

# The New York State Psychological Association

## Bylaws

### **ARTICLE I. NAME AND PURPOSE**

§1. The name of this Association, incorporated under the laws of the State of New York, shall be The New York State Psychological Association, Inc. (“NYSPA” or “the Association”).

§2. The mission of the New York State Psychological Association is to advance the science and practice of psychology as means of promoting human welfare. NYSPA is affiliated with the American Psychological Association.

### **ARTICLE II. MEMBERSHIP**

§1. The Association shall consist of five classes of membership: FELLOWS, MEMBERS, ASSOCIATES, STUDENT AFFILIATES, and PROFESSIONAL AFFILIATES. Except as limited below or by licensing requirements, the full rights and benefits of membership shall be available to each class.

§2. The Council of Representatives (see Article III) may admit to the appropriate class of membership persons who have met the educational requirements (described below) at a regionally accredited university or college program as well as any other requirements specified. Members are expected to subscribe to the purposes of the Association, maintain ethical standards of professional conduct as set forth by the American Psychological Association, and abide by all applicable federal, state and other laws that regulate the profession or practice of psychology.

§3. FELLOW status may be granted to MEMBERS in good standing who have satisfactorily completed at least one term as President, Treasurer, or Secretary of the Association, NYSPA Council Representative, Parliamentarian, or APA Council Representative from NYSPA, OR who have received any NYSPA-wide award.

§4. MEMBERS – Full MEMBERship may be granted to those who possess a doctoral degree in psychology or an equivalent program.

§5. ASSOCIATE membership may be granted to those who have completed at least two (2) years of full-time graduate study in psychology or who possess a master's degree in psychology. ASSOCIATE members shall not vote or hold office.

§6. STUDENT AFFILIATES of the Association shall be persons whose enrollment and matriculation are attested to by proof of current registration in a graduate psychology program, in a post-doctoral re-specialization program, or in a college or university as undergraduate psychology major. STUDENT AFFILIATES shall not vote in NYSPA-wide elections or hold a NYSPA-wide office.

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\*See Rules of Council for further information

§7. PROFESSIONAL AFFILIATE status in the Association may be granted to persons whom Council deems to have a professional relationship to psychology. PROFESSIONAL AFFILIATES are not eligible for any other class of membership and shall not vote or hold office.

§8. In exceptional cases, by a two-thirds vote of the Council, the status of FELLOW, MEMBER, ASSOCIATE, or PROFESSIONAL AFFILIATE may be granted to persons not possessing the qualifications stated above.

§9. Except as noted in §10, members may voluntarily resign from the Association by giving written notice. NYSPA may terminate membership for non-payment of dues, conviction of a felony, revocation or suspension of the member's license to practice in New York State, behavior seriously inimical to the mission of the Association, or for violations of professional ethics.

§10. After due notification, non-payment of dues for a period of three (3) months shall automatically constitute resignation from the Association, except if the member's status is under review for other reasons as noted in §9.

§11. Any former member may apply for readmission to the Association in the membership status previously held, with the approval of the Membership Committee and Council of Representatives.

§12. Upon written request by any member experiencing financial hardship, the President, in consultation with the Treasurer, may waive that member's dues for the current year.

### **ARTICLE III. THE STRUCTURE OF THE ASSOCIATION**

The organizational structure of the Association shall include:

- A. A Council of Representatives.
- B. The Executive Board of the Council of Representatives.
- C. Divisions, representing the special interests of the membership.
- D. Affiliated Regional Associations within the State.
- E. Committees and Task Forces.
- F. Special Interest Groups and the New York State Psychological Association of Graduate Students (NYSPAGS).
- G. General Membership.

### **ARTICLE IV. COUNCIL OF REPRESENTATIVES**

§1. The Council of Representatives shall be the policy-setting body of the Association and shall have full power and authority over the affairs and funds of the Association within the limitations set by the Certificate of Incorporation and these Bylaws.

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\*See Rules of Council for further information

§2. All meetings of Council require a quorum which consists of at least fifty-one percent (51%) of Council Members. For a motion to be approved, it must have majority support of those voting for or against the motion, unless otherwise specified by these Bylaws or by Keeseey's *Modern Parliamentary Procedure*. Meetings and voting may be conducted electronically.

