

Approved by ACPA Board of Directors on 1/16/86  
Approved by CSPA Board of Directors on 5/18/86  
Approved by ACPA voting membership on 9/15/86  
Amended by ACPA Board on 10/24/04  
Revised by ACPA Board on 12/4/05  
Approved by the ACPA Board on 10/7/07  
Revised by Michael B. Donner 12/3/06  
Approved by the ACPA Board of Directors on 12/3/2006  
Approved by ACPA voting membership on 12/2/2007  
Approved by the ACPA Board 2/3/08  
Amended by the ACPA Board 12/2009  
Approved by the Membership, February, 2010  
Revised by Michael B. Donner 09/13/10

BYLAWS  
of the  
ALAMEDA COUNTY PSYCHOLOGICAL ASSOCIATION  
A Chapter of the California Psychological Association

**ARTICLE I. NAME**

A. This organization shall be known as the Alameda County Psychological Association, hereafter referred to in these Bylaws as ACPA. ACPA is a Chapter of the California Psychological Association (CPA).

**ARTICLE II. AFFILIATION WITH CPA**

In order to qualify as a Chapter, ACPA must maintain at least 25 members, at least 15 of these members shall be CPA members. These bylaws, ongoing policies, activities and budgets, shall be substantially consistent with those of CPA. The goals and activities of ACPA must remain consistent with those of CPA and the fiscal year shall correspond with that of CPA. ACPA shall prepare a statement of goals and programs and an annual budget and submit them to the CPA Board of Directors for approval. ACPA must submit amendments to these bylaws to the CPA Board for approval in advance of ratification. Further, ACPA shall submit to CPA an annual membership roster designating current officers, member status, and CPA members, and an accounting of the number of members who are current in their dues obligation to CPA.

**ARTICLE III. MISSION AND DIVERSITY STATEMENT**

A. MISSION STATEMENT

The Alameda County Psychological Association is a volunteer organization of psychologists dedicated to serving the public and their profession. ACPA seeks to promote human welfare and advance the profession of psychology.

B. DIVERSITY STATEMENT

ACPA strives for and values a diverse membership. All people shall be treated with respect and without discrimination. ACPA promotes full participation irrespective of gender, gender identity, race, religion, ethnicity, culture, national origin, age, sexual orientation, disability, language, or socioeconomic status.

**ARTICLE IV. MEMBERSHIP**

A. ACPA and all of its members agree to abide by and establish as its standards of ethical conduct relating to the practice of psychology the current version of the American Psychological Association Ethical Principles of Psychologists and Code of Conduct. All members shall agree to and abide by the applicable regulations of the California Board of Psychology and/or the California Board of Behavioral Science and such additional rules as the Board may have or adopt as part of its Bylaws or policies as appropriate to their degree, license and class of membership.

## 1. CLASSES OF MEMBERSHIP

### a. FULL MEMBERS

Full Members shall consist of those persons who work as a psychologist or reside within Alameda County, and (a) hold a doctorate or equivalent degree in psychology, or (b) hold a license as a psychologist in the State of California or (c) are a Diplomate of the American Board of Professional Psychology. Full Members shall have all of the rights and privileges of ACPA including the right to vote, hold office, and to be listed on the website membership list, the website Referral Service, and any other public service directory issued by ACPA.

### b. ASSOCIATES

Associates shall consist of those persons who hold a masters degree in psychology or equivalent and who work or reside within Alameda County. Associates shall have all the rights and privileges of ACPA except the right to vote, hold office or serve on the Board of Directors.

### c. AFFILIATES

Affiliates shall consist of those persons with an interest in psychology who do not meet the criteria for any other membership category. Affiliates shall have all the rights and privileges of ACPA membership except the right to vote, hold office or serve on the Board of Directors..

### d. GRADUATE STUDENT MEMBERS

Graduate Student Members are those enrolled in a graduate psychology program or engaged in a postdoctoral psychology training program in Alameda County. Graduate student members shall have all of the rights and privileges of ACPA membership except the right to vote or hold office or serve on the Board of Directors.

1) A Graduate Student Member shall be appointed by the Board of Directors as the Graduate Student Representative to serve on the ACPA Board. The Student Representative to the Board is a voting member while serving in this capacity.

### e. HONORARY PARTICIPANTS

Honorary participants shall consist of persons of other professions or disciplines designated by the Board of Directors for distinguished contribution or honorary status in psychology. Honorary participants shall have all privileges of Members except voting, holding office, serve on the Board of Directors or to be listed on the website membership list, the website Referral Service, or any other public service directory issued by ACPA.

