

Christian Counselors of Texas, Inc.

By-Laws

Preamble

*“Where there is no guidance the people fall,
but in abundance of counselors there is victory.”
Proverbs 11:14 (NASB)*

We Believe:

- In God the Father, the Almighty, maker of heaven and earth, of all that is, seen and unseen.
- That the one true God is the Father and the Son and the Holy Spirit, three distinct persons, but of one and the same divine essence, equal in power, equal in eternity and equal in majesty.
- In the divine inspiration, integrity and final authority of the Bible as the Word of God.
- In the unique deity of our Lord Jesus Christ as the one and only son of God the Father.
- In the representative and substitutionary sacrificial death of our Lord Jesus Christ as the necessary atonement for our sins.
- In the presence and power of the Holy Spirit in the work of regeneration and the life of the believer.
- In the resurrection of the crucified body of our Lord and that blessed hope, His personal return.
- In the bodily resurrection of the just and the unjust to be judged by Christ.
- In the value and importance of the local church gathering regularly for corporate worship, the observance of ordinances, edification through the Scriptures, and mutual encouragement and fellowship.

Article I

Name and Purposes

Section 1. Name. The name of the Corporation shall be Christian Counselors of Texas, Incorporated (CCT, Inc.).

Section 2. Purposes. Christian Counselors of Texas, Inc. is a non-profit corporation under Section 501 (C) (3) of the IRS Code, and the general purposes of the Corporation are stated in its Charter. Specifically, CCT, Inc. serves to:

- A. Further the teachings and tenets of the Christian faith and through Christian counseling to support the activities of churches and/or agencies whose purposes are to further the Christian faith.

- B. Investigate and discuss the relationship between the Christian faith and the professional practice of counseling and to instruct and disseminate information regarding these practices.
- C. Incorporate the Christian faith into the daily practice of counseling.
- D. Foster harmony and unity among Christians in counseling and guidance professions regardless of denominational affiliation.
- E. Provide mutual spiritual support and to fellowship and worship together in the Christian faith to honor Christ the Savior.

Article II Membership

Section 1. Requirements For Membership. Membership shall be open to all Christians in the counseling professions who are in harmony with the Statements of Beliefs and Purposes of the Corporation.

- A. **Professional Membership** is open to those who hold any graduate-level Texas licensure that allows them to practice counseling and/or psychotherapy. Professional members shall be the voting membership of the Corporation. All elected officers shall be Professional Members.
- B. **Associate Membership** is open to anyone who desires membership because of his/her pastoral interests or ministry within or to an organized church body, and to others who may be licensed or certified as counselors but who do not hold graduate degrees and credentials, so long as such persons are practicing within the applicable laws of the State.
- C. **Student Membership** is open to those who are in a graduate program in counselor training and who have the signature of their major professor.
- D. **Retired Membership** is open for those members who have reached the retirement age of 65 and who are no longer actively employed in counseling or pastoral positions, but who want to remain as an active member of Christian Counselors of Texas.

Section 2. Procedure. The Board of Directors shall prescribe the forms and procedures to be used in approving applications for membership in accordance with policies established by CCT, Inc.

Section 3. Severance and Suspension. CCT, Inc. has the right and obligation to hold to the highest of professional and Christian standards for its membership. Severance or suspension of members shall be for cause and shall follow procedure.

- A. Failure to pay dues as prescribed by the Corporation shall be understood to be withdrawal from membership. Reinstatement shall be by renewed application and payment of dues.
- B. Severance or suspension of membership may be for cause.
 - a. Cause shall be defined as any action or conduct by a member: a) that brings injury to or affects the reputation of the Corporation; b) which violates the laws of counseling practice in the State of Texas; c) which violates accepted ethics of the Corporation.
 - b. Severance results in loss of all membership privileges. The member may not be reinstated without the recommendation of the Ethics Committee.
 - c. Suspension results in temporary loss of all membership privileges and shall be given when the Ethics Committee asks for time to work with the member.
 - d. During suspension, or upon severance, the member may not use the Corporation name or logo nor display any membership or other placards with the Corporation name or logo, nor make any statements implying membership or affiliation with the Corporation.
- C. Procedure for severance of membership.
 - a. Allegations shall be submitted in writing to the Ethics Committee. The Ethics Committee shall examine the allegations and determine whether to contact the accused member. Sanction by one of the licensing or certification agencies in the State of Texas shall automatically place the member in suspension.
 - b. If the Ethics Committee determines that the member should be contacted, the Committee or one of its members shall meet privately with the member with the goal of reconciliation and restitution of the member in accordance with the Code of Ethics of the Corporation as adopted from American Association of Christian Counselors (AACC).
 - c. If reconciliation and restitution cannot be accomplished, the Ethics Committee shall recommend to the Board of Directors either severance or suspension.
 - d. All proceedings of the Ethics Committee shall be confidential. When the case is presented to the Board of Directors, the Board shall be meeting in closed session with only voting members present.