§3. The Council consists of the Executive Board, the representatives of NYSPA Divisions and Regional Associations, a representative of NYSPAGS, and the Past-Past-President.

§4. The Executive Board consists of the President, President-Elect, the Past-President, Secretary, Treasurer, APA Council Representative(s), two (2) Members-at-Large, and the Parliamentarian.

§5. The Executive Director, Director of Professional Affairs, and the Parliamentarian shall play advisory roles and shall not vote.

§6. The Executive Board of Council shall serve as the administrative arm of the Association and as the policy arm between meetings of Council. The Executive Board shall function in accordance with policy established by Council.

§7. Terms of office for Division and Regional representatives of Council shall be three (3) years. No Council Representative may serve on Council more than six (6) consecutive years. A minimum of two (2) years must pass before a Representative may again serve as a Council Representative from any Division or Region. The two (2) year hiatus does not apply if a Representative becomes an officer of the Association (President, President-Elect, Past-President, Secretary, or Treasurer) or NYSPA's Representative to APA Council, and any of these persons may, upon completion of his/her term(s), resume service as a Council Representative for one term before the required hiatus. A Council Representative filling another person's uncompleted term is not barred from holding elected office on completion of the substitute term unless the new term would extend beyond the six year maximum.

§8. The term of office shall be one (1) year for the NYSPAGS representative, who may be re-elected or re-appointed by NYSPAGS for one (1) additional term only.

§9. Council shall elect two (2) of its members to serve at-large on the Executive Board in two (2) year staggered terms. Eligible candidates include all Representatives except those entering their 6<sup>th</sup> year in office. One of the Members-at-Large shall be chosen specifically to enhance the representative nature of the Executive Board by virtue of multicultural diversity, geographic location, gender, or age. The election will take place at the final Council of Representatives meeting each year. If there is no viable candidate at that time, Council may vote at the first meeting of the following year. If a Member-at-Large vacates the position, Council shall elect a new Member-at-Large to fill the remainder of the term.

§10. The Representative(s) to the APA Council shall serve on the Executive Board for

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\*See Rules of Council for further information

the duration of the APA term of office.

§11. Council shall establish an annual meeting schedule of no fewer than four times per year. Additional meetings may be called by the President or by written request to the President of one-third of the members of Council.

§12. Council shall have the right to discipline any member, including removing that person from office, for malfeasance, gross negligence and/or serious violation of these Bylaws.\*

§13. Selection of an Executive Director or Director of Professional Affairs shall require a two-thirds (2/3) vote of Council.

§14: If a Council member cannot attend a meeting, the Council shall seat one alternate for that meeting. The Council ballot sent to division members shall include candidates for leadership positions as well as the position of Representative to NYSPA Council and candidates for two alternate Representatives, one of whom will represent the Division at NYSPA meetings if the duly elected Council Representative is unable to attend. The Council ballot sent to Regional Associations shall include candidates for the position of Representative to NYSPA Council and candidates for two alternate Representatives, one of whom will represent the Regional Association at NYSPA meetings if the duly elected Council Representative is unable to attend. Notice should be given in writing to Central office as far in advance as is possible.

#### **ARTICLE V. ELECTED OFFICERS**

§1. The elected officers of the Association shall be the President, President-Elect, Past-President, Secretary, and Treasurer.

§2. The terms of office shall be one (1) year each for the President, the President-Elect, and the Past-President; three (3) years each for the Secretary and Treasurer with a two (2) term limit.\*

§3. The terms of NYSPA officers shall begin on January first.

§4. The President shall preside at all meetings of the Association, the Council of Representatives, and the Executive Board; exercise supervision over the affairs of the Association; sign or approve all contracts for the Association; and may be a non-voting participant in all committees and task forces. The President is the only elected official who may speak for the Association.

§5. The Past-President shall chair the Nominations and Elections Committee and shall, in the absence, incapacity, death or resignation of the President, assume the duties of President until the completion of the President's term or until the President is able to resume office.\*

§6. If the office of Treasurer or Secretary is vacated prior to the expiration of the term, Council may appoint an interim officer.\*

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\*See Rules of Council for further information

§7. The President-Elect shall automatically assume the office of President on the next January 1.\*

§8. The Secretary shall

- A. Supervise and maintain the records of the Association;
- B. Be responsible for recording and transmitting the minutes of Council and Executive Board meetings and any meeting of the general membership.
- C. Ensure that all decisions of governance are transmitted to the appropriate officers and committees for implementation.
- D. Produce a roster of all committee members for election by Council.
- E. Maintain and adhere to NYSPA's yearly Calendar and remind the President, EC and Council of pending matters.
- F. Monitor and inform Council during the next meeting after September 1st about Divisions' and Regions' eligibility for representation on Council.
- G. Prior to the first Council meeting of the year circulate a copy of NYSPA's conflict of interest policy to all required parties and oversee return of signed attestations.

