



BYLAWS OF THE MINNESOTA CAREER DEVELOPMENT ASSOCIATION

Updated January 31, 2018

ARTICLE I NAME, AFFILIATION, AND MISSION

Section 1. Name. The name of this organization shall be the Minnesota Career Development Association (hereafter referred to as MCDA or the Association.)

Section 2. Affiliation. MCDA is a State Division of the National Career Development Association (hereafter referred to as NCDA) and shall be subject to those provisions of its bylaws and Code of Ethics which apply to divisions. MCDA is affiliated with and supportive of the Minnesota Counseling Association, but functions independently for fiscal and legal matters.

Section 3. Mission. "The mission of the Minnesota Career Development Association (MCDA) is to provide professional growth and community, and to promote the field of career development."

The Minnesota Career Development Association brings together career development practitioners from diverse settings including education, business, government, nonprofit and private practice sectors with the purpose of promoting career development throughout the lifespan. MCDA promotes professional development of its membership and education of the public at large through:

- Providing opportunities to learn practical applications of career theory and to update knowledge about research related to career issues.
- Recognizing and understanding diverse needs of various populations and promoting diversity within MCDA.
- Creating learning opportunities for both new and experienced practitioners through forums including newsletters, conferences, professional growth workshops, and interaction among members.
- Promoting competencies among career professionals and demonstrating the importance of continuing education about career issues.
- Supporting career professionals in legislative proceedings and related activities.
- Ensuring and promoting equal opportunity and inclusion for all persons in the membership, leadership and activities of MCDA regardless of race, ethnicity, gender, disability, country of origin, field of research, socio-economic status, religion, age, marital or partner status, sexual orientation, or gender identity.



ARTICLE II MEMBERSHIP

Section 1. Categories of Membership. There shall be three (3) categories of membership in MCDA: regular, student, and emeritus retired. All members shall be entitled to vote and to hold office in MCDA. Emeritus members shall retain all rights and privileges of membership in MCDA.

Section 2. Rights and Responsibilities of Members.

- a. To attend any MCDA board meetings, as non-voting participants. Member attendance at Executive Committee meetings is by invitation.
- b. To vote on organization-wide issues and by-law changes, and in organizational elections.
- c. To abide by the NCDA Code of Ethics.
- d. To attend MCDA events at member rate fees.

Section 3. Admission of Members.

- a. Persons desiring membership in the Association should submit an application electronically using the Association's online application process.
- b. Upon payment of annual dues, the applicant shall be accepted as a voting member unless disapproved by the Board of Trustees (hereafter referred to as "the Board").
- c. To be a student member, the applicant must be enrolled at least half-time in a degree seeking program and considered at least half-time by their educational institution.
- d. Any retired member, defined as no longer having career related services as a primary source of income and who has been a member of MCDA for at least ten (10) cumulative years (need not be consecutive), may apply for retired membership status.

Section 4. Dues and Retention of Membership.

- a. Dues of members shall be prescribed by the Board, payable upon admission and one (1) year from the initial admission date thereafter.
- b. Dues of student members shall be one-half (1/2) of the amount paid by regular members.
- c. Retired (as defined in Article II, Section 3, d. above) member dues shall be one-half (1/2) of the amount paid by regular members.
- d. The dues-paying year for each member shall run one (1) year from the initial date of membership. New and renewed membership is processed by the MCDA Administrator using a rolling membership date policy. This allows members to join during any month and establish that month as an anniversary date.
- e. Members will be considered inactive and may be suspended for non-payment and/or non-renewal of dues at the discretion of the Board.



- f. With approval of the Board, any member considered guilty of unethical practices as defined in the NCDA Ethical Practices and process (as defined in NCDA Bylaws Article II Section 4) may be suspended from membership.

ARTICLE III BUSINESS AFFAIRS OF THE ASSOCIATION

Section 1. Fiscal Year. The fiscal year shall be from September 1 through August 31.

Section 2. Property of the Association. In the event the Association is dissolved, none of its property shall be distributed to any of the members. Instead, all of its property shall be transferred to such organizations as the Executive Committee shall determine to have purposes and activities most nearly consistent with those of the Association, provided that such organizations shall be exempt under Section 501 (c)(3) of the Internal Revenue Code or corresponding provisions of the Internal Revenue Laws.

Section 3. Parliamentary Authority. The parliamentary authority for the meetings of the Association will be Robert's Rules of Order.