### f. OUT OF COUNTY MEMBERS

Out-of-County members shall include all persons who live and work out of county and wish to participate in ACPA. These participants shall be entitled to participate in all activities except voting, holding office, serving on the Board of Directors or to be listed on the website membership list, the website Referral Service, or any other public service directory issued by ACPA. Out of County Members shall consist of those persons who neither live nor work in Alameda County: (1) work as a psychologist, (2) hold a doctorate or equivalent degree in psychology, or (3) a license as a psychologist in the State of California, or (4) a Diplomate of the American Board of Professional Psychology.

### g. LIFE MEMBERS

1) The criteria for Life member of ACPA shall remain consistent with the Life member category established by the California Psychological Association.

2) The current criteria for a Life Member is an individual who has been a member of ACPA for more than (15) years who is either: 1.) A retired person over age 64 years or 2.) Permanently disabled. Life Members shall retain the rights and privileges of the ACPA membership class they held prior to becoming Life Members.

## 2. APPLICATION FOR MEMBERSHIP

a. All applicants must complete and submit a written application to the Membership Committee. The Membership Committee shall review and make recommendations to the ACPA Board of Directors. ACPA reserves the right to refuse membership to applicants who do not meet the membership criteria.

b. The names of new members shall be announced to the ACPA membership in the ACPA Newsletter

## 3. EXPULSION AND SUSPENSION OF MEMBERS

a. Members may be expelled or suspended from ACPA for nonpayment of fees, periodic dues or assessments or for conduct that the Board deems inimical to the best interests of ACPA. This behavior shall include but not be

limited to unethical or unprofessional conduct and flagrant violation of any provision of these Bylaws or failure to satisfy membership qualifications. A suspended member shall not be entitled to vote.

b. Any member of ACPA and whose license is revoked without a stay by the Board of Psychology, or the Board of Behavioral Science Examiners of the Department of Consumer Affairs Of the State of California, or who surrenders a license during an investigation, shall be automatically proposed for expulsion by the Board.

c. Any expulsion, suspension or termination shall be done in good faith and in a fair and reasonable manner in accordance with the following: no expulsion, suspension or termination shall take place unless the affected member shall have been given at least 15 days prior notice of the expulsion, suspension or termination and the reasons therefore and, the notice to the member provides an opportunity for the member to be heard, orally or in writing, not less than five days before the effective date of the expulsion, suspension or termination by the ethics chair and Officers of the association, and all notices pursuant to this section may be given by any method reasonably calculated to provide actual notice. Any notice given by mail must be given by first class or registered mail sent to the last address of the member shown on the association's records.

d. Any action challenging an expulsion, suspension or termination of membership including any claim alleging defective notice, must be commencing within one year after the date of the expulsion, suspension or termination.

e. These bylaws shall remain consistent with the policies and procedures established for expulsion and suspension of members established by the Board of Directors of the California Psychological Association.

#### 4. RESIGNATION

a. A member may resign at any time.

### ARTICLE V. BOARD OF DIRECTORS

#### A. POWERS

1. Subject to the limitations of these Bylaws, and the laws of the state of California and federal laws, the business and affairs of ACPA shall be controlled by a Board of Directors. The Board is responsible for actively overseeing the activities of the Association to ensure that the Association is following state and federal laws applicable to the Association. The Board shall have the authority to create committees. ACPA shall prepare an annual statement of goals and programs and shall submit these to the CPA Board of Directors.

#### B. MEMBERS OF THE BOARD

1. All members of the ACPA Board must be a member of CPA. The Student Representative must be a member of the California Psychological Association of Graduate Students (CPAGS).

#### a. VOTING MEMBERS

- 1) Officers
- 2) CPA Board Representative.
- 3) Chairpersons of standing committees.
- 4) Student Representative.

#### b. NON-VOTING MEMBERS (ex-officio)

- 1) Chairpersons of ad hoc committees

#### C. REGULAR MEETINGS

Regular meetings of the Board of Directors shall be held at least six times per year at a place and date established by the President. One meeting per year shall be designated as the "New Member" meeting. One other of the yearly meetings shall be considered the "Annual" meeting and shall include a portion of the meeting to which all ACPA participants are invited and reports and awards are presented.

#### D. SPECIAL MEETINGS.

Special meetings may be called by the President, by three or more Board members, or by two members of the Executive Council.

#### E. MEETINGS BY CONFERENCE CALL OR OTHER ELECTRONIC MEANS

The Board of Directors may hold a meeting and conduct official business by conference call or other electronic means so long as a quorum is present, all participants can communicate with all the other members

concurrently, and there are stated instructions for determining a quorum, and recognizing speakers. All votes must be taken by roll call, and agendas must be available to all participants, in accordance with California Corporations Laws.

