACA branches from across the nation. The committee met for one year and engaged in critical dialogue and perspective taking to develop the revised bylaws. A big thank you to the bylaws task force and the racial justice and diversity task force for their efforts!
3. We reviewed the process for amendment (section I) which includes voting at the annual meeting, notifying members with 30 days for review prior to the meeting, and need for a two-thirds vote of the membership present for amendments to pass. If bylaws are amended, we would report them to ACA at least 30 days prior to the effective date of adoption (section III).
4. Reviewed the format provided - column one was the unchanged original bylaws, second column included amended bylaws with changes highlighted in yellow for visibility, third column provided a rationale for the proposed changes.
5. Some sections were just moved for readability and flow of ideas. Substantial revisions included: (a) section was added related to professional misconduct (other states include this) and parliamentary procedure for addressing misconduct or offense; (b) qualifications for leadership positions; (c) 15 days notice for meetings of the Board of Directors, we no longer use mail as the method for notification; (d) making the Racial Justice and Diversity task force as a standing committee; (e) chapters and divisions also need bylaws; (f) added 'gender, ethnic, and racial minority representation'; (g) formalized verification of eligibility of two eligible names for office positions; (h) updated language for business meetings to remove specification for the use of mail only; (i) added language to reflect what we do in terms of business affairs; (j) specified that audits should occur at least once every three years (from strategic plan); (k) if VCA ever dissolved, we have specified where assets would go with more optimistic wording; (l) amendments are increasingly important, so we clarified the process of making amendments and to allow for collective power among membership (e.g., 10% of the membership by petition) as well as the effective date and report timeline for membership; (m) created an amendment policy to specify effective date (30 days after approval by the Board); (n) streamlining the process of incorporating

bylaws changes made by ACA into our own bylaws, including member notification; (o) added a non-discrimination policy that did not previously exist

6. Discussion:

- a) Adrienne Randle - question about language in article 10, 'gender, ethnic, and racial minority representation' and use of 'minority' rather than more inclusive language
- b) Lakesha Roney - clarified this was not the language the task force settled on and shared language from their mission statement, "individuals impacted by systemic racial oppression"
- c) Laconda Fanning - "Underrepresented minorities in counseling as defined by African Americans, Latinx, Native Americans..."
- d) Manny Bartolotta - "gender, ethnic, and racial minority representation and individuals impacted by systemic racial oppression"
- e) Lakesha - Use of the word "minority" is marginalizing
- f) Adrienne - although 'minority' has historically been used, it may not be true and may 'other' individuals - words like marginalized may be helpful and then defined while also not leaving folks out; could we approve the bylaws in a way where we are still working on the language
- g) Wendy - we can make a friendly amendment to remove this section for future discussion, revision, and amendment
- h) Lakesha - the process of identifying language has taken quite a bit of time for the task force to reach consensus
- i) Nora Hamel - needs to be inclusive for the many identities
- j) Adele - needs to include disability
- k) Kat McCleskey - gender expansive identities including trans and nonbinary to include gender diversity too
- l) Rebecca Kaderli - asked for clarification of language developed by the task force from Lakesha, "individuals impacted by systemic racial oppression" Motion to include basic language that we can work from, "there shall be no discrimination against any individuals...individuals impacted by ...gender identity, affectional orientation, age, or disability
- m) Clarification that this language is going under the elections policy and still important to be inclusive here.
- n) Adele - nominations and elections will be reflective of diversity in these areas...

- o) Rebecca Kaderli - “Inclusive of individuals impacted by systemic racial oppression, religious affiliation, gender identity, affectional orientation, age, and ability status.”
- p) Manny - the order of the process is to make a formal amendment and then consider adopting the bylaws - not both at the same time.
- q) Rebecca motion to amend the bylaws revision with the amendment in the elections category (article 10 under elections)
- r) Jeff - clarified the parliamentary procedures to be used for this process to adopt the amendments, then motion to amend the motion to adopt the amendments to the bylaws’.
- s) Motion to adopt the amendments to the bylaws made by Alison Sigler, 2nd by Jeff Lown

Discussion to amend the amendments in

Motion to in section 1 to strike “gender, ethnic, and racial minority representation” and add “individuals impacted by systemic racial oppression, ethnicity, religious affiliation, gender, gender identity, affectional orientation, age, veteran, and ability status.” made by Rebecca Kaderli, 2nd by Jeff Lown.