§9. The Treasurer shall oversee all of the Association's financial and budgetary matters, chair the Finance Committee, prepare the annual budget of the Association, submit the budget to Council, and provide timely and accurate reports to Council during the year.

## **ARTICLE VI: DIVISIONS**

§1. A Division of the Association shall be created once all of the following conditions have been met:

- A. Authorized by a two-thirds (2/3) vote of Council;
- B. Governed by structure similar to the NYSPA Executive Board;
- C. At least fifty (50) MEMBERS who have paid their initial dues;
- D. Organized around a specialty area within the discipline of Psychology consistent with the purpose and policies of the Association;
- E. Elected governing body and Representative(s) to NYSPA Council from among Division MEMBERS; and
- F. Adopted Bylaws governing its procedures and describing the duties of its officers and submitted these to Council for approval. Approved Divisional Bylaws shall be filed with the NYSPA Secretary.

§2. Representation on Council shall be as follows: 50 or more MEMBERS, one (1) Representative; 400 or more MEMBERS, two (2) Representatives; 1200 or more MEMBERS, three (3) Representatives.

§3. Divisions must meet the following minimum conditions each year by September 1<sup>st</sup>.

- A. Required number of MEMBERS to justify the current level of representation on Council (see §2).
- B. Three (3) elected Officers and a Representative to NYSPA's Council;

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\*See Rules of Council for further information

- C. At least two (2) Executive Board meetings within the previous twelve months (as evidenced by copies of minutes furnished to the Secretary); and
- D. One (1) written report to Council during the previous twelve months about Division activity.

§4. If any of these criteria are unmet, the Secretary shall advise members of the Division that all four requirements must be fulfilled by the following September 1<sup>st</sup> [year 2] or the Division will lose representation on Council during the third calendar year. A Division that meets all criteria in year 2 will retain its Representative(s) on Council during year 3. Otherwise,

- A. A Division formerly entitled to one (1) Representative shall continue as a Division but without representation on Council during the next calendar year [year 3]. If it meets all criteria on September 1<sup>st</sup> of the third year, representation on Council resumes in year 4; if not, the Division will convert to a Special Interest Group.
- B. A Division formerly entitled to two (2) or more Representatives and which does not meet the appropriate MEMBERSHIP requirement in §3.A for that level of representation shall lose one (1) seat for all of year 3 and in any succeeding years unless the number of its MEMBERS rises to the level that allows it an additional Representative. Failure to meet criteria §3.B, C, or D in year 2 shall lead to the loss of all representation in year 3. If these three (3) criteria are satisfied in year 3, representation resumes in year 4 at the level corresponding to the number of its MEMBERS; if not, the Division will convert to a Special Interest Group.

§5. Any division may dissolve itself, with notice to Council, by majority vote of its MEMBERS provided that the number of votes against dissolution is fewer than fifty (50). Council, by a two-thirds (2/3) vote, may dissolve any Division whose mission/goals are found to be inconsistent with the mission/goals of the Association. Funds remaining in the account of any dissolved Division revert to the general account of the Association.

## **ARTICLE VII. REGIONAL ASSOCIATIONS**

§1. An organized Regional Association encompassing at least one (1) county in the state may become affiliated with NYSPA as long as the Region has a purpose consistent with the mission and goals of the Association and when Council has approved the affiliation by a two-thirds (2/3) vote. A Regional Association becomes eligible to vote in Council when it has twenty-five (25) or more NYSPA members.

§2. Regional Associations shall elect their Representatives to NYSPA's Council; eligible voters and candidates shall be NYSPA MEMBERS. Each Regional Association with twenty-five (25) or more NYSPA Members shall be entitled to one (1) Representative on Council. The Bylaws are intended to provide equivalent treatment toward Regions and Divisions and should be revised if MEMBERSHIP in any Regional Association begins to approach 400.