F. QUORUM AND VOTING.

A quorum is established when sixty (60) percent of the voting members of the Board are present. Once a quorum is established, it is maintained unless the number of Board members present falls below 50% of the total ACPA Board of Directors. An individual that holds more than one office shall be limited to one vote. The voting at any meeting or by mail of the members of the Board shall be cast only by the member entitled to vote under the provisions of the Bylaws. Voting by proxy shall not be permitted.

G. PARLIAMENTARY PROCEDURES

Unless otherwise indicated in these Bylaws or any special rules of order ACPA adopts, the latest version of Robert's Rules of Order shall be the parliamentary authority for the governance of ACPA.

**ARTICLE VI: OFFICERS**

A. OFFICERS

- a. President
- b. President-Elect
- c. Past-President
- d. Secretary
- e. Treasurer.

B. ELECTION OF OFFICERS

Election of officers shall be conducted by U.S. Postal and email ballot circulated to all Members, Life participants and the Graduate Student Representative to the board.

C. TERMS OF OFFICERS

1. The terms of office of the Officers and the CPA Board Representative shall begin January 1.

a. PRESIDENT-ELECT shall be elected for a one-year term and shall automatically succeed to the Presidency upon the expiration of his or her term, for a one-year term. S/he shall automatically succeed to the Past-Presidency for a one-year term upon the expiration of his or her term as President.

- b. SECRETARY shall be elected for a two-year term.
- c. TREASURER shall be elected for a two-year term.
- d. CPA BOARD REPRESENTATIVE shall be elected for a three-year term.

D. ATTENDANCE AT MEETINGS

1. Officers and members of the Board of Directors shall attend all Regular and Special meetings as herein defined, and all general meetings of ACPA membership. Three (50% of scheduled Regular and General meetings) absences unexcused by the President in any one year period may be considered as a member's resignation from the Board of Directors, subject to a confirming vote by the Board of Directors.

E. ELECTION PROCEDURES.

1. The President-Elect shall form a Nominations committee which he or she shall chair. This committee shall be responsible for obtaining nominations for ACPA officers and ACPA Board Representative.
2. The entire membership shall be notified of the call for nominations.
3. The Nominations committee shall strive to find at least two qualified candidates for each vacant position, but may offer only one candidate for each position. Provision shall be made for write-in candidates.
4. Ballots shall be mailed to Members, eligible Life participants and the Student Affiliate Board Representative by October 30th with position statements and biographical information supplied by candidates.
5. Ballots shall be collected and held by the Chair of the Nominations committee. Any nominee for office on the Nominations Committee shall be disqualified from counting the ballots for that office.

F. LIMITS OF CONSECUTIVE TERMS.

1. Officers shall serve in the same position for no more than two consecutive or nonconsecutive terms. For the purposes of this section, completion of more than 50% of a term shall be considered a full term of service.

G. DUTIES OF BOARD MEMBERS AND OFFICERS

1. To endeavor to fulfill ACPA's mission.

2. To facilitate the conduct of ACPA affairs as specified as an Officer or duly elected Representative or Standing Committee Chair.

3. To recruit and seek new members.

4. To recommend appointments to committees

5. Directors are charged with the overall responsibility for controlling and managing the affairs, fiscal management, and business of the Association in accordance with state and federal laws.

H. DUTIES OF OFFICERS

1. PRESIDENT

The President shall exercise general supervision over the affairs of ACPA. The President shall preside over all regular and special meetings of the Board of Directors, the Executive Council and over general membership meetings. The President shall recommend all committee chairpersons, and select the newsletter editor with the approval of the Board of Directors. The President shall represent ACPA and the profession to the public at large. The President is also responsible for the annual report to CPA.

2. PRESIDENT-ELECT

The President-Elect shall assume the duties of the President in the absence of the latter. In the case of resignation or death of the President, the President-Elect automatically shall become President. S/he shall serve ex-officio on all standing committees and shall, Chair the Programs and Continuing Education Committee and serve on the Committee for Nominations Elections and Awards.

3. PAST-PRESIDENT

The immediate Past-President shall assume the duties of the President in the absence of the President and the President-Elect and Chair the Nominations, Elections & Awards Committee.

4. SECRETARY

The Secretary shall record minutes of all Board meetings, and shall prepare the minutes for distribution to Board members. S/he shall be the custodian of all previous years minutes.

5. TREASURER

The Treasurer shall be the custodian of all ACPA funds. S/he shall chair the Finance committee which reviews prepared budgets from all Board of Directors members, makes required adjustments and recommends their passage to the Board of Directors. He or she shall present a statement of ACPA financial status at all Board meetings. After annual audit and Board approval, s/he shall present an annual summary statement of the financial standing of ACPA to the membership.

