

October 2008

MICHIGAN PSYCHOLOGICAL ASSOCIATION BYLAWS

ARTICLE I – NAME

The name of this organization shall be the Michigan Psychological Association (Association).

ARTICLE II – MISSION

The Association is an organization for Psychologists working to advance psychology as a science and profession, and to promote human welfare by encouraging the highest level of standards of all branches of psychology.

ARTICLE III – AFFILIATIONS

1. As an affiliate of the American Psychological Association (APA), the Association shall establish bylaws and develop official policies that are compatible with the official policies of the American Psychological Association.
2. The Board of Directors (Board) of the Association may establish and maintain affiliations with organizations that are compatible with the purposes and policies of the Association, provided that the Board may terminate any affiliation when, in its judgment, the Board determines the affiliation has become incompatible with the purposes and policies of the Association
3. No member, officer, committee, chairperson and/or task force of the Association shall be empowered to establish a formal affiliation with any other organization without approval of the Board.

ARTICLE IV – MEMBERSHIP

1. Access to Membership. Membership is conferred by a vote of the Board, on the recommendation of the Membership Committee.
2. Ineligibility for Membership. Individuals whose license has been suspended or revoked in any state, territory or province without being reinstated or whose membership in APA has been terminated without being reinstated shall be ineligible for membership.
3. Categories of Membership. The Association shall consist of four categories of members: Fellows, Members, Associates, and Student Affiliates.
 - A. FELLOWS shall be Members of the Association who are interested in the advancement of psychology as a science and as a profession and who have met the standards described below. Fellows shall be entitled to the rights and privileges of the Association, without restriction. A candidate for Fellow status shall be nominated by a Fellow of the Association. Fellow status is conferred by a majority vote of the Board.

The minimum standards for Fellow category shall be:

- i. prior status as a Member for at least one (1) year;
- ii. active engagement at the time of nomination in the advancement of psychology

in any of its aspects;

iii. five (5) years of acceptable professional experience subsequent to the granting of the doctoral degree; and

iv. evidence of outstanding contribution or performance in the field of psychology.

B. MEMBERS of the Association shall be persons who are interested in the advancement of psychology as a science and as a profession, and who have met the following minimum standards: Possession of a doctoral degree from a program in psychology, conferred by a graduate school which meets the standards of the Michigan Board of Psychology in effect at the time the degree was granted, or for persons not holding a license to practice psychology, a regionally accredited graduate program in psychology. Such Members shall be entitled to the rights and privileges of the Association, without restriction. The designation Member as used in these Bylaws shall be deemed to include Fellows, except where there is express provision to the contrary.

C. ASSOCIATE MEMBERS of the Association shall be persons who are interested in the advancement of psychology as a science and as a profession, and who have met the minimum standards described below. Associates may not hold office in the Association and shall obtain voting privileges only after five consecutive years of membership as an Associate.

The minimum standards for election to the Associate category shall be:

i. completion of at least two (2) years of graduate work in psychology in a graduate school which meets the standards of the Michigan Board of Psychology in effect at the time, or;

ii. a master's degree in psychology from a graduate school that meets the standards of the Michigan Board of Psychology in effect at the time the degree was granted, or for persons not holding a license to practice psychology, a regionally accredited graduate program in psychology.

D. STUDENT AFFILIATES shall be persons enrolled in a graduate program in psychology that meets the standards of the Michigan Board of Psychology in effect at the time, or for persons not holding a license to practice psychology, a regionally accredited graduate program in psychology. Student Affiliates may participate in all activities of the Association, but may not vote nor hold office.

4 Ethical Conduct. Individuals accepted as Members, Associates or Student Affiliates in the Association shall comply with the Ethical Principles and Code of Conduct of the American Psychological Association of 2002, or as subsequently amended.

5. Termination of Membership. Membership may be terminated, or a member may be otherwise sanctioned for violation of the Ethical Principles and Code of Conduct of the American Psychological Association of 2002, or as subsequently amended; or for conduct that adversely affects the reputation of the Association or is contrary to its mission. The Ethics Committee is responsible for conducting investigations involving termination of membership.

A. Where it is shown to the Ethics Committee that a member of the Association has been convicted of a felony (and such member has waived or exhausted any legal right to appeal), or where the license to practice psychology has been suspended or revoked by the Michigan Board

of Psychology, the Ethics Committee may, after review of the record leading to such conviction, suspension or revocation, recommend to the Board termination of the membership of such member.

B. The Board shall make the final decision on a recommendation by the Ethics Committee for termination of membership. The Board may approve, modify, reject, or remand to the Ethics Committee for additional information, or on its own motion obtain additional information before making a final decision. When the Board deems it necessary for the protection of the Association, it shall also notify the American Psychological Association, the American Board of Professional Psychology, and the Michigan Board of Psychology of its final determination and the basis upon which the determination was made.

C. A person whose membership is terminated is prohibited from serving in any capacity for the Association.

D. A person whose membership has been terminated may reapply for membership only after five (5) years have elapsed from the date of termination of membership, and upon demonstrating required qualifications for membership. Re-application shall be considered first by the Ethics Committee, which shall make a recommendation to the Membership Committee, which shall forward a final recommendation to the Board.

