

BYLAWS



American Psychological Association

Amended January 2024

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BYLAWS OF THE AMERICAN PSYCHOLOGICAL ASSOCIATION

(Amended January 2024)

ARTICLE I

Objects

1. The objects of the American Psychological Association shall be to advance psychology as a science and profession and as a means of promoting health, education and human welfare by the encouragement of psychology in all its branches in the broadest and most liberal manner; by the promotion of research in psychology and the improvement of research methods and conditions; by the improvement of the qualifications and usefulness of psychologists through high standards of ethics, conduct, education, and achievement; by the establishment and maintenance of the highest standards of professional ethics and conduct of the members of the Association; by the increase and diffusion of psychological knowledge through meetings, professional contacts, reports, papers, discussions, and publications; thereby to advance scientific interests and inquiry, and the application of research findings to the promotion of health, education and the public welfare.

ARTICLE II

Membership

1. The Association shall consist of four classes of members: Fellows, Members, Associate members and Graduate Student members¹.
2. 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 requirements described

¹ The Graduate Student member category will be added to the membership dues application in 2021 for the 2022 dues cycle.

below. Fellows shall be entitled to the rights and privileges of the Association without restriction.

3. The minimum requirements for Fellow status shall be (a) a doctoral degree, as defined in Section 5, (b) prior status as a Member for at least one year, (c) active engagement at the time of nomination in the advancement of psychology in any of its aspects, (d) five years of acceptable professional experience subsequent to the granting of the doctoral degree, and (e) evidence of unusual and outstanding contribution or performance in the field of psychology.

4. 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 requirements described below. The designation Member as used in these Bylaws shall be deemed to include Fellows, except where there is an express provision to the contrary. The requirements for acceptance to Member, Associate member, or Graduate Student member status may be waived by the Membership Board, in special cases, for persons in fields other than psychology who have made continuing distinguished contributions to psychology.

5. The minimum requirement for acceptance to Member status shall be the receipt of the doctoral degree based in part upon a psychological dissertation or the doctoral degree based on other evidence of proficiency in psychological scholarship from a program primarily psychological in content. The doctoral degree must have been conferred by a graduate or professional school that is regionally accredited or that has achieved such accreditation within five years of the year the doctoral degree was granted or that is one of equivalent standing outside the United States.

6. Associate members shall be persons who are interested in the advancement of psychology as a science and as a profession and who have met the requirements described below. Associate members may not vote or hold office in the Association, but shall be entitled to all rights and privileges of the Association not specifically denied them in these Bylaws. Associate

members shall achieve voting privileges after one year in the status of Associate membership.

7. The minimum requirement for acceptance to Associate member status shall be (a) completion of at least two years of graduate work in psychology in a regionally accredited graduate or professional school or (b) the master's degree in psychology from a regionally accredited graduate or professional school.

8. Graduate Student members shall be persons who are pursuing graduate studies in the field of psychology and who have met the requirements described below. Graduate Student members may not vote or hold office in the Association but shall be entitled to all rights and privileges of the Association not specifically denied them in these Bylaws. Graduate Student members shall achieve voting privileges after one year in the status of Graduate Student membership.

9. The minimum requirement for acceptance to Graduate Student member status shall be enrollment in good standing within the past twelve months in a regionally accredited graduate or professional school for graduate work in the field of psychology.

10. Fellows shall be elected by the Council of Representatives (hereafter referred to as Council) upon recommendation by the Board of Directors. Nomination of a Fellow shall be made by a Division to which the member belongs.

11. Council shall have the power to designate additional requirements for acceptance to Member or Associate member status.

12. The requirement of a doctoral degree, as defined in Section 5, or the requirement that the five years of acceptable professional experience be subsequent to granting of the doctoral degree, as appropriate, may be waived: (a) for Fellow status, by Council upon submission of evidence satisfactory to Council of outstanding contribution or performance in the field

of psychology; (b) for Member status, by the Membership Board upon submission of evidence satisfactory to the Board of significant contribution or performance in the field of psychology.

13. In addition to the regular membership classes, there shall be a class of International Affiliates, who are not Members of the Association and who shall not represent themselves as such. They shall have such rights and privileges as may be granted by Council, including special rates for subscriptions and publications.

14. International Affiliates shall be psychologists who reside in countries other than the United States or Canada. An individual desiring affiliation with the Association must, at the time of application, be a member of the psychological association of the country in which the applicant resides or, if no such association exists, shall present evidence of appropriate qualifications. International psychologists who meet the requirements for membership may apply in the usual manner if they so desire.

15. There shall be a class of High School and Undergraduate Student Affiliates who are not Members of the Association and who shall not represent themselves as such. They shall have such privileges as may be granted by Council, including special rates for subscriptions and publications.

16. There shall be a class of High School Teacher Affiliates who are not Members of the Association and who shall not represent themselves as such. They shall have such privileges as may be granted by Council, including special rates for subscriptions and publications.

17. There shall be a class of 2-Year College Teacher Affiliates who are not Members of the Association and who shall not represent themselves as such. They shall have such privileges as may be granted by Council, including special rates for subscriptions and publications.

18. A Member (to include Fellows), Associate member, Graduate Student member or Affiliate may be dropped from membership or otherwise disciplined for conduct which violates the Ethical Principles of the Association, which tends to injure the Association or to affect adversely its reputation, or which is contrary to or destructive of its objects. Allegations of such conduct shall be submitted to the Ethics Committee.