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\*See Rules of Council for further information

§3. In addition to at least twenty-five (25) NYSPA MEMBERS, each affiliated Regional Association shall furnish to the NYSPA Executive Director annually by September 1<sup>st</sup> a roster of its NYSPA MEMBERS for membership validation/balloting, shall certify to Council that it has at least three (3) elected officers, and shall have filed at least one written report to Council about its activity during the previous year. If any of these criteria are unmet, the Secretary shall advise the President of that Regional Association that all four requirements must be fulfilled by the following September 1<sup>st</sup> [year 2] or the Region will lose representation on Council during the third calendar year. A Region that meets all criteria in year 2 will retain its Representative on Council during year 3. Otherwise, the Regional Association will maintain its affiliation, without representation on Council, until the year following the September 1<sup>st</sup> on which all required criteria are once again met.

## **ARTICLE VIII. COMMITTEES**

§1. The three types of NYSPA Committees are: Bylaws Committees, Continuing Committees and Ad Hoc Committees/Task Forces. Committees shall report in writing about their activity—and, where appropriate, make written recommendations—to Council (or, in the case of Task Forces, to the President).

§2. Bylaws Committees may be established or dissolved by amending the Bylaws.

§3. Continuing Committees may be established or dissolved by a vote of Council.\*

§4. Once selected by Council, Bylaws and Continuing Committee Chairpersons shall serve one (1) year renewable terms and members of these committees three (3) year renewable terms without limit.

§5. Except when authorized by a two-thirds (2/3) vote of Council, no one may simultaneously chair or co-chair more than one Bylaws or Continuing Committee.

§6. Ad hoc Committee/Task Force members and their chairs shall be appointed only by the President. An Ad Hoc Committee/Task Force shall dissolve automatically when its assignment is completed, or at the end of the President's term of office unless the incoming President reappoints it.

§7. Only Association members in good standing may serve on committees.

§8. Bylaws Committees:

- A. The Finance Committee shall prepare and monitor the Association's budget and make recommendations regarding the finances of the Association. It shall consist of the elected officers plus four Council members chosen by Council.
- B. The Nominations and Elections Committee (see Article X).
- C. The Membership Committee shall promote membership recruitment, review applications for membership, and make recommendations to Council regarding

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\*See Rules of Council for further information

membership issues.

- D. The Awards Committee shall present the names of nominees for the annual Allan V Williams, Jr. Memorial Award to Council for selection of the recipient; determine the recipients of all other established NYSPA-wide awards; recommend any new awards to Council for approval.
- E. The Editorial Policy Committee shall propose policies to Council regarding the content and editing of NYSPA publications.
- F. The Ethics Committee shall advise members of the Association on ethical matters.
- G. The Insurance Committee shall have jurisdiction in matters concerning third party payments as well as relationships with governmental and commercial payers.
- H. The Legislative Committee shall oversee New York legal, legislative, and regulatory matters relevant to the Association, including (with the consent of Council) drafting legislation and lobbying. At least one member of the Committee shall be appointed Federal Advocacy Coordinator and shall monitor pertinent federal legislative and regulatory matters.

§9. Bylaws and Continuing Committees shall assume any other duties assigned by Council consistent with their general areas of responsibility.

#### **ARTICLE IX. SPECIAL INTEREST GROUPS**

With the approval of Council or where otherwise provided for in these Bylaws, a Special Interest Group (SIG) may be formed by any number of NSYPA psychologists who have a common interest compatible with the Association's mission. A SIG may hold meetings, elect officers, collect dues directly from its members, and send a non-voting representative to Council. To allow for oversight by Council and operational transparency, each SIG shall file at least one report per year with Council.

#### **ARTICLE X. NOMINATION AND ELECTIONS\***

§1. The Nominations and Elections Committee shall be responsible for NYSPA-wide and Divisional elections. The Committee shall be chaired by the NYSPA Past-President and shall consist of seven (7) members elected by Council, of whom at least two (2) shall be Representatives from Divisions and two (2) Representatives from Regional Associations.

§2. No member of the Nominations and Elections Committee shall be a candidate for NYSPA-wide office (President, President-Elect, Secretary, Treasurer and APA Council Representative). Any member of the Committee who is nominated for a Division office shall abstain from deliberations and voting regarding that office.