Article III

Meetings of The Corporation

Section 1. Fiscal Year. The official fiscal year of the Corporation shall extend from July 1 through June 30.

Section 2. Annual Meetings. An annual meeting of the Corporation shall be held at a time and place to be determined by the Board of Directors. This meeting will usually be during the time of the Annual Conference.

- A. Business to be conducted shall be election of officers, By-Laws amendments, and the reading of annual reports of the officers of the Corporation.
- B. An agenda shall be published at the meeting and shall be available to all members.
- C. The financial report of the Corporation for the fiscal year shall be available to all members.

Article IV The Board of Directors

Section 1. Functions of The Board Of Directors. The Board of Directors shall be the agency through which the general administration and executive functions of the Corporation shall be carried out.

- A. **Powers.** Except for those powers specifically reserved for the general membership, it shall conduct, manage, and control the business of the Corporation and shall hold in trust, in the name of the Corporation, all real and tangible property.
- B. **Meetings.** It shall meet annually the Saturday following the second Friday of August each year unless, as a body, it agrees to meet at another time for its annual meeting. Other meetings may be called by the Executive Committee by setting a date and publishing an agenda to all members of the Board.
- C. **Vacancies.** The Board shall have the power to fill vacancies of officers until the next Annual Meeting of the Corporation at which time the office shall be filled by election.

Section 2. Membership of The Board Of Directors. The Voting Members shall be the President, President-Elect, Immediate Past President, Secretary, Secretary-Elect, and Treasurer of the Corporation. Additional Voting Members shall be one Representative from each of the chartered Chapters in the State. Additional Voting Members shall be the Chairpersons of the following Standing Committees: Publications, Ethics, Chapter Development, Inter-organizational Relations, Government and Professional Relations, Spiritual Development, Membership Development, and the Pastoral Liaison Committee. Additional Voting Members shall be the immediate past five Presidents of the Corporation. All members of the Board shall serve without compensation but may be reimbursed for travel when funds for this purpose are budgeted and designated by the Board.

Article V

Officers of The Corporation

Section 1. Officers and Terms of Office. The Officers of the Corporation shall be a President, President-Elect, Immediate Past President, Secretary, Secretary-Elect, and Treasurer. Officers shall be elected at large from among the Professional Members of the Corporation. The President and President-Elect shall serve a term of two years in each office. The Secretary and Secretary-Elect shall serve terms of two years each. The Treasurer shall be appointed by the President and ratified by the Board of Directors and shall serve a term of three years. Except for the Treasurer, officers may not succeed themselves in office. After their terms of office have expired, they may be elected to serve in other offices. Nothing shall prohibit an officer from being elected to the same office after his term has expired and he/she has been out of office for a period equal to the term of office. All Officers shall serve without compensation.

Section 2. President. The President shall be the Chief Executive Officer of the Corporation and Chairperson of the Board of Directors. The President shall appoint the chairpersons and members of all Standing Committees not otherwise specified in these By-Laws. The President shall be an ex-officio member of all committees, both standing and ad hoc. The President shall make an annual report to the Corporation at the annual meeting of the Corporation. The President may appoint a Parliamentarian for all meetings of the Board of Directors and the Corporation.

Section 3. President-Elect. In the absence of the President, the President-Elect shall preside at all meetings of the Board of Directors and the Corporation. The President-Elect shall succeed to the Presidency of the Corporation at the expiration of the term of office. The President-Elect shall be responsible for the arrangements for the annual Business Meeting of the Corporation and for the arrangements for the meetings of the Board of Directors. The President-Elect shall also be responsible for receiving and ranking (based on Executive Committee proposal rankings) the annual conference workshop presentation proposals. The President-Elect shall also notify all presentation applicants regarding the acceptance or denial of their application. In the event the President-elect position is open, the Immediate Past President will fulfill the presentation application responsibilities.

