

# **Bylaws of the Houston Psychological Association**

**Approved March 2005**

## ***ARTICLE I:***

### ***Name***

The name of this organization shall be the Houston Psychological Association affiliated with the Texas Psychological Association (TPA) and the American Psychological Association (APA).

## ***ARTICLE II:***

### ***Object***

The purpose of the organization shall be to promote psychology as a science, and as a health profession by encouraging the promotion of research and education in psychology; by the establishment and improvement of the qualifications of psychologists through high standards of professional ethics, conduct, training and achievement; by the promotion and support of meetings, professional contacts, reports, papers, discussions and publication; thereby to advance scientific interest and inquiry, and to foster the application of psychology in the promotion of the public health and welfare.

The Association is an affiliation society and not a competency organization. No affirmations or representations regarding an individual's competency are attached to membership.

The ethical standards of this Association shall be the same as those of the American Psychological Association. Any amendments of such standards by the American Psychological Association shall be and become a part of the ethical standards of this Association.

## ***ARTICLE III.***

### ***Members***

There shall be six classes of membership in the Association, (Member, Associate, Sustaining Member, Sustaining Associate, Life Member, and Non Resident Member,) and three classes of affiliation (Student Affiliate, Affiliate, and Honorary Affiliate). Membership in the Association shall not be a matter of right, but a privilege which may be mitigated by probation or terminated by expulsion upon violation of the ethical standards of this Association. Such probation or expulsion may be accomplished only under the provisions hereinafter set forth in these Bylaws. Membership is an annually renewable privilege contingent upon both meeting and maintaining criteria for membership as well as payment of annual non-refundable dues. Affiliation is a privilege granted by the Board of Directors and such affiliation may be terminated at any time without cause, or recourse.

A. Member Classes. Members of the Association shall be persons who reside in and are employed in the state of Texas except for non-resident members who apply in writing for membership, who pay yearly dues, and who practice within and adhere to the ethical standards of this Association. Employed candidates for membership shall be engaged in work that is primarily psychological in nature.

1. Members: The Members of this Association shall have received a doctoral degree in psychology conferred by a graduate or professional school that is regionally accredited, and are provisionally

or fully licensed as Psychologists by the Texas State Board of Examiners of Psychologists.

2. Associates: Associates shall be persons who have a doctoral or master's degree in psychology from a regionally accredited graduate or professional school or who are licensed as Psychological Associates or Specialists in School Psychology by the Texas State Board of Examiners of Psychologists. Associates may not hold Association-wide office, nor may they be entitled to vote. Associates may hold office in the Special Interest Groups of the Association if permitted by Special Interest Group By-Laws, and shall be entitled to all other rights and privileges of the Association as may be granted by the Board of Directors.
  3. Sustaining Members and Sustaining Associates: Sustaining Members shall be members who volunteer to pay Sustaining Member dues and Sustaining Associates shall be Associates who volunteer to pay Sustaining Associate dues.
  4. Life Members or Life Associates are persons who have reached the age of sixty-five (65) and fully retired and have been members or associates for not less than ten (10) or more consecutive years. Membership is granted by the Board of Directors. Life members are exempt from payment of dues, however, a nominal administrative fee may be charged as set by the Board of Directors.
  5. Non-Resident Members: Non-Resident Members shall be Members of the Association who move their residence from Texas and request continued membership. Non-Resident Members shall be exempt from paying one-half the annual dues, and shall retain all rights and privileges of the Association except the rights to vote and hold office.
- B. Affiliates. Affiliates are not members of the Association and shall not represent themselves as such. They shall have such rights and privileges as may be granted by the Board of Directors.
1. Student Affiliates: Student Affiliates shall be qualified graduate and undergraduate students in psychology who are recommended for this status by their departmental chairperson or faculty advisor and who are recommended for Student Affiliate status by the Membership Committee. Student Affiliates may not hold office in the Association, nor shall they be entitled to vote except in elections for the Student Affiliate Group. Student Affiliates shall be exempt from paying the annual dues of the Association, but shall pay a small fee to be established annually by the Board of Directors.
  2. Affiliates: Affiliates of this Association shall be selected persons approved by the Board of Directors with interests consonant with the purpose of this organization as stated in Article II of these By-Laws, who apply in writing for affiliation, and who pay yearly dues. Such Affiliates shall have all the rights, responsibilities, and duties of members as may be granted by the Board of Directors except those Affiliates may not hold office in the Association, nor shall they be entitled to vote.
  3. Honorary Affiliates: Honorary Affiliates of this Association shall be persons who have shown evidence of outstanding contribution or performance in the field of psychology or to the Association, or persons of distinction in fields other than psychology. Honorary Affiliates shall be elected by the Board of Directors and shall have all rights, responsibilities, and duties of Members

as may be granted by the Board of Directors except that Honorary Affiliates may not hold office in the Association nor shall they be entitled to vote. Honorary Affiliates shall be exempt from paying the annual dues of the Association.