Section 4. Paid Positions. A board member cannot be paid for any work that they do for the association.

ARTICLE IV NOMINATIONS AND ELECTIONS

Section 1. Procedures.

- a. The Nomination and Election Committee shall consist of three (3) members, one of whom is a Board member or Executive Committee member and two members-at-large. If member positions cannot be filled by members-at-large, the Board will select two additional Board and/or members to serve on the committee. The committee shall issue a call electronically to all members of the Association for nomination of officers and members of the Board. Nominations will be returned to the committee within thirty days. The election shall be completed by August 1.
- b. The forms to be used for the election shall be established by the Nomination and Election Committee.
- c. The slate for members of the Board shall contain names of members in good standing, consenting to be placed on the ballot and submitted by the member, nominee, or that member's proxy.
- d. The results of the election ballots should be tallied and a list of full election results shall be archived electronically.



Section 2. Membership Business Meeting

- a. An annual business meeting of the Association will be held in the fall to include recognition of new board members.
- b. Introduction of the incoming Board followed by the presentation of the Treasurer's Report (which may also be referred to as the Vice-President for Finance's Report) shall be the first order of business of the annual business meeting. Such other business as has arisen since the last annual meeting may be considered.

ARTICLE V BOARD OF TRUSTEES

Section 1. Composition. The Full Board shall consist of the five (5) Executive Committee members as outlined in Article VI, in addition to twelve (12) elected Board of Trustees.

Section 2. Terms of Office. Each Board Member shall be elected for a term of two (2) years. One half (1/2) of the membership of the Board shall come up for election every year.

Section 3. Vacancies on the Board. In the event of any vacancy among the Board, the Nominating Committee shall call upon the nominee who had the next largest number of votes in the most recent past election based on the archived election results. This board member will fill the vacancy for the entire unexpired term. If no other nominees from the previous election are available, the Board may fill the position by appointment.

Section 4. Duties

- a. The Board and Committees shall prepare and submit a budget to the Finance Committee and Treasurer by the end of November each year for voting by the Board.
- b. The Board shall have the power to invest and reinvest endowments or trust funds within the limitations of state statutes governing such funds.
- c. A Board member shall forfeit Board membership if absent or does not participate for three (3) consecutive meetings unless excused by the President of the Board. Note that participation can include virtual interaction.

ARTICLE VI EXECUTIVE COMMITTEE

Section 1. Executive Committee. All of the corporate powers shall be vested in, and the business and affairs of MCDA shall be managed by the Board. The Board serves in the best interests of all MCDA members.



Section 2. Executive Duties. The Executive Committee of the Board shall be the duly elected officers consisting of the President, immediate Past President, President Elect, Treasurer, and the Secretary. It shall carry out policies approved by the Board. This committee shall act on behalf of the Board. All business initiated by the Executive Committee shall be conducted in the best interest of the Association. All initiatives will be subject to review and either sanctioned or reversed by the Board.

Section 3. Qualifications. All officers shall be members in good standing with MCDA. The President and/or MCDA member who represents MCDA as a delegate to NCDA must be an NCDA member in good standing. The President-Elect should have served one full term as a Board member of MCDA in the last 10 years.

Section 4. Duties and Responsibilities of Officers.

- a. The President shall preside at all meetings of the Association and the Executive Committee of the Board and shall exercise general supervision of all activities of the Association. This will include appointing people to serve on all standing committees as stipulated by the bylaws.
- b. The President-Elect shall perform all duties of the President in her/his absence and in case of vacancy shall become President for the remainder of the term.
- c. The Past President shall support and guide the President and Executive Board.
- d. The Secretary shall act as Secretary of the Board and shall keep a record of the proceedings of the meetings of this Association, meetings of the Board/Executive Board and shall keep a record of reports submitted by committees.
- e. The Treasurer shall keep an accurate account of funds received and disbursed and shall present a financial report at each regular meeting of the Association. The Treasurer shall submit a monthly report of expenditures and revenues to the Board along with an annual report by the end of the fiscal year. The Association's accounts will be reviewed regularly by the Board.
- f. The Executive Committee will have the right to initiate business, to conduct business within the scope of this Association and, in general, to bring needs to the attention of the Board.
- g. The President shall submit an annual report including major achievements, concerns, financial standing and changes to the Board upon leaving office, available to any member upon request. This report shall be stored in the MCDA archive.
- h. MCDA shall provide Directors and Officers insurance for all officers and trustees of the Board to limit risk and to benefit the MCDA by enhancing its ability to attract the best leadership.

