



Bylaws Comparison: ISCA (2022) vs. INSCA (2025)

INSCA Bylaws 2025 - FINAL

Article / Topic	2022 ISCA Bylaws	2025 INSCA Bylaws	Key Shift
Name & Purpose	Encourages, enhances, and promotes work of school counselors. Lists 8 specific purposes (program development, research, advocacy, PD, ethics, collaboration).	Concise statement: make a measurable difference in professional practice & leadership of school counselors so Indiana students benefit from equitable, comprehensive counseling programs.	From detailed, activity-based mission to streamlined outcomes focus.
Membership Types	Four types: Professional, Emeritus, Student, Affiliate.	Same four categories.	No substantive change.
Membership Rights	Professionals, Emeritus, Students can vote. Affiliates cannot vote or hold office.	Same rules.	No change.
Board / Directors	9 elected Directors. Board Chair + Assistant Chair chosen internally. Executive Director & Treasurer attend as non-voting.	3–9 Directors elected. Pure governance board. No Executive Director/Treasurer roles listed. Board governs through policy.	Shift to policy governance, removing staff roles from bylaws.
Terms	3-year terms, max 2 terms (6 years).	3-year terms, max 2 terms (6 years).	Same limits.



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Officers	Chair + Assistant Chair. Duties loosely defined. Exec Director manages records.	Officers: Chair, Secretary, Treasurer. All are Board members. Duties defined in bylaws.	More formalized, ED removed.
Committees	Standing committees: Membership, Conference, Advocacy, PD, Awards, Emerging Leaders, Ethics. Special committees allowed.	Adds that Board members can establish special committees in addition to member-driven committees. Must have 2+ Board members. No standing committees listed.	Gives the Board flexibility to create committees that support the Board in its governance responsibilities.
Meetings	Annual membership meeting required. Board meets at least once/year. Robert's Rules of Order required.	Annual membership meeting required (30-day notice). Board meets at least once/year. Rules of order at Board discretion.	More flexible, less tied to Robert's Rules.
Fiscal & Dissolution	Dissolution: assets go to similar nonprofit (501(c)(3)).	Dissolution: assets to 501(c)(3) or government. Explicitly prohibits benefit to individuals.	Mostly consistent; slightly clarified.



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Indemnification	Detailed process: legal standards, counsel, findings of good faith.	Blanket statement: indemnify directors/officers/employees/agents to fullest extent by law.	Simplified; broader protection.
Amendments	Proposed by Board or 25 members. Circulated 30–60 days in advance. Voted on by membership at annual meeting.	Bylaws can be adopted/amended/repealed by majority vote of the Board, if included in meeting notice.	Shift in governance: The authority to amend bylaws now rests with the Board instead of the membership.
Parliamentary Authority	Robert's Rules of Order required.	Rules of order set by the Board.	Flexibility over formality.

What This Means for Members

- Membership rights (voting, holding office) remain the same.
- The Board now holds more authority:
 - Decides on committees.
 - Controls amendment process.
 - Sets meeting procedures.
- The bylaws are shorter, clearer, and designed for flexibility.

IN SUMMARY: The new bylaws shift INSCA from a *member-driven, committee-heavy structure* (2022) to a *Board-driven, governance-focused model* (2025).