



## Governing Board Meeting Minutes

The University of Arizona  
Phoenix Office of Admissions  
714 E. Van Buren St. Bldg. #4, Room 115  
Phoenix, AZ 85006-3364

**Saturday, October 27, 2012**  
**10:00 am – Noon**

Call to Order – 11am

Roll Call/Establish Quorum

Approval of Agenda

**Governance Process Policies**—Review all policies—Review policies “going forward” as they relate to the AzSCA 2012-13 year. To conduct this segment, individual members will highlight what “speaks” to them in each of the Governance Policies.

- ASCA Governing Style
- Ground Rules for Meetings
- Board Member Roles and Resolutions
- Board Dispute Resolution Process
- Board Member’s Code of Conduct

### **EXECUTIVE COMMITTEE REPORTS:**

#### **President’s Report, Angela Robinson**

- Appointment of Sergeant of Arms-Thom Hughart
- Appointment of Treasurer
  - Motion to appoint Michelle Powers as Treasurer for remainder of 2012-2013 made by Mary Cay Funk. Seconded by Thom Hughart. Motion carried.
  - Policy changes: Review monthly bank statements, American express statements, communicate regularly with Business manager including prior to each board meeting. Also other duties normally conducted by Treasurer.
  - Motion to accept job description of Treasurer, Motion made by Jaime Gosling as proposed. Jeanette Gallus seconded. Motion carried.
- Timberlake and on-line registration-Jim Taylor reported that Timberlake is experiencing a lot of technical issues relating to online membership registrations. April will come with preliminary recommendations for alternative website management systems at the January board meeting.
- Research Journal mailings issues? Angela reported that it appeared the same journal was sent to the membership twice. After some research it was

concluded it was the same cover, one newsletter was printed single sided. Future publications will be printed double-sided and perhaps the need to change the cover of the journal will prevent members from mistakenly thinking it was the same publication.

- WSM report-Angela reported on her meeting at Western States Meeting held CA. See attached written report provided by Angela Robinson.
- April – registration for Breakfast Committee attendees-April reported that she needs additional data to see if AzSCA can afford to provide the necessary administrative support for the Breakfast Committee. If not, at a minimum, a form will be created online with the data being directed to the appropriate volunteer coordinator for registration.
- Kat Pastor and Mindy Willard were recognized for their recognition on a national ASCA level.
- Speranta Klees with Professional Recognition announced that the applications for candidates for Counselor of the Year have been narrowed down to 6 candidates. Also looking for Advocate of the Year and Supervisor of the Year award. A new award, Distinguished Service Award will be new of which only the board will nominate for. This award will go to Judy Bowers.
  - Motion to add Distinguished Service Award to be as recommended by the Board as often as determined (does not have to be yearly) to the policies and procedures manual. Motion made by Jeanette Gallus. Seconded by Thom Hughart. Motion carried.
- Angela would like to discuss changing the model of our board of directors to a nine member board in place of our existing model.
- Jill Zitt accompanying Mindy to Washington DC – ASCA will be paying travel for the nominee (Mindy), her principle and a representative of local association. Jill originally nominated Mindy and Angela has requested that Jill accompany her.
  - Motion made to allow the Nominee for national school counselor of the year has the ability to select his/her AzSCA representative. The representative must be a AzSCA member. Motion made by Mindy Willard. Seconded by Kat Pastor. Motion carried.

#### **President Elect Report – Jeanette Gallus**

- LDI 2013 – LDI and first board meeting to be held together in August. October will be an online meeting. Board meeting will also be held day before the Spring Conference.

#### **President Elect-Elect Report, Mindy Willard – No report**

#### **Past President Report, Melissa Beverly (not in attendance)**

**Elementary VP Report, Mary Cay Funk** – Elementary school counselors still not being recognized as should be. Grant funding is helpful in seeing school counselors in the elementary school system.

### **Middle School VP Report, Jaimie Gosling**

- Mindy- AzSCA representative accompanying her to Washington DC

**High School VP Report, Thom Hughart** Kay Schreiber, Career Technical Education in AZ will represent AzSCA at their board meetings.

### **Post-Secondary VP Report , Tabitha Tebo**

### **FINANCIAL REPORT: April Becerra**

- Review YTD Financial Reports
- Discuss budgetary issues (shortfalls, adjustments, etc.)
  - Lodging for board members is growing and is concerning.
  - Motion to modify the statutory agent from David Dietz to April Becerra. Motion made by Thom Hughart. Seconded by Michelle Powers. Motion carried.
  - Motion made to open account with Morgan Stanley with Angela Robinson, Jeanette Gallus and April Becerra signing the Application to open account. Motioned by Roxanne Taylor and seconded by Jaime Gosling. Motion carried.

### **COMMITTEES REPORTS**

#### **Advocacy/Government Relations Committee, Lynda Robinson, Ed.D. (not in attendance)**

- Senator Bradley to be speaker for AzSCA Conference
- Day on the Hill update- Feb. 12, 2013

#### **Communications Committee, Meg Hughart, Cairsten Beanland**

- Felipe- social media – this position will serve as liaison to committee chairs when they need any support in posting to Facebook or Twitter. Chairs will do the postings and he will review and/or edit them as necessary. Actual content and posting will however come from social medial coordinator.