The Ethics Committee shall formulate rules and procedures governing the conduct of the ethics and disciplinary process. However, such rules and procedures and any changes therein must be approved by the Board of Directors acting on behalf of Council. The Ethics Committee, acting at its own discretion or on direction of the Board of Directors, shall review such rules and procedures periodically and may amend them from time to time, subject to the approval of the Board of Directors, provided, however, that no such amendment shall adversely affect the substantive rights of a Member, Associate member or Affiliate whose conduct is being investigated or against whom formal charges have been filed at the time of amendment.

19. A person who has been dropped from membership pursuant to the rules and procedures of the Ethics Committee may reapply for membership after five years have elapsed from the date of termination of his/her membership. A person who has been permitted to resign under a stipulated agreement may reapply for membership only after the period of time stipulated in the agreement has elapsed, and all other conditions set forth in such agreement have been discharged. In all cases the Member, Associate member, Graduate Student member or Affiliate must show that he/she is ethically as well as technically qualified for membership. Such reapplications shall be considered first by the Ethics Committee, which shall make recommendation to the Membership Board.

20. Resignations of Members, Associate members, Graduate Student members or Affiliates may be accepted only by the Board of Directors. In the ordinary course, the Board of Directors will, in its discretion, refuse to accept a resignation tendered by a Member, Associate member or Affiliate while

such Member, Associate member or Affiliate is under the scrutiny of the Ethics Committee.

ARTICLE III

Bill of Rights for Members

1. All Members and Fellows shall have the right to vote, to hold office, and to secure fair consideration for governance appointment in the Association. Voting in any Association election may be done by either mail or electronic means.

2. All Members, Fellows, and Associate members, Graduate Student members, and Affiliates shall be treated with respect and without discrimination on the basis of race, national or ethnic origin, religion, gender, gender identity, or sexual orientation, age, mental or physical disability. This does not preclude the Association from fulfilling its obligation to carry out activities or programs that have as their goal the amelioration of conditions that may restrict Members from full participation in the Association or its activities and programs.

3. Any individual Member or group of individual Members who believe their rights as Members of the Association, as specified in this Article, or any other rights, have been abridged by actions taken by an element of the Association's governance structure or any employee or employees of the Association may seek such remedies as may be provided under procedures established by the Council of Representatives.

ARTICLE IV

Power and Functions of the Council of Representatives

1. There shall be a Council of Representatives which shall be the legislative 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, including the power to review, upon its own

initiative, the actions of any board, committee, Division, or affiliated organization.

2. A business meeting of Council shall be held at the time and place of the Annual Convention and at such other times as shall be specified by Council. Special meetings may be called by vote of the Board of Directors or of Council. Upon the written request of at least fifteen percent of the members of Council that a special meeting shall be called, a mail poll of Council shall be taken. The special meeting shall be called provided that a majority of those voting, but at least 40% of the membership of Council, agrees to such a request. Notices of meetings, in writing, for every annual or special meeting of the Council shall be prepared and mailed to the last known post office address of each Representative not less than fifteen days before any such meetings; and if for a special meeting, such notices shall state the object or objects thereof, and no business shall be transacted except that stated in the notice for said special meeting.

3. Council shall publish its minutes and proceedings. If one-fourth of the Representatives present so request, the minutes shall include a record of those Representatives voting for and against a motion. If one-fourth of the Representatives present so request, the Recording Secretary shall record in the minutes a brief description of majority and minority positions on any given Council action. Meetings of Council, except those specifically designated as executive sessions, shall be open to Members of the Association, but they may not speak or otherwise participate in the meeting unless specifically invited to do so by the President.

4. Upon petition of .50% of the Members in good standing at the time of the petition's filing with the Recording Secretary or upon vote of any Division or State, Provincial or Territorial Association, any matter of legislation may be brought to the attention of Council, which shall vote upon it at its next meeting.

5. Upon petition of 1% of the Members in good standing, a request for a mail vote of the voting Members of the

Association upon any matter, but not involving an amendment to the Bylaws, may be addressed to Council, which shall present the matter covered by the petition, if it is not inconsistent with the Certificate of Incorporation or these Bylaws, to the voting Members of the Association for a mail vote. Council shall take such action as may be necessary to implement the result of any such vote.

6. A majority of the members of Council shall constitute a quorum. Unless otherwise specified in these Bylaws, decisions shall be by a majority of those voting.

7. Council shall be authorized to adopt and publish rules and codes for the transaction of the business of the Association, provided the same do not conflict with these Bylaws and the Certificate of Incorporation.

8. The parliamentary authority for the Association shall be Keesey's *Modern Parliamentary Procedure*.

ARTICLE V

Composition of the Council of Representatives

1. Council shall be composed of Representatives of Divisions, Representatives of State, Provincial and Territorial Psychological Associations, members of the Board of Directors, the Officers of the Association (the chief staff officer shall serve without vote), the Chair, Chair-elect or other designee from the Executive Committee of the American Psychological Association of Graduate Students (APAGS) and one Representative from each affiliated Ethnic Minority Psychological Association. In the event that any Representatives of a given Division, State/Provincial/Territorial Association or Ethnic Minority Psychological Association cannot be present, Council will seat one member as an Alternate Representative for that meeting, provided such member is an officer of or has been designated in advance by the relevant Division, State/Provincial/Territorial Association, or Ethnic Minority Psychological Association. Representatives

shall hold office until their successors are elected and qualify, except that a Representative who has been elected to the Board of Directors shall continue to be a member of Council after the expiration of the individual's term as Representative, and after the election and qualification of the individual's successor as Division or State/Provincial/Territorial Association Representative, until the expiration of the individual's term as a member of the Board of Directors.