Vote: 99 Ayes, 0 Nays, 0 Abstain; Motion passed.

Motion to amend the non-discrimination policy (article 16) to reflect the same language, “There should be no discrimination against any...individuals impacted by systemic racial oppression, ethnicity, religious affiliation, gender, gender identity, affectional orientation, age, veteran, and ability status.” made by Rebecca Kaderli, 2nd by Terri Mason.

Vote: 101 Ayes, 0 Nays, 0 Abstain; Motion passed.

- t) We reviewed the bylaws once more to check for any further mention of ‘minority’ or to incorporate the newly approved, amended language. None were found.

B. Vote - vote to adopt the proposed Virginia Counselors Association bylaws revisions, with the amendments approved above. Votes must be cast by 1:00 today and can be made on the VCA website by logging in (to ensure membership; any issues with logging in can be addressed by Vicky if you email her now),

clicking on 'Members Only' to then select the "2021 Ballot for VCA bylaws Revisions"

VI. Chapter Dissolution

- A. Requested dissolution - as of August 2021, the Western Tidewater Chapter requested to go 'inactive' due to the lack of engagement over the past 2 years and to be dissolved as a chapter
- B. Discussion - Adele clarified to ask if members that may have been in that geographical region will be absorbed into another chapter in that region

Vicky clarified that this chapter historically has had very few members over the past years and members can self-select into their chapter.

Muriel offered to reach out to current active members to help connect them.

Adele asked if geographic definitions of chapters need to change.

Vicky stated that we have other inactive chapters that did not necessitate any formal change; this has been an evolving issue.

Adele asked if chapters are defined by certain counties in the bylaws.

Wendy offered to bring this to the executive committee and full board

Chris Barnes added that we have a few counties not assigned chapters in our chapter list, for example, Goochland. So making sure every county is represented properly may be beneficial to keep counselors engaged.

**Motion for the Western Tidewater chapter to go inactive made by Lakesha Roney, 2nd Dr. Jacqueline Smith.**

- C. Vote - 96 Ayes, 0 Nay, 0 Abstain; Motion passed.

- VII. Advocacy update - Becky Bowers-Lanier mentioned the live chat available tomorrow at 12:30 during the conference in lieu of a formal report here given the time constraints. Wording for the counseling compact is available online.
- VIII. Treasurer's Report - Jeff Lown shared the budget report and highlighted that we are financially where we anticipated to be. Strong revenue and income stream. Notable changes included expansion of the hours of staff (Kimberly, Vicky) to meet the needs of our organization. Vicky will post the current budget report under the voting ballots.
- IX. VCA Foundation - Manny offered to post a document in Whova for the VCAF update and commended our keynote speaker Kevin Doyle
- X. Convention highlights - Sarah Tracy and Jacqueline Smith shared appreciation for everyone in attendance and involved - enjoy! Wendy appreciated our conference co-

chairs Sarah and Jacqueline for taking on the logistics. Wendy also appreciated Vicky and Kimberly with their support in making the conference a success.

- XI. Summary - We reviewed the bylaws changes and again give a special thanks to the bylaws task force. Reminder to please vote by 1pm on the bylaws. We voted unanimously to dissolve the Western Tidewater chapter - thank you to Muriel, Rebecca, and Cyrus. Please email Wendy if you are interested in contributing to the leadership of VCA.
- XII. Motion to adjourn the meeting made by [Muriel Azria-Evans](#) and seconded by Laconda Fanning at 11:59am.