Section 4. Secretary. The Secretary shall record the minutes of the meetings of the Corporation, the Board of Directors, and the Executive Committee and shall publish the same to the membership in a manner directed by the Board. The Secretary shall be responsible for all of the official meeting minutes of the Corporation, including all written reports submitted by committee chairpersons and chapter presidents.

Section 5. Secretary-Elect. The Secretary-Elect shall assist the Secretary in the performance of duties as needed and shall assume the office of Secretary in the event that the Secretary is unable to serve. The Secretary-Elect shall succeed to Secretary of the Corporation at the expiration of the term of office. The Secretary-Elect shall serve as chairperson of the Don Smith Scholarship Program.

Section 6. Treasurer. The Treasurer shall serve as custodian of all Corporate funds and tangible property. The Treasurer shall deposit all funds of the Corporation into such bank or banks as the

Board of Directors may direct. The Treasurer shall have the authority to sign checks and drafts on behalf of the Corporation for the payment of debts authorized by the Board of Directors or the Executive Committee as appropriate. The Treasurer shall also maintain a separate fund for all monies donated to the Don Smith Scholarship Program. These scholarship donations may only be used for the intended purpose of the donation.

Section 7. Immediate Past President. The Immediate Past President shall serve as Chairperson of the Nominations and Elections Committee and perform other such duties as designated by the Board of Directors. The Immediate Past President shall also be responsible for taking all phone calls on the CCT phone.

Section 8. Executive Committee. The Officers of the Corporation shall collectively make up the Executive Committee and shall have the authority to act on matters of business for the Corporation at times between the meetings of the Board of Directors and/or the general membership. Such matters shall be limited to those things not reserved to the Board of Directors or for the general membership by these By-Laws.

- A. Quorum. The minimum persons for conducting business by the Executive Committee shall be the President, Secretary, Treasurer and one of the following: President-Elect, Immediate Past President, Secretary-Elect.
- B. Documentation. Meetings may be either in person or by electronic means providing all members of the Executive Committee are notified ahead of time and that documentation is made of the proceedings. The Secretary shall record minutes for all meetings of the Executive Committee including electronic meetings.
- C. Budget. The Executive Committee shall annually make up the budget for the Corporation and shall present the budget to the Board of Directors for adoption at the earliest meeting preceding the close of the fiscal year.
- D. Method for Payment and Accounting. The Executive Committee shall prescribe methods and procedures for authorizing the expenditure of and the accounting for all debt of the Corporation.
- E. Transferring Funds. The Executive Committee shall have the authority to move money from one fund to another at any meeting of the Committee.
- F. Contracts and Employees. The Executive Committee shall examine all contractual agreements and shall approve the employment of any persons to be paid with Corporation funds.
- G. Reports. The Secretary shall make the reports of the Executive Committee meetings available to any member upon request.

- H. Don Smith Scholarship Program. The Executive Committee shall have the authority to approve scholarship applicants and disburse the funds to the selected recipients. See Article XII.

Article VI Standing Committees

Section 1. General Provisions. All Chairpersons of Standing Committees shall be Professional Members of the Corporation. Chairpersons shall be appointed by the President and approved by the Board of Directors for a term of one year. Continuing appointments may be made by a sitting President with the approval of the President-Elect.

Section 2. Functions of Standing Committees.

- A. **Nominations and Elections Committee** shall be responsible for carrying out nominations and election procedures in accordance with these By-Laws. The committee shall also be responsible for interviewing each potential candidate and evaluating according to prior service, qualifications, and commitment to the organization of CCTX, Inc. The Immediate Past President shall serve as Chairperson of this Committee. Two additional members shall be appointed by the President from among the Past Presidents of the Corporation.
- B. **Publications Committee** shall be responsible for and approve all publications of the Corporation.
- a. A Newsletter shall be published which shall promote communication among the membership in keeping with the purposes of the Corporation. The Newsletter Editor shall be Chairperson of this Committee.
 - b. The Publications Committee shall be responsible for creating and mailing (USPS) the annual conference brochure as well as creating and sending conference marketing emails.
 - c. The Committee shall also be responsible for producing the notebook for the annual conference.
 - d. The Committee shall also be responsible for oversight and maintaining of any organizational social media.
- C. **Ethics Committee** shall continually evaluate the needs of the Corporation concerning standards of ethics appropriate to professional Christian counseling.
- a. The Ethics Committee will investigate any reports of unethical conduct among CCT, Inc. members and will recommend to the Executive Committee appropriate discipline, including suspension or severance of membership as appropriate. The Committee will maintain loving and concerned liaison with any member who has been disciplined and will attempt to bring about actions for repentance,

forgiveness, and restoration to the membership.