2. Representatives to Council shall be elected from Divisions and State, Provincial, and Territorial Psychological Associations, but need not necessarily be elected from every Division or State/ Provincial/Territorial Psychological Association.

3. No person shall be eligible to represent more than one organization in Council at any one time.

4. Council Representatives of a Division or State/ Provincial/Territorial Association shall be members of the Division or State/Provincial/Territorial Association, and Members of the American Psychological Association, and shall be elected for a period not to exceed three years. If during that three-year period the Division or State/Provincial/Territorial Association is allocated fewer seats, the Division or State/Provincial/ Territorial Association shall recall the appropriate number of Representatives. The term of office of the recalled member is thereby terminated. Council members from the Ethnic Minority Psychological Associations shall be members of their respective constituencies and members of the American Psychological Association and shall be selected for a period not to exceed three years.

5. Each APA Fellow, Member, voting Associate member, and voting Graduate Student member shall choose the Division(s) or State/Provincial/Territorial Association(s) through which he/she elected to have his/her interest represented on Council by allocating, at the time of the annual dues statement, a total of ten (10) votes to the Division(s) and/or State/Provincial/

Territorial Association(s) through which he/she wishes to be represented the following year. However, only Fellows, Members (or voting Associate or Graduate student members) of the Divisions or State/Provincial/Territorial Associations so designated will be allowed to nominate and elect their Council Representatives. The representative of each of the Ethnic Minority Psychological Association shall be designated by the respective association.

6. The number of seats for Representatives from Divisions and State/Provincial/Territorial Psychological Associations allocated through the apportionment vote process shall be 162. Each Division and each State/Provincial/Territorial Association shall be allocated a minimum of one seat on Council. The 162 seats will be divided into 2 pools, one for State/Provincial/Territorial Psychological Associations and one for Divisions. The percentage of the 162 seats for State/Provincial/Territorial Psychological Associations shall correspond to the percentage of total apportionment votes allocated to State/Provincial/Territorial Psychological Associations and the percentage of the 162 seats for Divisions shall correspond to the percentage of total apportionment votes allocated to Divisions. If either pool is not large enough to give one seat to each unit, enough seats will be transferred from the other pool to accomplish that requirement.

The awarding of additional seats from those remaining in each Pool shall be based on the percentage of allocated votes received by a Division or State/Provincial/Territorial Psychological Association and calculated as follows:

1.5% to less than 2.5%.....1 additional seat
2.5% to less than 3.5%.....2 additional seats
3.5% to less than 4.5%.....3 additional seats
etc.

Additional seats will be allocated to those units in a Pool entitled to additional seats in the following manner. The unit with the highest percentage in the Pool will receive the first additional seat and an additional seat will be assigned to other

units entitled to one or more additional seats in descending order of their percentages. If, after all units in a Pool entitled to one or more additional seats have received one additional seat, there remain units that are entitled to two or more additional seats, and if the seats allocated to the Pool have not been exhausted, the unit in the Pool with the highest percentage will receive a second additional seat and a second additional seat will be assigned to other units entitled to two or more additional seats in descending order of their percentages. This process shall be continued until either all additional seats allocated to the Pool have been assigned or until all units in the Pool entitled to additional seats have been assigned all of the seats to which their percentages of allocated votes entitle them.

If, after all units in a Pool have been assigned the additional seats to which they are entitled by virtue of their percentages, there remain seats allocated to a Pool which have not been assigned, those remaining seats shall be assigned to the units in the Pool in the order in which the units came closest to being awarded another seat as a result of the allocated votes.

7. A Council member who has served for six consecutive years shall not be eligible for election or appointment for a period of one year as a Representative from any Division, State/Provincial/Territorial Association, Ethnic Minority Psychological Association, or coalition.

8. Any group of State, Provincial, or Territorial Psychological Associations or Divisions may, by mutual agreement, associate themselves as a unit for Council representation. Wherever the terms State, Provincial, or Territorial Psychological Association and/or Division are used in this article, they refer to such coalitions as well as to individual State/Provincial/Territorial Psychological Associations or Divisions.

ARTICLE VI

Divisions

1. Divisions may be organized to represent major scientific and professional interests that lie within the Association.

2. Any Member of the Association may apply for membership in one or more Divisions under the rules of eligibility and election established by the Division. Associate members, Graduate Student members or Members may remain Associate members, Graduate Student members or Members without divisional affiliation. A Division may include in its membership those who do not qualify for or do not desire membership in the Association. It may determine its own qualifications for its membership classes, provided that the designation Fellow shall be reserved for members of the Division who are Fellows of the Association.

3. A Division shall be established whenever one percent or more of the Members of the Association petition for it and Council approves. A two-thirds vote of those present at the mid-winter meeting of Council is required for the establishment of a new Division. Council may create such Divisions provided that (a) they represent an active and functionally unitary interest of a group of Members, (b) their proposed objectives fall within the scope of those specified in Article I, (c) their membership is not restricted on any basis other than psychological interest and qualifications and (d) the establishment of any new Division is not inimical to the welfare of any other Division already established. Divisions, when formed from existing societies or organized as new societies, may use a society name.

4. A Division may be dissolved by Council when (a) the number of members within the Division falls below .25% of the Members of the Association or (b) the Division votes to recommend dissolution.

5. A Division remains autonomous in all matters within its field that are not reserved to the Association and Council by these

Bylaws or Association Rules. Divisions may not establish or enforce standards for ethics, accreditation, certification, or credentialing of specialty recognition. Divisions must comply with all APA Bylaws, Association Rules and current policies.

6. A Division shall have a President and a Secretary and such other officers as it may desire. The qualifications for its officers and the method of their election shall be determined by the Division. A Division may determine what persons among its membership shall have the right to vote in divisional matters.