C. Rules and Procedures for Membership or Affiliation.

1. Application: A candidate for membership or affiliation shall make application on the form prescribed to the Association. Qualified graduate and undergraduate students applying for Student Affiliate status shall provide written verification of their status from their department chairperson or faculty advisor. Applications for membership in the Association by candidates who are not licensed/provisionally licensed as Psychologists or Psychological Associates or Specialists in School Psychology by the Texas State Board of Examiners of Psychologists shall be reviewed by the Membership Committee which will examine credentials and requests such information concerning the applicant as deems necessary.
2. Appeals: If for any reason the application for membership or affiliation shall not be accepted, the Membership Committee shall notify the candidate within ninety (90) days of the receipt of the application that such application has been recommended for rejection. The candidate shall be entitled to thirty (30) days within which to appeal the membership Committee's recommendation or rejection. If such appeal is not filed with the offices of the Association, the application shall be automatically rejected and no further application shall be received from the same candidate for a period of at least one year.
3. Grounds for review of membership: Membership or Affiliation status is subject to review by the Board of Directors if the person is dropped from membership from the American Psychological Association or Texas Psychological Association for reasons other than non-payment of dues or if the person's license or certification is revoked or suspended by the Texas State Board of Examiners of Psychologists for reasons other than nonpayment or renewal fee.

**ARTICLE IV:**  
***Officers***

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

**ARTICLE V:**  
***Nominations and Elections***

A. Nominating Committee: The Nominating Committee shall call for nominations and make nomination recommendations prior to the Spring business meeting. The chair of the Nominating Committee shall close the nomination process and then presents a slate of nominees to the Board of Directors. The Nominating Committee shall be discharged when its report has been formally presented to the Board of Directors. At the Spring Business meeting the chair of the Nominating Committee shall announce each candidate for the office of President-Elect and Secretary/Treasurer. The chair shall call for additional nominations from the floor. The Board of Directors in a closed meeting shall review the qualifications of each nominee and approve a final ballot of candidates for each elected office in the Association.

B. Voting: Candidate ballots will be mailed to each voting member. A deadline to return the ballots shall be

noted on the ballots. Write-in votes are subject to the discretion of The Board of Directors. The candidate for the office of President-Elect and the candidate for Secretary/Treasurer receiving the majority of legal votes shall be declared elected.

C. Term of Office:

- a. The President-Elect shall take possession of the office of President Elect at the beginning of the Association's fiscal year following the election process, and shall serve a full-term. When the President-Elect has served a full term as President-Elect, he/she automatically becomes the President of the Association for a full-term. The newly installed President shall offer nominations for any Committee or task force, but candidates may be nominated from the floor.
- b. The Secretary/Treasurer shall take possession of the office of Secretary/Treasurer at the beginning of the Association's fiscal year following the election process, and shall serve a full-term.
- c. Special elections to fill vacancies may be called by the Board of Directors. The nomination procedure shall be at the discretion of the Board of Directors.

**ARTICLE VI:**  
***Board of Directors***

The affairs of the Association shall be administered by the Board of Directors, which shall include the officers of the Association, and the four at large members elected or appointed as herein provided in these Articles. The Board of Directors shall establish policy through approval/disapproval of matters proposed by the Management Team. The Management Team shall consist of the elected officers and at large members of the Board of Directors.

There shall be four (4) at-large members of the Board of Directors. At-large members shall be appointed by the President in classes of two persons, and each class shall serve for a period of two years. One class of two members shall be appointed each year. Upon initial adoption of these by-laws changes, the President will appoint two classes of at-large members -- one class of two persons chosen by lot shall serve for a period of one-year, and the other for two years. Thus one class of two at-large members shall be appointed annually to the Board of Directors.

A quorum of the Board of Directors shall consist of either the President, Past-President, President-elect, or Secretary/Treasurer and at least four (4) other members of the Board of Directors, inclusive of at least two elected members, who must be present to act on Association business.