- b. The Ethics Committee will provide confidential consultation to Christian Counselors of Texas, Inc. as an organization and/or to individual members and churches who may be confronting ethical dilemmas and who want guidance. The consultation provided shall primarily be in helping to think through a situation, without assuming responsibility for the case.
 - c. The Ethics Committee will monitor the various state professional licensing organizations and the ethical guidelines of the American Association of Christian Counselors (AACC) for rule changes that affect the counseling profession and report to the organization such rule changes.
 - d. If the Ethics Committee determines that the member should be contacted, the Committee or one of its members shall meet privately with the member with the goal of reconciliation and restitution of the member in accordance with the Code of Ethics of the Corporation as adopted from the American Association of Christian Counselors (AACC).
- D. **Annual Conference Committee** shall be responsible for the planning and implementation of the Annual Conference. The President shall be the Chairperson of this Committee which includes all conference coordinators.
- E. **Chapter Development Committee.** The Committee members shall be made up from among the officers of the Chapters. This Committee will make plans for development, coordination and maintenance of Chapters. It will advise the Board of Directors of Chapter needs, and present new Chapters to the Board for approval.
- F. **Inter-organizational Relations Committee.** The Committee will function to maintain positive relationships with other professional organizations such as AACC and TCA. It will advise the Board as to professional developments in the State and Nation.
- G. **Governmental Professional Relations Committee.** The Chairperson of this Committee will be the official liaison between CCT, Inc. and the State licensing and certification agencies for counselors. It will maintain contact with appropriate governmental agencies, licensing boards, and certification boards. It will keep CCT, Inc. current in CE approvals and advise the Board relating to legal developments in licensing and certification legislation. This chairperson will also serve as the CE coordinator for the annual conference.
- H. **Membership Development Committee.** The Committee will advise the Board on ways to develop membership campaigns. The Committee shall be responsible for issuing membership certificates.
- I. **Spiritual Development Committee.** This Committee shall be responsible for ongoing prayer, spiritual development for the Corporation and its officers, provide for worship

and prayer services at meetings of the Corporation, the Annual Conference, and for meetings of the Board.

- J. **Don Smith Scholarship Program Committee.** This committee will be responsible for the administration of the scholarship program. The committee will be comprised of at least three people who are appointed. The Secretary-Elect will be the committee chairperson. These duties include the following:
- a. Advertising the scholarship program to Texas universities.
 - b. Accepting and initially evaluating applications.
 - c. Making recommendations of applicants to the Executive Committee.

Section 3. Special Committees. Ad hoc committees may be appointed by the President for special purposes as determined by the Board. Such committees shall not continue for more than two years unless otherwise specified in the motions establishing them.

Article VII Election of Officers

Section 1. Nominees. The Nominations and Elections Committee shall conduct a nominations process with the membership and prepare from these nominations an official slate of nominees for expiring terms of office. The Committee shall take into consideration the individual's qualifications for office and the nominee's consent.

Section 2. Presentation of The Slate. The slate of nominees prepared by the committee shall be presented to the membership for voting by raising a hand for consensus and acclamation or if needed, by written ballot during the Annual Meeting of the membership. Officers shall be elected by a simple majority of those voting.

Section 3. Assumption of Duties. The officers so elected shall assume the duties of their offices on March 1, following their election.

Section 4. Vacancies in Unexpired Terms. In the event of a vacancy in the offices of President or Secretary, the President-Elect or Secretary-Elect shall succeed to the unexpired term and continue through the unexpired term and the regular term for which they were elected. In the event of a vacancy in the offices of President-Elect or Secretary-Elect, the Board shall have the power to fill the vacancy until the next regular meeting of the membership at which time an election will be held. The persons appointed may be placed in nomination for their offices. The completion of an unexpired term shall not affect the provisions of ARTICLE V, SECTION 1, regarding reelection to office.

Article VIII Finances

Section 1. Dues. Regular members of the Corporation shall be assessed in the amount set by the Board of Directors. Dues shall be payable upon the receipt of a dues statement.

Section 2. Budget. The Executive Committee shall prepare and present a budget to the Board for adoption at the time designated by the Board. The Board shall have the power to adopt the budget and to amend the budget when necessary. The Executive Committee shall have authority to move money from one fund to another to maintain balance in budget expenditures.