7. Each Division shall draw up and maintain its own Bylaws and rules of procedure within the framework of these Bylaws. Each Division may elect such officers, appoint such committees, develop such local chapters and/or sections, and adopt such rules of procedure for the conduct of its business as it may desire, except that its committee and governance structure is subject to review by the Board of Directors of the Association. Divisions shall oversee the activities of their sections and/or chapters and monitor for their compliance with the APA Bylaws, Associations Rules, and current policies. Each Division shall file with the Central Office a copy of its current Bylaws; rules of procedure; committee and governance structure; and chapter and section information, including their Bylaws and rules of procedure. Local chapters and sections of Divisions must comply with APA Bylaws, Association rules and current APA policy. Annually, each Division shall submit to the Board of Directors a report which covers the activities of the Division and its chapters and sections during the preceding year.

8. A Division may administer special funds allocated to its use, but may delegate such administrative functions to the Central Office.

9. A Division shall own or operate a journal only with the approval of Council. The managing and editing of such divisional journals shall be delegated, through the Publications and Communications Board, to the governance of that Division. The editor of each Division journal shall file a report with the

Publications and Communications Board annually. The Publications and Communications Board shall advise the Divisions, Board of Directors and Council of Representatives regarding Divisional journals.

10. Notwithstanding any other provision of these Bylaws or the Association Rules to the contrary, the Board of Directors may, at its discretion, recommend to Council, and Council may adopt, appropriate sanctions where divisions have failed to comply with Bylaws, Association Rules or policies of the Association. Council may also dissolve a Division for good and sufficient reason by a two-thirds vote of those present at an Annual Meeting. Before the imposition of sanctions or dissolution of a division, the reasons for sanctions or dissolution shall be stated in writing to the membership of the Division and the Division membership, through their Executive Committee, shall be given a full opportunity to respond.

ARTICLE VII

Board of Directors

1. The Board of Directors shall consist of the President, the President-elect, the Past President, the Recording Secretary, the Treasurer, the chief executive officer (without vote), the APAGS Past Chair or other designee from the APAGS Executive Committee, the Chair and Chair-elect of any leadership group elected by Council, six members-at-large and the Public Member. All members of the Board of Directors shall serve until their successors are elected and qualify.

2. The members-at-large of the Board of Directors shall be Members of the Association elected by a preferential ballot by the voting Members of the Association and shall serve for staggered terms of three years. The members-at-large shall not succeed themselves in this office nor be eligible to appear as a candidate on the Recording Secretary or Treasurer election ballots for at least one year after their term has expired.

3. The Public Member shall be appointed by the Board of Directors for a three-year term under procedures defined in the Association Rules. The Public Member shall not succeed themselves in this office.

4. Regular meetings of the Board of Directors shall be held not less frequently than semi-annually at a time and place to be specified by a vote of the Board of Directors. The Board of Directors shall also establish a mechanism to provide continuing and prompt attention to such problems as may arise. A quorum at any meeting shall consist of a majority of its entire membership.

5. In the case of death, disability, resignation, or removal of a Director, vacancies shall be filled by procedures defined in the Association Rules.

6. The Board of Directors shall be the administrative agent of Council, shall supervise the work of the chief executive officer of the Association, and shall exercise general supervision over the affairs of the Association. In the interval between the Annual Meetings of Council, the Board of Directors 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 Council. If an emergency is declared by a majority of the Board of Directors, the Board shall have power to take actions as though such action were taken by Council. The Board of Directors shall make a report of such emergency actions not later than the next meeting of the Council. It shall furnish a report of all such transactions at each Business Meeting of Council held in conjunction with the Annual Convention.

ARTICLE VIII

Leaders of the Board

Officers of the Association

1. The Leaders of the Board of Directors shall be as follows: a President, a President-elect, a Past President, a Recording Secretary, and a Treasurer. They shall hold these roles until their successors are elected and qualify. Leaders of the Board shall not be considered officers of the Association.

2. The President shall be a Member of the Association who has just completed a term as President-elect. The President shall serve as presiding member of the Board of Directors, Council and the Association. The President shall perform such other duties as are prescribed in the Bylaws, as are incident to the role of the chair of the Board, or as may properly be required of the President by vote of Council or the Board of Directors.

3. The President-elect shall be a Member of the Association, elected by preferential ballot, and shall become President-elect on January 1 of the year following the individual's election. The President-elect shall serve as presiding member of the Board of Directors, Council and the Association in the absence of the President.

4. In the event that the President shall not serve out a term for any reason, the President-Elect shall succeed to the unexpired remainder thereof and continue through the individual's own term. In the event that the President-elect shall not be able to serve out a term, both a President and a President-elect shall be nominated and elected at the time of the next election and shall assume the role by declaration of Council on January 1 of the year following the individual's election.

5. In the event that both the President and the President-elect shall be unable to serve, the Board of Directors shall elect one of its members to serve as presiding member of the Board of Directors, Council and the Association.

6. The Past President shall be the most recently retired President and shall chair the Election Committee. The Past President shall not be eligible to appear as a candidate on the President-elect election ballot.