#### **Membership Committee, Jim and Roxanne Taylor**

- Report out on numbers of members- Roxanne will send numbers.

#### **College Relations Committee, Brooke Siefert, Kat Pastor**

- College nights – Anne Lassen reported on the Fall Tour activities and the desire to drastically modify or cease this activity all together. Before this is acted upon, Anne, Kat, Angela, Jeanette and April will be meeting with all of the CRC members to get their feedback, ideas, suggestions and overall opinion of changing this activity. Proposed meeting date is November 15<sup>th</sup>

**Professional Development Committee, Belinda Stevens (not in attendance)  
Research Committee, Pat Young or Judy Bowers**

- Only 2 submissions for journal articles have been received. We may end up posting these online in lieu of a printed journal if we cannot get more participation.

[It was discussed we put the articles into the AzSCA newsletter or have one AzSCA Newsletter to include Research Articles, rather than a journal until such time as the articles are more prevalent.](#)

**Advocacy Breakfast Committee, Anna Cicero &/or Anita Vadis**

- Kay Schreiber and Break Out session following Breakfast Feb. 15, 2013

**Spring Conference Committee, Kat Pastor**

- Kat provided the board with an update on facility space and logistics. How much space is needed for posters, and also to notify the board that each table the hotel puts up will charge you per table.
- Also requesting that board meetings try to have their conference expenses paid for by their school instead of assuming that AzSCA will be paying for it. The conference will already have 2 additional meals provided to conference participants so there is only one meal that will be an “on your own”.
- 4 keynotes and 2 featured speakers.
- Early bird date protocol has changed in that the counselor MUST register online by that date (no PO is required). PO can come later. Also, there will be no single day registration early bird option.
- Discuss need for volunteers/committee members

**Good of the Order/Meeting Review (discussion only)**

- Suggestions on how to streamline the process of committee reports were discussed.

**Adjournment**

**Motion made by Jaime Gosling to adjournment meeting. Mindy Willard seconded. Motion carried.**

# Governance Process Policies

Board members are asked to discuss the following issues related to Governance Process Policies

- AzSCA Governing Style
- Ground Rules for Meeting
- Board Member Roles and Responsibilities
- Board Dispute Resolution Process
- Board Members' Code of Conduct

Each topic is described in detail on the following pages.

## GOVERNANCE PROCESS POLICIES

The purpose of the Board, on behalf of stakeholders, is to see to it that the Arizona School Counselor Association (1) achieves what it should and (2) avoids unacceptable actions and situations.

### Governing Style

The Board shall govern with an emphasis on (1) outward vision rather than internal preoccupation, (2) encouragement of diversity in viewpoints, (3) strategic leadership more than administrative detail, (4) collective rather than individual decisions, (5) future rather than past or present, and (6) proactively rather than reactivity.

1. The Board shall cultivate a sense of group responsibility. The Board, shall be responsible for excellence in governing. The Board shall be the initiator of policy, not merely a reactor to staff initiatives. The Board shall use the expertise of individual members to enhance the ability of the Board as a body rather than to substitute individual judgments for the Board's values. The Board shall allow no officer, individual, or committee of the Board to hinder or be an excuse for not fulfilling Board commitments.
2. The Board shall direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives about ends to be achieved and means to be avoided. The Board's major policy focus shall be on the intended long-term effects outside the organization, not on the administrative or programmatic means of attaining those effects.
3. The Board shall enforce upon itself whatever discipline is needed to govern with excellence. Discipline shall apply to matters such as attendees, preparation, policy-making principles, respect of roles, and ensuring continuance of governance capability. Continual Board development shall include orientation of new Board members in the Board's governance process and periodic Board discussion of process improvement.
4. The Board shall monitor and discuss the Board's process and performance at each meeting. Self-monitoring shall include comparison of Board activity and discipline to policies in the Governance Policies.

## **Action Requested**

Board members are asked to review the Governing Style policies to ensure that all members understand the principles.

## **Ground Rules for Board Meetings**

Governing Board Members shall abide to the following rules during Board Meetings:

1. Focus on ends policies.
2. Stay open to input and new ideas; be willing to move your position.
3. Agree on what important words mean and ask for clarification.
4. Challenge assumptions and preconceived notions; encourage the expression of dissent at Board meetings.
5. Listen in order to understand.
6. Bring disagreements to the meeting.
7. Base decisions on parameters that include monitoring data, the Ends Policies and other relevant data.
8. Treat other Board members with respect, courtesy, fairness and good faith.
9. Be brief, no war stories, don't repeat.
10. Focus on *what* is right, not *who* is right.
11. Respect confidentiality of Board meeting discussions, with exceptions agreed upon by the Board.
12. Respect confidentiality of Board decisions until those decisions are formally adopted by the Board, with exceptions agreed upon by the Board.
13. Limit discussions of Board business to the Board room.