**ARTICLE VII:**  
***Meetings***

- A. A business meeting of the Association shall be held during the Spring of each year.
- B. The Board of Directors shall meet at least four (4) times each year. Other meetings may be called by the President or the Board of Directors. In the absence of the President, the Board shall be chaired by the Past-President, or in the absence of both the President and Past-President, by the President-elect. The President,

or person chairing the meeting, may vote on any issue only in case of a tie. If a quorum is present without any of the above officers present, the quorum shall elect a chairperson pro tern for that meeting. Committee meetings may be convened by the President or designated committee chairperson.

- C. Decisions at all meetings will be made by majority vote of those present and voting except where otherwise directed by the bylaws, or where a quorum is otherwise defined for meetings of the Board of Directors.
- D. Matters of Procedure. Methods of procedure pertaining to duties of the Officers and the order of procedures in business matters shall be those of the corresponding provisions of the by-laws of the Houston Psychological Association and if those are insufficient, the Current Edition of *Robert's Rules of Order Newly Revised*.
- E. Professional liaisons and appointed General Counsel may attend meetings of the Board of Directors without vote if requested by the President.

**ARTICLE VIII:**  
***Committees***

Standing committees shall include the Membership committee and Nominating Committee, appointed by the President and confirmed by the Board of Directors.

- A. The Membership Committee shall consist of three members appointed by the President, including one at-large member of the Board of Directors. The Membership Committee shall investigate and recommend all applicants for membership in the Houston Psychological Association.
- B. The Nominating Committee shall consist of three members appointed by the President at least three months in advance of the annual business meeting. The duties of the Nominating Committee shall be to choose nominees for office of President-Elect and Secretary-Treasurer.
- C. All standing committees shall submit in writing an annual report to the Association with recommendations to the President.
- D. Ad-hoc committees and/or task forces and any additional committees may be appointed by the President and approved by the Board of Directors as needed to accomplish the business of the Association. Such committees and/or task forces may serve only during the tenure of the President having made such appointment, though may be re-appointed.

**ARTICLE IX**  
***Disciplinary Procedures***

- A. The Association will review the membership status of any member subsequent to any decision of the Texas State Board of Examiners of Psychologists (TSBEP) concerning licensure or the American Psychological Association (APA) or Texas Psychological Association (TPA) concerning membership. The Association, itself, will undertake no investigative or disciplinary action pending a decision from the entities stated above. Any decision approved by the Board of Directors is not appealable unless or until conditions established by TSBEP, TPA, or APA have been satisfied.

- B. Any officer elected by the membership of the Association or appointed by the President may be removed by a majority vote of the Board of Directors whenever in its judgment the best interest of the Association would be served thereby.

**ARTICLE X**  
***Indemnifications of Directors and Officers***

Members of the Board of Directors, including Officers, past or present, shall be indemnified by the Association for any actions involved in the performance of their duties on behalf of the Association. Indemnification shall be for reasonable and necessary legal fees, costs and expenses incurred involving the defense of handling of a legal claim where the Directors and/or officers are parties to a claim, defense of a claim, suit or other legal proceeding. Allegations of ordinary negligence and/or gross negligence are to be considered proper for indemnification, but allegations of intentional or purposeful misconduct are specifically excluded from indemnification. All matters regarding indemnification, the retaining of legal counsel, payment or reimbursement of reasonable and necessary legal fees, costs and expenses, and settlement of claims shall be with the consent and approval of the Board of Directors, after consultation with involved Director or officer.

**ARTICLE XI**  
***Parliamentary Authority***

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order of order the organization may adopt.

**ARTICLE XII**  
***Amendments***

- A. These By-Laws may be amended by a majority vote. This may be accomplished at a called meeting or by a mail vote, provided that the proposed amendments have been sent to the members at least two (2) weeks prior to the meeting or to the established mail vote deadline. If a mail ballot is employed, amendment may be made by a majority of those responding to a mail ballot. A "mail ballot" includes an electronic ballot through email or casting a vote on a website, however such procedures must be secure and approved by the Board of Directors.
- B. When a majority vote is required, the Board of Directors may authorize a mail vote, within such time limits and on such terms as the Board of Directors shall specify.
- C. Revisions of the Bylaws which are of a housekeeping nature, involving no change in existing meaning, policy, or procedures, may be made by the Board of Directors.