7. The Recording Secretary shall be a Member of the Association, elected by the immediately previous Council following nomination by the Board of Directors, and shall serve for a term of three years, beginning on January 1 of the year following the individual's election, and shall not succeed themselves in this role. The Recording Secretary shall not be eligible to appear as a candidate on the Board member-at-large or Treasurer election ballots for at least one year after the individual's term has expired. The Recording Secretary shall serve as secretary of Council and of the Board of Directors and shall perform such other duties as may be prescribed in these Bylaws. It shall be the duty of the Recording Secretary to keep the records of all meetings of Council and of the Board of Directors; to file and hold subject to call and to direct the publication of such records, reports, and proceedings as are authorized by these Bylaws and by vote of Council or the Board of Directors at any duly constituted meeting; and to perform all other secretarial duties for Council and the Board of Directors as are not delegated to the chief executive officer. In the event that the Treasurer shall not be able to complete a term for any reason, the Recording Secretary is authorized to perform the duties normally assigned to the Treasurer until the individual is replaced under procedures defined in the Association Rules.

8. The Treasurer shall be a Member of the Association, elected by the immediately previous Council following nominations by the Board of Directors. The Treasurer shall serve for a term of three years, beginning on January 1 of the year following the individual's election and shall not succeed themselves in the role more than once. The Treasurer shall not be eligible to appear as a candidate on the Board member-at-large or Recording Secretary election ballots for at least one year after the individual's term has expired. The Treasurer shall deliver an audited report for each fiscal year to the Finance Committee and

the Board of Directors. The Treasurer shall chair the Finance Committee and serve *ex officio*, without vote, on the Publications and Communications Board. In the event that the Recording Secretary shall not be able to complete a term for any reason, the Treasurer is authorized to perform the duties normally assigned to the Recording Secretary until the individual is replaced under procedures defined in the Association Rules.

9. Officers of the Association: The Board of Directors shall nominate a Member of the Association to Council for confirmation as chief executive officer who shall be the executive officer of the Association and Director of the Central Office. The chief executive officer's official title shall be determined by the Board of Directors. The chief executive officer shall be responsible for the staff, their hiring, training, performance, and termination. The chief executive officer shall perform such duties as may be assigned by the Board of Directors and Council or as may be prescribed in these Bylaws. Confirmation of the chief executive officer shall be by a two-thirds vote of those Council members voting. The chief executive officer shall be confirmed for a term not to exceed five years and may be reconfirmed. During this term the chief executive officer shall not hold any other office within the Association or any of its Divisions or State, Provincial or Territorial Psychological Associations.

10. Any member of the Board of Directors may be removed from office before the expiration of a term by a two-thirds vote of a quorum of Council if it appears that the member's continued service in this position is not in the best interest of the Association.

11. Board Leaders shall be bonded by an amount fixed by the Board of Directors.

ARTICLE IX

Corporate Seal

1. The corporate seal of the Association shall be:



ARTICLE X

Nominations and Elections

1. The Election Committee shall issue annually a call to all voting members of the Association for nominations for the office of President-elect. The nomination ballots shall provide spaces for nomination of at least three names of Members to be listed in order of preference. Forty-five days after sending the nomination ballots, the Election Committee shall close nominations and shall make a preferential count of nominees for President-elect. The Election Committee shall then prepare for the final election ballot a slate including the names of up to five Members of the Association who receive the largest numbers of nominating votes provided those Members also have a minimum of thirty nominating votes. If there are not three Members who receive thirty or more nominating votes,

the Election Committee shall slate the three Members who receive the largest number of nominating votes.

2. The Election Committee shall send to all voting Members of the Association the final ballot, which shall include nominees for President-elect and may include the names of nominees to such other offices as may be appropriate.

3. The Election Committee shall determine the eligibility of nominees and ascertain that all the nominees for any office are willing to stand for office. If any one nominee is found to be ineligible or unwilling to stand for office, the name of the person ranking next on the preferential count shall be substituted.

4. Forty-five days after sending a final ballot, the Election Committee shall close the election and shall make a preferential count of the election ballot. Tie votes shall be resolved by lot. The Election Committee shall also secure reports from the Divisions and from the State/Provincial/Territorial Psychological Associations of the results of all elections conducted by them. The election results shall be reported by the Election Committee to the Board of Directors and Council within thirty days after the ballot closes.

ARTICLE XI

Boards and Committees

1. The boards and committees of the Association shall consist of the standing boards and committees provided by these Bylaws and such other boards and committees as may be established in accordance with the *Association Rules*. Members of standing boards and committees, except those serving as ex officio or as otherwise stated in these Bylaws, shall be elected for staggered terms by Council. Nomination of candidates shall be the responsibility of the Board of Directors, after receiving recommendations from the relevant boards and committees. At least two persons shall be included on a slate for each vacancy on the board and committee election ballot. Selections of

members to committees other than standing committees and those reporting directly to the Board of Directors and Council shall be the responsibility of the board through which the committee reports, with the approval of the Board of Directors. The respective standing boards shall have the responsibility for the supervision and coordination of the committees of the Association whose activities fall within their scope. Except as otherwise provided in these Bylaws, each standing board and committee shall annually elect its own Chair. Standing boards and committees shall meet not less often than annually at the call of their Chair. They shall report annually in writing to the Board of Directors and Council.

If a standing board or committee believes that there is reasonable cause to remove a member from said body, a vote may be taken by the board or committee to petition the Board of Directors to remove said member. If, with the exception of the individual in question, two-thirds of all members vote to remove said member, then a petition requesting removal shall inform the Board of Directors of the basis for, and the evidence supporting, said removal. The Board of Directors shall give said member the opportunity to fully respond in writing to the petition. The Board of Directors, by a two-thirds vote of all members, may remove said member if it determines that there is reasonable cause for removal and that removal is in the best interest of the Association.