Section 5. Terms of Office.

- a. The President-Elect shall be elected annually by the regular members of the Association and shall hold office for one year or until a successor is chosen.
- b. The President-Elect shall succeed to the presidency for a one-year term and then to past-presidency for a one-year term.
- c. The Secretary shall be elected bi-annually by the regular members of the Association and shall serve for a period of two years or until a successor is chosen.
- d. The Treasurer shall be elected bi-annually by the regular members of the Association and shall serve for a period of two years or until a successor is chosen.



- e. All newly elected Board Trustees will assume office at the beginning of the fiscal year on September 1st, after their election.

Section 6. Vacancies.

- a. If the presidency shall become vacant, the President-Elect shall assume the presidency and serve the remainder of the term, plus the elected term.
- b. If the office of President-Elect shall become vacant and three (3) months or more remain of the term of office, a special election shall be held to fill the vacancy. Nominations will be made electronically by the Board.
- c. If a vacancy shall occur in the office of the Secretary and/or Treasurer, it will be filled by an appointment of the Board. An officer so appointed shall complete the unexpired term.

ARTICLE VII MEETINGS

Section 1. Participation in meetings. Unless otherwise noted, all meetings are open to the membership.

Section 2. Types of Meetings.

- a. Meetings of the Board: Meetings will be called by the President of the Association who shall also set the agenda for said meetings. The Board shall meet at least six (6) times per year. A quorum for voting purposes at such meetings shall consist of 51% of Board members.
- b. Meeting attendance and voting: The Board members may attend meetings in person (preferred) and/or virtually. Also, matters requiring a Board vote may be conducted electronically using applicable survey tools.

ARTICLE VIII COMMITTEES

Section 1. Executive Committee. The Executive Committee shall consist of the President, President- Elect, immediate Past President, Secretary, and Treasurer. The committee shall act for the Board between meetings. It shall report to the Board all meetings of the Executive Committee and business transacted between Board meetings.

Section 2. Standing Committees. All committee chairpersons are to be appointed by the President with final approval by the Board and will serve on that committee for two years. The Board and committee chairpersons will solicit general membership to join committees.



- a. **Nominations & Elections Committee:** This committee shall issue a call to the voting membership for nominees for elected officers and the Board. It shall prepare a slate of candidates and present it to the membership electronically for voting. They shall report the tallied results to the membership as stated in Article IV, Section 1.
- b. **Membership & Outreach Committee:** This committee shall give leadership and direction in securing and retaining members for the organization.
- c. **Finance Committee:** This committee shall prepare the annual budget and present it for approval at a board meeting of the first quarter of the new fiscal year. The committee consists of the Treasurer and at least one other Board member. The Treasurer should not hold the chair position on this committee. This committee also recommends a financial specialist to audit when reviews are conducted.
- d. **Conference Planning Committee:** This committee will be responsible for the annual conference. Chairperson(s) will be appointed by the Board.
- e. **Communication Committee:** This committee shall supervise all communication with the membership (e.g. process for emails, letters for renewal, etc.) and the newsletter of the Association. Newsletter Editor(s) shall be appointed by the Board and serve as an ex-officio member (without voting status) of the Board. An Association newsletter shall be published at least three (3) times per year and distributed to the membership. Contact information for the MCDA President would be published in all newsletters. Publication in the newsletter shall constitute official notice of all Association activities including monthly board meetings.
- f. **Professional Development Committee:** Leads professional development initiatives for the membership. These include the Association's RoundTable events, the Mentorship program and other activities promoting professional and personal growth.
- g. **Technology Committee:** The technology committee shall oversee all technology related platforms to include, but not limited to, the mcda.net WordPress site, Association Management Online (AMO) member and event management system, social media outlets (i.e. Facebook, LinkedIn, Twitter), and all web services including hosting services, credit transaction services (gateway and merchant payment services), and domain name registration services. This committee will also oversee all technology service providers to ensure technology platforms are operating according to service level agreements, information exchanged and captured adheres to standard privacy policies, and systems are kept up to date to ensure security as needed. In addition, the committee will work alongside the Executive Committee to provide oversight and direction to an external technological administrative assistant and/or any independent web developers, as well as work in collaboration with, and to support, all other committees. The committee will also recommend and propose new technology services as necessary.
- h. **Diversity and Inclusion Committee:** The role of the Diversity Committee is to make recommendations regarding diversity within the Association. The committee reviews the status of diversity within the organization, recommends methods for enhancing diversity, and advises on how the association can better meet the needs of its diverse membership and its stakeholders.
- i. **Strategic Planning Committee:** A five-year strategic planning document should be updated and crafted every four years outlining the future of the association. The committee will consist of the President, President-elect and at least one Board member and at least one individual from the general membership. Note an outside consultant may facilitate the process.
- j. **Awards Committee:** This committee shall call for nominations for candidates for the current awards given by MCDA. The Awards Committee will meet to discuss and reach a final vote on recipients for these awards and present them to the board for review. The awards will be presented at the annual conference. Each year MCDA will give the following awards if merited:
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Jules Kerlan Outstanding Achievement Award: This award recognizes an individual's lifetime achievement (15 years or more) in the field of career development. Ideal candidates possess the following criteria:

- Committed to career development for at least 15 years in a full-time or similar role
- Provided at least three significant contributions to career development field
- Made significant contribution to or was involved in MCDA at some point in their career
- Must be a current MCDA member

Research Award: This award was eliminated in a Bylaws vote in January 2018. This award honored individuals who have conducted applied research that impacts career development. Nominations included the title of the project, the target population and setting (include funding source, if applicable), a brief description of the research, the significance of the research for the field of career development, and evidence of impact. Research must be of publishable quality, but not necessarily in a refereed journal.

Marty Dockman Merit Award: This award honors individuals or teams who have made a significant difference in the lives of clients or made a significant contribution to MCDA. It may be a one-time achievement or an achievement over time. The nomination should specify accomplishments above and beyond performing the duties of a paid position. The winner must be an MCDA member or one person on the winning team must be an MCDA member.

Sunny Hansen Graduate Student Award: This award honors outstanding graduate students for excellence in projects, service, teaching, and/or research that shows a demonstrable dedication to career development as a current or future career.

Irene Rossman Award: This award honors an individual who has made a significant contribution to MCDA and/or the field of career development. The nomination should specify accomplishment(s) above and beyond the duties of a paid position. Ideal candidates possess the following criteria:

- Have at least 5 years of experience in the career development field in full-time or similar role
- Made a significant contribution or difference in the field; could be through volunteer work
- Must be a current MCDA member

Section 3. Functional Areas. The Board may appoint an individual(s) to serve as the Association Historian, the Legislation/Public Policy Liaison, Administrative Liaison/Partnership Liaison (e.g. NCDA, ATD, CPAD, Special Interest Groups [NCDPA]), and/or Media Relations Representative (in coordination with the Communications Committee).

Section 4. Special Committees. These committees shall be established by the Board and/or Executive Board to carry out such activities to further the objectives of MCDA. The Board shall, each fiscal year at its first meeting, review the charge and function of all such committees and shall make such changes as conditions warrant. An example of special committees would be a Bylaws Review Committee.



**ARTICLE IX
REPRESENTATION IN NATIONAL CAREER DEVELOPMENT ASSOCIATION**

The President (or a member appointed by the Board) shall represent MCDA at the NCDA Delegate Assembly. Attendance at the NCDA annual conference and one annual membership shall be paid by MCDA. Delegate(s) to NCDA events shall be members of MCDA and NCDA.

**ARTICLE X
ANNUAL AUDIT**

Section 1. Annual Audit. The Board will initiate an annual audit of the financial records of MCDA by an external financial specialist. The report shall be reviewed by the Financial Committee and presented to the Board with appropriate recommendations. A full report on the financial condition of MCDA shall be made available to the membership upon written request.

**ARTICLE XI
AMENDMENTS**

Bylaws should be reviewed and audited every five years. Any amendment(s) to the Bylaws may be proposed by the Board or by any five (5) voting members (such as a Bylaws committee) and acted on at a general meeting of the Association or by electronic voting. A three-quarters (3/4) majority of those voting is necessary for passage of such amendments. Notice of such amendments must be presented to the entire membership electronically with a voting ballot. Voting window must be open for fourteen (14) days and results must be published to the membership.

The 2015 Bylaw Committee consisted of and thanks Nancy Fraasch, Susan Larson, Vic Massaglia, Andrea Mayer, and Sally Power.

2018 Bylaw revisions were voted on by the MCDA membership before implementing.