6. Resignation. The Board, in its discretion, may refuse to accept the resignation of a member against whom a charge of unethical conduct has been filed with the Ethics Committee of the Association.

ARTICLE V – BOARD OF DIRECTORS

1. Authority of the Board. The governing body of the Association shall be known as the Board of Directors and shall have full authority over the affairs and finances of the Association, within the limits set by these Bylaws and the Articles of Incorporation. The Board shall be responsible for long-range planning for the Association and for development and formulation of the Association's policies. The Board shall be responsible for decisions regarding affiliations with other associations of psychologists or other organizations.

2. Composition of the Board. The Board shall be composed of:

- A. the Officers of the Association as set forth in Article VI;
- B. the Michigan Representative to the APA Council of Representatives;
- C. the Federal Advocacy Coordinator of the Association; and,
- D. the Chair of each Standing Committee.

3. Delegation of Authority. The Board shall have the authority to delegate powers and responsibility to the Executive Director and to Committees and Task Forces, except that the Board may not delegate any of the following powers or authority:

- A. amend the Articles of Incorporation;
- B. adopt an agreement of merger or consolidation;
- C. recommend to members the sale, lease or exchange of all or substantially all of the

Association's property and assets;

D. recommend to members a dissolution of the Association;

E. fill vacancies on the Board; and,

F. terminate membership.

4. Vacancies. A vacancy occurring on the Board may be filled by the vote of a majority of the remaining members of the Board, for the unexpired term of the office vacated.

5. Chairperson. The President of the Association shall be the Chairperson of the Board, and in his or her absence, the President-Elect shall preside.

ARTICLE VI – OFFICERS

1. The Officers of the Association shall be:

A. its President;

B. its President-Elect;

C. its Past President;

D. its Secretary; and,

E. its Treasurer.

2. President. The President shall be a member of the Association who has just completed his or her term as President-Elect. The President shall be the Chairperson of the Board and the Executive Committee. The President shall represent the Association in order to further its best interests, and shall perform other duties as prescribed by the Board. The term of office shall be one (1) calendar year. The President shall have the independent authority to appoint Task Forces.

3. President-Elect. The President-Elect shall be a member of the Association elected by ballot by members of the Association. The President-Elect shall be a voting member of the Board and the Executive Committee and shall serve on the Nominations Committee. The President-Elect shall preside in the absence of the President. The term of office shall be one (1) calendar year. In the event that the President and President-Elect are unable to serve, the Executive Committee shall elect one of its members to serve as presiding officer of the Association. In addition, within sixty (60) days, a special election shall be held for President-Elect.

4. Past President. The Past President shall be a member of the Association and be the most recently retired President. The Past President shall be a voting member of the Board and the Executive Committee for one (1) calendar year. The Past President shall be the Chairperson of the Nominations Committee.

5. Secretary. The Secretary shall be a member of the Association, elected by ballot by the members of the Association for a two-year term. The Secretary shall be a voting member of the Board and the Executive Committee, and shall be responsible for creating and maintaining records of the proceedings

of the Board and the Executive Committee.

6. Treasurer. The Treasurer shall be a member of the Association, elected by ballot by the members of the Association for a two-year term. The Treasurer shall be a voting member of the Board and the Executive Committee. The Treasurer shall oversee the collection and disbursement of funds of the Association, subject to the approval of the Board. The Treasurer shall present financial reports at meetings of the Board and at other reasonable times. The Treasurer shall oversee the preparation of an annual budget for approval by the Board.

7. Assumption of duties. Officers shall assume their duties on January 1 of the year following each election.

8. Removal from Office. Provided that there has been at least ten days advance notice, any officer may be removed from office by a two-thirds vote of those present at a meeting of the Board, in the event of a finding by the Board of:

- a. excessive absence from meetings without good cause; or
- b. actions clearly contrary to the best interests of the Association.

9. Replacement of officer. If any officer other than President or President-Elect resigns or is removed from office, the Board shall elect one of its members to fill the vacancy for the remaining term.

ARTICLE VII – ELECTION OF OFFICERS

1. Nominations. During the second quarter of each year, a Nominating Committee consisting of the Past President as Chairperson, the President, and President-Elect shall solicit by mail from the membership nominations of candidates for the offices of President-Elect, Secretary, and Treasurer, if the terms of those offices will expire on December 31 of the current year.

2. Candidates. The Nominating Committee will publish a slate of candidates, taking into consideration those who have been nominated by the largest number of members and those possessing qualities of leadership and service which the positions require.

3. Balloting. The election of President-Elect, Secretary, and Treasurer shall be by a plurality of the votes cast by mail or, upon approval by the Board, electronic communication, by voting members of the Association. The balloting shall take place during the third quarter of each year. Ballots must be received in the office of the Association by October 25. Votes shall be tallied and verified by the Past President and at least two other Board members not running for office.

ARTICLE VIII – EXECUTIVE COMMITTEE

The Executive Committee of the Board shall be composed of the Officers of the Association. The Executive Committee shall be the administrative agent of the Board and shall exercise general supervision over the affairs of the Association. In the intervals between meetings of the Board, the Executive Committee shall have authority to take such actions as are necessary for the conduct of the Association's affairs in accordance with these Bylaws and the policies of the Board. It shall furnish a copy of its minutes to the Board.