2. The Membership Board shall consist of no fewer than nine Members, one of which should be a Graduate Student member, and one Affiliate of the Association. At least two of the members shall be Fellows of the Association. The remaining members shall be selected to represent the diverse membership of the Association. Members of the Board shall serve for staggered terms of three years each, except when filling a vacancy on the Board. The Board shall provide guidance regarding membership engagement in advancing the mission of the Association. The Board shall have the authority to elect qualified persons to initial Member, Associate member or Graduate Student member status. The Membership Board is responsible for establishing and regulating the APA criteria that

the Fellows Committee uses to review and to recommend member nominees for election to Fellow status. The Board shall receive nominations from the Fellows Committee and shall forward recommendations without alterations or comments to the Board of Directors.

3. The Finance Committee shall consist of the Treasurer and not fewer than three Members of the Association, elected for terms of not less than three years. The Treasurer shall serve as Chair. It shall be the duty of the Finance Committee to present an annual budget, to review the annual financial statements of the Association, and to nominate the professional auditors who shall be elected annually by the Board of Directors.

4. The Board of Convention Affairs shall consist of not fewer than six Members and one Graduate Student member of the Association, three or four to be elected every other year for a term of not less than four years. The President may each year appoint to this Board one or more Members of the Association for terms of one to four years at his/her discretion. It shall be the responsibility of this Board to recommend policies and procedures to be followed in planning the Annual Convention, to coordinate the programs of Divisions and other organized groups within the Association, and to arrange for programs of general interest at the time of the Annual Convention.

5. The Ethics Committee shall consist of not fewer than eight persons, at least seven of whom shall be Members of the Association, elected from different geographical areas, for terms of not less than three years. Members of the Ethics Committee shall be selected to represent a range of interests characteristic of psychology. The Ethics Committee shall have the power to receive, initiate, and investigate complaints of unethical conduct of Members (to include Fellows), Associate members, Graduate Student members and Affiliates; to report on types of cases investigated with specific description of difficult or recalcitrant cases; to dismiss or recommend action on ethical cases investigated; to resolve cases by agreement where appropriate; to formulate rules or principles of ethics for adoption by the Association; to formulate rules and procedures

governing the conduct of the ethics or disciplinary process for approval by the Board of Directors acting on behalf of Council; and to interpret, apply, and otherwise administer those rules and procedures.

The work of the Ethics Committee, including information and recommendation on all cases before it, shall be kept confidential, except as provided by the Ethics Committee in rules and procedures approved by the Board of Directors, consistent with the objectives of the Committee and the interest of the Association.

6. The Election Committee shall consist of the Past President, acting as Chair, and the two other most recently retired Presidents of the Association. The Election Committee shall be responsible for the conduct of elections by voting Members of the Association, shall determine the results of all such elections, shall investigate complaints about APA elections, and shall certify the outcome of elections to the Board of Directors and Council. The Election Committee shall also oversee the voting Bylaws amendments and shall certify the results.

7. The Policy and Planning Board shall consist of not fewer than nine Members and one Graduate Student member of the Association, three or four of whom shall be elected each year and each of whom shall serve for an initial term of not less than three years. The Policy and Planning Board shall be selected to represent the range of active interests within the Association. No person shall be eligible to serve more than two consecutive terms. The Policy and Planning Board's function shall be the consideration of current and long-range policy. As a continuing body, it shall recommend to the Members, Board of Directors, and Council such changes in existing policy and such extensions or restrictions of the functions of the Association, its Divisions, or State/Provincial/Territorial Psychological Associations as are consonant with the purposes of the Association. The Policy and Planning Board shall report annually by publication to the membership. It shall review the structure and function of the Association as a whole in every

fifth year and shall make recommendations by written report to Council and by publication to the Association.

8. The Publications and Communications Board shall consist of no fewer than nine Members of the Association. Members of the Board shall serve for staggered terms of six years. In addition, the Treasurer and chief executive officer shall be ex-officio members, without vote, of the Publications and Communications Board. It shall be the function of this Board to make recommendations on current and innovative plans and policies on the acquisition, management, initiation, or discontinuance of journals, separates, bibliographic and related publications, and information services. It shall appoint Editors, except the Editor of the official organ of the Association.

9. The Board of Educational Affairs shall consist of not fewer than thirteen persons, at least eleven of which shall be Members of the Association, one of which may be an APA Teacher Affiliate member, and one Graduate Student member, who shall serve for terms of not less than three years each. It shall have general concern for all educational and training affairs which transcend more than one Division or group of psychologists. Members of the Board of Educational Affairs shall be selected to represent the range of interests characteristic of psychology in all its aspects.

10. The Board of Professional Affairs shall consist of no fewer than nine Members and one Graduate Student member of the Association, who shall serve for terms of three years each, except when filling a vacancy on the Board. The Board of Professional Affairs shall be responsible for developing recommendations for and monitoring the implementation of APA policy, standards and guidelines for the profession of psychology, maintaining relationships with other professional organizations and groups appropriate to its mission, recognizing contributions to the profession of psychology through awards and honors, proposing to the Association ways to enhance the profession of psychology, and fostering the application of psychological knowledge in order to promote public welfare. Insofar as possible, members of the Board of

Professional Affairs shall be elected to represent the range of interests characteristic of the profession of psychology.

11. The Board of Scientific Affairs shall consist of not fewer than nine Members and one Graduate Student member of the Association, who shall serve for terms of not less than three years. It shall have general concern for all aspects of psychology as a science, including the continued encouragement, development, and promotion of psychology as a science; scientific aspects of the program at the Annual Convention; and psychology's relations with other scientific bodies. It shall have particular responsibility for liaison with agencies giving financial support to scientific projects, for awards and honors in recognition of scientific achievement, and for seeking new ways in which the Association can assist scientific activities. Members of the Board of Scientific Affairs shall be selected to represent the range of interests characteristic of psychology in all its aspects.