## **Action Requested**

Board members are asked to review the ground rules for Meetings.

## **Board Member Roles and Responsibilities**

In addition to specific duties of each Board position delineated in the Governance Process Policies, general roles and responsibilities for all Board members were also developed. The following are the current roles and responsibilities of Board Members:

### **BOARD MEMBER ROLES**

- Speak with one vision, one voice
- Ensure we do not lose focus of our mission – to support school counselors
- Give back to AzSCA
- Help future generations of school counselors
- Provide direction to the Association & its leadership
- Bring issues from constituents
- Be knowledgeable about AzSCA's bylaws, policies and board decisions and communicate, clarify and support them to the membership

- Support the continuous improvement of the Association
- Be prepared for meetings
- Advocate for the profession and the Association
- Identify and encourage future leaders

### **Action Requested**

Board members are asked to clarify the roles and responsibilities of Board Members

### **Board Dispute Resolution Process**

The Board is responsible for holding itself accountable for its actions, including actions taken by individuals that may undermine the efforts of the organization, the Board or other individuals. The Board shall use the following process to resolve disputes. A Board member who perceives a problem or concern shall discuss it privately with the individual(s) involved. When a Board member is approached with a problem regarding another Board member, he/she should redirect the conflict to the person involved.

If a private discussion does not yield satisfactory results, an attempt shall be made to secure a mutually agreed-upon Board member(s) to serve as mediators(s)

If the issue is not resolved through mediation, the matter shall be brought before the whole Board and should not be discussed with others.

If an issue is brought to the Board, the disputants shall provide a written explanation that addresses:

- Problem, issue or concern in question
- Behavior by an individual or group of Board members that exhibited the problem or issue
- Consequence of the behavior
- Impact on the organization and to the Board, specifically, does it hurt the organization, does it hinder the effectiveness of the Board or is it a personal issue outside the bounds of the Board.

The Board shall

- Review written explanations
- Offer the disputants an opportunity to state what they are willing to do to resolve the problem
- Make/offer suggestions for possible resolution to problem
- Give disputants further opportunity to resolve the problem.

If a resolution still cannot be reached, the Board shall collectively agree on a course of action to address the problem, issue or concern, using the FRISK model.

Fact: State the facts of the action or event that occurred.

Rule: State the rule or policy that the action or event violated.

Impact: State the impact of the action or event on the Association.

Suggestion: Suggest ways that the person should act to avoid or handle similar issues or situations in the future.

Knowledge: Provide any knowledge, assistance or training the person may need to carry out the suggestions.

After an issue has been resolved, the Board shall collectively agree on measures to prevent the problems from recurring in the future or a course of action to address the problem if it recurs.

The Board shall ensure that due process is afforded to all parties throughout dispute resolution proceedings. The Board shall handle/address disputes in Executive Session.

### **Action Requested**

Board Members are asked to review the Board Dispute Resolution Process.

### **Board Members' Code of Conduct**

Policy Governance recommends policies that the Board may use to exercise the discipline necessary regarding the conduct of individual Board members. The following is the current Board Code of Conduct:

#### **BOARD CODE OF CONDUCT**

- Treat each other with respect, courtesy, fairness and good faith
- Focus on the ends
- Stay open to input and new ideas; be willing to change your position
- Challenge assumptions and preconceived notions; encourage the expression of dissent at meetings
- Listen in order to understand
- Bring any disagreements to the meeting
- Be brief, no war stories; don't repeat
- Focus on what is right, not who is right
- Base decisions on parameters that include relevant data and the goals of the organization
- Respect confidentiality of Board meeting discussions, with exceptions agreed upon by the Board
- Respect confidentiality of Board discussions until resulting decisions are formally adopted by the Board.
- Limit discussions of Board business to the Board Room

### **Action Requested**

Board members are asked to review the Board Code of Conduct.

## **ENDS POLICIES**

## MISSION STATEMENT

*The mission of AzSCA Inc, is to foster professionalism by leading, advocating, and collaborating for Arizona school counselors and the students they serve.*

## VISION STATEMENT

*The Arizona School Counselor Association Inc, supports school counselors through professional development, resources, and advocacy at the state and national level. We empower school counselors to lead systemic change by delivering to all students a comprehensive competency based program, aligned with state standards for academic, personal/social, and career development.*

### **Article I**

Provide opportunities for professional development and keep professional school counselors abreast of current school counseling best practices, data and research.

### **Article II**

Provide relevant partnerships and strategies for school counselor advocacy that clarify and enhance the professional school counselors' role, skill level and professionalism.

### **Article III**

Collaborate with state and National leaders to establish legislative policy that supports the framework for comprehensive school counseling programs.

### **Article IV**

Proliferate research in the area of school counseling by fostering partnerships with university professors, national counseling research centers and practicing school counselors to show evidence-based practices in the counseling profession.

### **Action Requested**

Board members are asked to develop the 2011-2012 work plan by:

Adding items that have been accomplished or initiated

Modifying existing items