ARTICLE IX - EXECUTIVE DIRECTOR

The Board shall authorize the hiring of an Executive Director who shall be the administrator of the Association and its office(s). The Executive Director shall perform such duties as may be assigned by

the Board or the Executive Committee. Confirmation of the Executive Director shall be by a two-thirds vote of the Board members voting. The President of the Association, as agent of the Board and the Executive Committee, shall supervise the Executive Director.

ARTICLE X - STANDING COMMITTEES & TASK FORCES

1. Standing Committees. The Standing Committees of the Association shall include:

- A. Ethics Committee;
- B. Membership Committee;
- C. Program Committee; and
- D. Communications Committee.

2. Other Standing Committees. Other Standing Committees not named in these Bylaws may be continued, created or dissolved upon a two-thirds vote of the Board.

3. Appointment of committee chairpersons. At the last Board meeting of the calendar year, the President-Elect shall propose Standing Committees and shall nominate a slate of Standing Committee chairpersons for the next calendar year. Each nomination must be confirmed by a majority vote of the Board in order to take effect. The term of a Standing Committee chairperson shall be one calendar year. Further nominations for Standing Committee chairpersons may subsequently be submitted by the President for confirmation by the Board. The chairperson of a Standing Committee may be removed from office prior to the end of the calendar year by a two-thirds majority vote of the Board.

4. Task forces. Task forces and task force chairpersons are appointed by the President to address specific operations, tasks and issues. Tasks forces dissolve: a) at the completion of their mission; b) at the direction of the President; or c) at the end of each calendar year, unless specifically continued by the incoming President.

ARTICLE XI – MEETINGS

1. Procedure. Meetings of the Association shall be conducted according to *Modern Parliamentary Procedure* by Ray E. Keesey.

2. Membership Meetings.

A. Annual business meeting. The annual business meeting of the Association shall be held at a time and place designated by the Board. Written notice of the time and place of the annual meeting shall be provided to members not less than ten (10) days before the meeting. Members present shall constitute a quorum.

B. Special meetings. Special meetings of the membership may be called by the Board or may be called by written petition submitted to the President and signed by not less than ten (10) percent of all voting members of the Association. Special meetings shall be held within forty-five (45) days of the receipt of the petition. Written notice of the time, place, and purpose of special meetings shall be provided to members not less than ten (10) days before the meeting.

At special meetings of the membership, the presence of at least twenty-five (25) percent of voting members shall be necessary to constitute a quorum.

C. Voting. Action to be taken by vote of the members shall be authorized by a majority of the votes cast by the members present who are entitled to vote, except for Amendments to the Articles of Incorporation or the Bylaws.

3. Board of Directors meetings.

A. Regular meetings. Regular business meetings of the Board shall be held at a time and place designated by the Board.

B. Special meetings. Special meetings of the Board may be called by the President or by a majority of the members of the Board. Notice of a special meeting shall be provided to each member of the Board by electronic communication, mail or by telephone, not later than ten (10) days before the meeting. Notice of any meeting may be waived in writing or electronic communication either prior to or subsequent to such meeting. Notice shall be deemed waived by attendance at such meeting.

C. Quorum. At Board meetings, the presence of at least six (6) members of the Board shall be necessary to constitute a quorum. Each member of the Board shall have one vote, except that the President shall only vote in order to break a tie.

D. Voting. Unless otherwise noted in these Bylaws, the vote of the majority of members present at a Board meeting, at which a quorum is present, constitutes the action of the Board. Action may be taken without a meeting if a majority of members of the Board consent to the action in writing or by electronic communication.

E. Meeting minutes. The minutes of each Board meeting shall be published to the members of the Association.

ARTICLE XII – FINANCIAL

1. Fiscal year. The fiscal year of the Association shall begin January 1.

2. Dues. All members of the Association shall pay annual dues to be determined by the Board. However, certain members may be afforded reduced dues status as provided in the Policies and Procedures Manual.

A. Notice of dues. Written or electronic notification of dues payable shall be sent to each member annually by October 1 of the preceding year.

B. Non-payment of dues. At the end of the first quarter, members who have not paid their dues may neither vote nor receive other benefits of membership. Nonpayment of dues for an entire annual dues cycle shall be considered as equivalent to a request for resignation from the Association. Members who have been dropped for delinquency of dues must re-apply for membership.

ARTICLE XIII – AMENDMENTS

1. Voting on amendments. Amendments to the Articles of Incorporation and these Bylaws may be proposed by the Board or by petition signed by ten (10) percent of members eligible to vote.

2. Amending Bylaws. Amendments to these Bylaws shall be made if passed by two-thirds of the votes

cast by mail by members eligible to vote.

3. Amending Articles of Incorporation. Amendments to the Articles of Incorporation shall be made if passed by two-thirds of members who are eligible to vote and present at a meeting, notice of which was given by mail to each member eligible to vote thereon at least twenty (20) days prior to the date of the meeting.