12. The Board for the Advancement of Psychology in the Public Interest (BAPPI) shall consist of not fewer than eleven members elected for three-year terms. Nine of the members must be Members of the American Psychological Association, and one of the members must be a Graduate Student member of the Association. The eleventh member shall be a public member appointed by BAPPI for up to a three-year term. The mission of the Board shall be to encourage the generation and application of psychological knowledge on issues important to human well-being. It shall have general concern for those aspects of psychology that involve solutions to the fundamental problems of human justice and that promote equitable and just treatment of all segments of society. BAPPI shall encourage the utilization and dissemination of psychological knowledge to advance equal opportunity and to foster empowerment of those who do not share equitably in society's resources. The Board shall be concerned with increasing scientific understanding and training in regard to those aspects that pertain to, but are not limited to, culture, class, race/ethnicity, gender, sexual orientation, age and disability. The Board shall support improving educational and training opportunities for all persons

in psychology and continue the promotion of culturally sensitive models for the delivery of psychological services. The Board shall be sensitive to the entire range of APA activities as they pertain to the mission of this Board and make recommendations regarding ethically and socially responsible actions by APA when appropriate. The composition of the Board shall reflect diversity in terms of ethnic minorities, gender, sexual orientation, disabilities and religion, as well as the range of interests characteristic of psychology in all its aspects.

ARTICLE XII

Regional Psychological Associations

1. A Regional Psychological Association may, upon vote of Council, become affiliated with the American Psychological Association, provided that a majority of its members are Members of the American Psychological Association.

2. An affiliated Regional Psychological Association shall be representative of the scientific and professional interests of the psychologists within a given region. For the purpose of these Bylaws, a region shall be understood to be a major geographic area. The objectives of an affiliated Regional Association shall fall within the scope of the objectives specified in Article I of these Bylaws, and its membership shall not be restricted on any basis other than psychological interests and qualifications or place of residence or work.

3. An affiliated Regional Psychological Association shall exercise such control over its membership that membership in the affiliated association shall not imply membership in the American Psychological Association.

4. In the event that Council finds that the conditions of affiliation are not being fulfilled by an affiliated Regional Psychological Association or that its affiliation is no longer in the best interest of the American Psychological Association, the principal officers of the Regional Association shall be so

informed and the affiliation may thereafter be terminated by a two-thirds vote of Council.

5. The Association shall not be responsible for the acts or omissions of its regional affiliates, except as specifically authorized by these Bylaws or other duly promulgated rule of Council.

ARTICLE XIII

State and Provincial and Territorial Psychological Associations

1. A State, Provincial, and Territorial Psychological Association may, upon vote of Council, be affiliated with the American Psychological Association, provided that ten or more of its members are Members of the American Psychological Association. Continuing affiliation shall depend upon the State/Provincial/Territorial Psychological Association's conforming to the purposes and stated policies of the Association. For the purposes of organization, the District of Columbia, the territories and commonwealths of the United States, and the provinces of Canada are to be regarded as the equivalent of states. In areas where there are relatively few psychologists, an organization extending beyond state boundaries may be affiliated, so long as it does not include an area in which there is a State/Provincial/ Territorial Psychological Association.

2. A State/Provincial/Territorial Psychological Association shall be representative of all the scientific and professional interests of psychologists within the state/province/territory. Its name should be the name of the state/province/territory, followed by the words 'Psychological Association.' Its objectives shall fall within the scope of those specified in Article I of these Bylaws, and its membership shall not be restricted on any basis other than psychological interests and qualifications or place of residence or work. The term State, Provincial, and Territorial Psychological Association, as used in these Bylaws, shall mean a State, Provincial, and Territorial Association affiliated with the Association.

3. Each State, Provincial, and Territorial Psychological Association shall exercise such control over its membership that membership in the State/ Provincial/Territorial Psychological Association shall not imply membership in the American Psychological Association.

4. In the event that Council finds that the conditions of affiliation are not being fulfilled by a State/ Provincial/Territorial Psychological Association or that its affiliation is no longer in the best interest of the American Psychological Association, the principal officers of the State/ Provincial/Territorial Psychological Association shall be so informed and the affiliation may thereafter be terminated by a two-thirds vote of Council.

5. In matters of mutual concern to the State, Provincial, and Territorial Psychological Associations and the Association, it shall be the responsibility of the American Psychological Association to encourage and assist the State/ Provincial/Territorial Psychological Association in taking responsible action and, when advisable, to formulate standards of uniform practice that will guide the State, Provincial, and Territorial Psychological Associations. It shall be the responsibility of each State/Provincial/ Territorial Psychological Association to keep the Association and other State, Provincial, and Territorial Psychological Associations adequately informed of actions affecting the welfare of psychologists beyond its own state boundaries.

6. The Association shall not be responsible for the acts or omissions of its State, Provincial, and Territorial Psychological Association Affiliates, except as specifically authorized by these Bylaws or other duly promulgated rule of Council.