§3. No one may be a candidate simultaneously for more than one elective office on the NYSPA Executive Board, nor simultaneously seek a position on the NYSPA

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\*See Rules of Council for further information



Executive Board and a Division office of President, President-Elect, or Representative to NYSPA Council.

§4. An existing NYSPA officer or APA Representative elected to a different position on the Executive Board shall relinquish the first office held.

§5. A person who has held the office of NYSPA President may again assume an Association-wide office after a minimum absence of one (1) year from the Executive Board.

§6. The Nominations and Elections Committee shall

- A. Contact voting MEMBERS of the Association to solicit nominations for the offices of NYSPA President-elect, Treasurer, and Secretary as well as all Divisional offices requiring election for the coming year.
- B. Request of all eligible candidates a written confirmation of their willingness to serve in office.
- C. Endeavor to identify at least two (2) candidates for each office and may solicit candidates when necessary.
- D. Recommend a slate of candidates to Council for approval. The Committee shall select among eligible candidates, except that any eligible candidate nominated by one hundred (100) or more MEMBERS shall be guaranteed a place on the ballot.
- E. Send ballots to all voting MEMBERS of the Association.
- F. Oversee tabulation of all votes, certify and report the results of the elections to the Council and the membership.

#### **ARTICLE XI. MEMBERSHIP MEETINGS**

§1. The Association will hold an annual meeting for the membership.

§2. Special meetings of the membership may be held at other times upon request of the President or the Council or if fifteen (15) percent of the MEMBERSHIP petition the Secretary of the Association.

§3. Notice of any special meeting shall be sent to all MEMBERS of the Association at least two (2) weeks in advance of the meeting date.

#### **ARTICLE XII. DUES AND FINANCES**

§1. With each new fiscal year, Council shall adopt a budget for the Association, either as submitted by the Treasurer or incorporating any revisions it deems necessary.

§2. Annual dues for each category of membership shall be determined by the Council of Representatives.

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\*See Rules of Council for further information

### **ARTICLE XIII. AMENDMENTS**

§1. Amendments to these Bylaws may be proposed by vote of Council or by a petition of fifteen (15) percent of the MEMBERS of the Association submitted to the Secretary.

§2. Amendments to these Bylaws shall be approved when affirmed in a secret ballot by at least two-thirds (2/3) of MEMBERS voting during a thirty (30) day polling period. Results of the voting shall be certified by the Secretary.

§3. When amended Bylaws are ratified by the MEMBERship of the Association, Council shall be empowered to make any special arrangements necessary to implement the transition from the previous Bylaws.

### **ARTICLE XIV. ETHICS**

§1. Members of NYSPA governance shall exercise due caution when their personal, scientific, professional, legal, financial, or other interests could reasonably be expected to impair their objectivity, competence, or effectiveness in performing their NYSPA functions or could expose the Association to harm.

§2. In the event that an elected or appointed official of the Association appears to be involved in a conflict of interest, s/he or any other Association member shall immediately report this, in writing, to the Executive Board, which shall take steps to resolve the potential conflict of interest.

### **ARTICLE XV. PARLIAMENTARY AUTHORITY**

§1. The Parliamentarian is appointed by the President.

§2. The role of the Parliamentarian shall be limited to advising the President on procedural matters based on these Bylaws, the Rules of Council, Keesey's *Parliamentary Procedure*, and precedent.

§3. The President has authority to make final decisions about parliamentary procedure, except that Council may override a President's ruling with a non-debatable motion requiring a two-thirds (2/3) majority for approval.

### **ARTICLE XVI. INDEMNIFICATION**

§1. Current and former members of the Council of Representatives, consultants, and employees shall not be financially liable for actions performed in the course of their duties to NYSPA and shall be indemnified by the Association against any reasonable expenses arising out of a legal action or threatened legal action.

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\*See Rules of Council for further information

§2. Exceptions to this provision include intentional misconduct, knowing violation of a law, gross negligence, and unethical behavior.

### **Chronology**

1936. Incorporated as New York State Association of Applied Psychologists, Inc.

1940. Name changed to New York State Psychological Association for Applied Psychology, Inc.

1947. Reorganized and chartered as New York State Psychological Association, Inc.

Bylaws revised: 1952, 1964, 1967, 1975, 1978, 1986, 1989, 1995, 2000, 2003, 2014, 2015

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