Section 3. Expenditures. All expenditures shall be budgeted expenditures. Individuals responsible for expenditures shall submit purchase orders provided by the Treasurer. Upon approval of the President, the purchase orders shall be paid.

Section 4. Debt. No member of the Corporation shall cause to be made, in the name of the Corporation, any debt or contract without proper authorization of the Board.

Section 5. Purchases and Contracts. All purchases of depreciable equipment or of real property, whether budgeted or not, when the cost is over \$1,000, shall require the approval of the Board. All contracts for equipment must be approved by the Board with recommendation of the Executive Committee.

Article IX Conduct Of Business

Section 1. Quorum.

- A. A quorum for conducting business at a scheduled business meeting of the Corporation shall be all of the Professional Members in good standing who are present for the meeting.
- B. A quorum for conducting business by the Board of Directors will be constituted as those present for any officially called meeting of the Board of CCT, Inc. A minimum of five voting Board members must be present in order to conduct business. When necessary, a vote may be taken by electronic means.

Article X By-Laws

Section 1. Adoption. These By-Laws shall become effective after adoption by the membership, at the beginning of the terms of offices of the officers, immediately after the election.

Section 2. Amendments. Amendments to these By-Laws may be made at an annual meeting of the Corporation by a two-thirds affirmative vote of the professional membership present and in good standing. Proposals to amend must be submitted in writing to the President of the Corporation 30 days before a vote is taken.

Section 3. Emergency Amendments. Emergency amendments may be submitted to the professional membership by the Board of Directors for a written vote. Twenty days after notification of the proposed amendment to the professional membership, the polls shall be closed and the votes counted by the Board. If passed by a two-thirds majority of the voting professional membership, the amendment shall go into effect.

Article XI Regional Chapters

Section 1. Criteria for Establishing Chapters. Regional Chapters of the Corporation may be formed under the following conditions.

- A. There shall be no fewer than ten professional members of CCT, Inc. in the initial membership of the Chapter. If ten professional members or more wish to establish a Chapter, they shall petition the Chapter Coordinator who shall present it to the Chapter Development Committee for study. The Committee, when satisfied that the Chapter can sustain itself, shall present the petition to the Board of Directors who shall vote on approval and if approved issue a charter.
- B. Dues shall be established by the Christian Counselors of Texas, Inc. Board of Directors. Twenty percent of the dues of each member shall be designated for Regional Chapter use in an amount to be determined by the Regional Chapter officers. This transfer of funds will be made within 90 days of receipt of membership dues.
- C. All Chapter members shall be members of CCT, Inc.
- D. The Chapter shall adhere to the State By-Laws as established by CCT, Inc. and shall incorporate the same Statements of Beliefs and Purposes as CCT, Inc.

Section 2. Non-Profit Status. As an affiliate of CCT, Inc., each Chapter shall be covered by the non-profit status of the parent organization.

Section 3. Reports. Each Chapter shall also file with the CCT, Inc. Executive Committee an Annual Report showing its meetings, activities, membership and officers. The Chapter President shall supervise the filing of these records and reports.

Section 4. Forfeiture of Active Chapter Status. At any time that a Chapter fails to meet the requirements as stated above, the CCT, Inc. Executive Committee shall contact the Chapter President who shall meet with the Chapter officers to resolve the problem. Upon recommendation of the Chapter President, the Board of Directors of CCT, Inc. may take action including, but not limited to, changing the Chapter status to inactive.

Section 5. Meetings. Chapters will determine their own frequency of meetings; however, they shall conduct one annual business meeting during the fiscal year.

Section 6. Name and Logo. Each Chapter will incorporate the phrase “Christian Counselors of Texas” in its name. Names will follow a form such as _Austin Chapter_____ of Christian Counselors of Texas. Each Chapter must use the CCT, Inc. logo and will be assigned an official Chapter designation.

Article XII

Don Smith Scholarship

Section 1. Purposes. The purposes of the Scholarship shall be to provide a limited number of graduate scholarships to CCT members who are graduate level students seeking professional credentials in counseling, research grants for basic studies in counseling and the Christian life, and for the development of applications of research to practice.

Section 2. Process and Accountability. The Don Smith Scholarship Committee shall be responsible for implementing this program. See Article VI; Section 2; Item K.

Section 3. Financial Responsibility. As set forth by Treasurer in Article V; Section 6; and the Executive Committee in Article V; Section 8; Item H.

Adopted by the Membership of CCT, Inc. at the Annual Business Meeting February 17, 2017.