Article XIV

Ethnic Minority Psychological Associations

1. An Ethnic Minority Psychological Association may, upon vote of Council, be affiliated with the American Psychological Association provided that the Council deems it in the best interests of the Association for such Ethnic Minority Psychological Association to be so affiliated.
2. For purposes of this article, the following Ethnic Minority Psychological Association shall be deemed affiliated with the American Psychological Association: the American Arab, Middle Eastern and North African Psychological Association; the Asian American Psychological Association; Association of Black Psychologists; National Latinx Psychological Association; and the Society of Indian Psychologists.
3. Each Ethnic Minority Psychological Association that is affiliated with the American Psychological Association shall be afforded one voting representative serving on the Council of Representatives of the American Psychological Association. Any Ethnic Minority Psychological Association that opts not to send a voting Representative to Council may instead send a non-voting delegate, in accordance with rules promulgated by Council.
4. Each Ethnic Minority Psychological Association shall exercise such control over its members so that membership in such association shall not imply membership in the American Psychological Association.
5. In the event that Council finds that any conditions of affiliation are not being fulfilled by an Ethnic Minority Psychological Association or that its affiliation is no longer in the best interest of the American Psychological Association, the principal officers of the Ethnic Minority Psychological Association shall be so informed and the affiliation may thereafter be terminated by a two-thirds vote of Council.

6. The American Psychological Association shall not be responsible for the acts or omissions of the Ethnic Minority Psychological Associations, except as specifically authorized by these Bylaws or other duly promulgated rule of Council.

ARTICLE XV

Affiliation of Other Organizations with the Association

1. Other organizations whose general purposes fall within the scope of Article I of these Bylaws may become affiliated with the American Psychological Association in accordance with the provisions of this Article.

2. Affiliated organizations shall represent groups of people such as students of psychology, a substantial proportion of whom are not eligible for membership in the Association. Such organizations shall not be local in character, nor shall their membership be limited on other than academic, scientific or professional grounds. It shall be made clear that membership in an affiliated organization does not imply membership in the American Psychological Association and that the Association assumes no responsibility for the administration or financial affairs of the affiliated organization.

3. Council shall determine what privileges of the Association may be granted to organizations which affiliate with the Association under the provisions of this Article.

4. In the event that Council believes that the affiliation of an organization under this Article is no longer in the best interest of the American Psychological Association, the principal officers of that organization shall be so notified, and thereafter the affiliation may be terminated by a two-thirds vote of Council.

ARTICLE XVI

Affiliation of the Association with Other Organizations

1. Council may establish affiliation with national and international scientific and professional organizations by two-thirds vote of those present at a meeting, may elect such representatives thereto as are necessary and proper, may authorize the payment of appropriate fees for such affiliation, and by two-thirds vote of those present at a meeting, may terminate such affiliation when it is not in the interest of the Association.

ARTICLE XVII

Central Office

1. The Association shall maintain a Central Office for the promotion of the objectives of the Association, its Divisions, and State/Provincial Associations. The Central Office shall be established at such a place and with such facilities and functions as Council may direct. The chief executive officer shall be the Director of the Central Office. The chief executive officer shall report annually on the operations of the Central Office to the Board of Directors, to Council, and by publication to the membership.

ARTICLE XVIII

Publications

1. Such records, reports, proceedings, journals, and other documents shall be published as are authorized by these Bylaws or by vote of the Council. The Association shall publish an official organ and shall maintain scientific information services for members which shall publish abstracts and other bibliographic material based upon the psychological and other appropriate literature.

ARTICLE XIX

Annual Convention

1. There shall be an Annual Convention of the Association at a time and place to be determined by the Board of Directors. Joint meetings with related societies shall be subject to the approval of the Board of Directors.

ARTICLE XX

Dues and Subscriptions

1. The basic Association dues to be paid annually by Members, Associate members and Graduate Student members shall be determined by Council and shall include subscriptions to such publications as may be determined by Council.

2. The annual fees to be paid by International Affiliates, High School Teacher Affiliates, and Student Affiliates, and the publications of the Association to which they shall be entitled, shall be determined by Council.

3. Nonpayment of dues for one year shall be considered as equivalent to a request for resignation from the Association.

4. A Division may require dues of its own members.

5. Council may authorize special subscription rates to publications of the Association for special groups of subscribers.

6. Any Fellow, Member, or Associate member who has reached the age of sixty-five and has been a member of the Association for at least twenty-five years shall become eligible for a dues reduction process, culminating in dues exemption. Such members shall retain all rights and privileges of membership in the Association except the privilege of receiving those publications of the Association ordinarily provided to its members as a membership benefit. In order to permit the receipt of such publications, however, an option to pay a reasonable

subscription price/servicing fee for them shall be made available to dues-exempt members. (For purposes of this Subsection, membership in the American Association of Applied Psychology prior to its amalgamation with the American Psychological Association shall be counted.)

7. Any Fellow, Member, Associate member, or Graduate Student member who has been adjudged totally and permanently disabled shall be exempt from further payment of dues. Such members shall retain other rights and privileges of the Association.

ARTICLE XXI

Amendments

1. The Association, by vote of the voting Members on the official rolls of the Association at the time of sending, may adopt such Bylaws or amendments to Bylaws as are consistent with the Association's Certificate of Incorporation and are deemed necessary for the management of the affairs of the Association.

2. Amendments may be proposed (a) by Council, (b) by the Policy and Planning Board following formal consultation and discussion with Council, (c) by the Board of Directors when approved by Council by a majority vote, or (d) by petition signed by four percent or more of the Members of the Association. A copy of each amendment proposed, with space appropriate for voting and such explanations of the amendments as are deemed necessary, shall be sent to the last recorded address of each Fellow, Member, voting Associate member, and voting Graduate Student member. Pro and con statements shall accompany amendments unless two-thirds of the representatives present and voting consider such statements to be unnecessary. Forty-five days after the date of sending, the poll shall be closed and the votes counted by the Election Committee, which shall certify the result to Council at its next meeting, at which time the amendment, if passed by two-thirds of all the Members voting, shall take effect.