6. CPA BOARD REPRESENTATIVE

The CPA Board Representative shall regularly attend the meetings of the CPA Board of Directors, and represent the interests of ACPA to CPA. S/he shall inform the ACPA Board of Directors of CPA actions and facilitate implementation of CPA policy in ACPA.

I. RESIGNATION AND VACANCIES OF OFFICERS

1. Any officer may resign by giving written notice to ACPA President. Any such resignation shall take effect at the date of the receipt of such notice unless otherwise specified and the acceptance of such resignation shall not be necessary to make it effective.

2. If the office of President becomes vacant, the President-Elect shall succeed to the higher office. If the office of Secretary or Treasurer becomes vacant and an incumbent is serving as Secretary-Elect or Treasurer-Elect, the Elect position shall succeed to the vacated office to complete the unexpired term and succeed to the two (2) year term.

3. If there is no incumbent, or any of the positions of Elect are vacated, positions shall be filled by a majority vote of the Board. A person elected by the Board shall serve only until the next annual election.

#### J. RESIGNATION OR REMOVAL OF OTHER MEMBERS

##### 1. RESIGNATION

a. Any other member may resign by giving written notice to the President, the Secretary or the Board. If the resignation is effective at a future time, a successor may be elected by the remaining Board to take office when the resignation becomes effective. If the resignation is effective immediately, the Board of Directors or the President on behalf of the Board as a whole shall fill the vacancy by appointment for the unexpired term.

##### 2. REMOVAL OF OTHER MEMBERS

a. The Board may declare vacant the office of a member if the member is unable to fulfill the duties of the position, is convicted of a felony, violates the duties specified in the California Non-Profit Corporate Code or any other requirement of these bylaws.

### ARTICLE VII. COMMITTEES OF THE BOARD

#### A. EXECUTIVE COUNCIL

1. The Executive Council may conduct the business of the chapter, carrying out Board decisions and implementing Board policy. The Executive Council shall consist of six (6) voting members: the President, President-Elect, Past-President, Secretary, Treasurer and CPA Board Representative. The Executive Council shall have at least four members present to carry out business.

#### B. STANDING COMMITTEES

1. Standing Committee Chairs shall be appointed by the President-Elect at the end of the calendar year to serve during the following year for one (1) year terms with the approval of the Board except for those committees whose terms are designated by the Bylaws.

2. Chairpersons may solicit their own membership. Standing Committees and their duties shall be as follows except for Ethics and Professional Affairs

a. Members of the Ethics and Professional Affairs Committee shall be nominated by the Ethics and Professional Affairs Committee Chair and approved by the Board.

##### 1. FINANCE

The Finance Committee is chaired by the Treasurer and reviews proposed budgets from ACPA officers, the CPA Chapter Representative and standing committee chairs. The committee also examines the feasibility of financial proposals brought before the Board of Directors which involve the spending of general funds over \$300.00.

##### 2. MEMBERSHIP

The Membership committee shall receive all applications for participation and shall take action thereon. The committee shall maintain records on each member's participation and dues payment history.

##### 3. NOMINATIONS, ELECTIONS AND AWARDS

The Nominations, Elections and Awards committee is chaired by the Past-President and shall develop a slate of candidates for all elected positions of the ACPA Board of Directors, call for nominations and hold an annual election to fill vacant positions.

##### 4. PROGRAMS AND CONTINUING EDUCATION

The Programs and Continuing Education Committee is responsible for planning the Annual Meeting and for programs at general meetings of ACPA. The committee shall develop and offer continuing education programs to the professional community. The Program and Continuing Education Committee is chaired by the President-elect.

##### 5. ETHICS AND PROFESSIONAL AFFAIRS

The Ethics and Professional Affairs Committee shall educate and advise the membership on professional and ethical issues regarding the practice of psychology. This shall include the contribution of educational articles to the ACPA Newsletter, and telephone consultation to the membership. The Ethics Committee also shall make

recommendations to the ACPA Board of Directors (Board) regarding professional and ethical issues of general relevance to ACPA members, shall refer individuals with a complaint against a member to the appropriate regulatory agencies, and shall consult with the Board on matters regarding professional ethical conduct.

#### 6. GOVERNMENTAL AFFAIRS

The Governmental Affairs Committee shall be responsible for investigation of, and recommendations concerning, actual, or proposed state or local legislation affecting the science and profession of psychology. The committee shall regularly inform the membership regarding the status and outcomes of pending legislation. The Chair of the Committee serves as the Chapter representative to the CPA Governmental Affairs Council.

#### 7. PUBLICATIONS

The Publications Committee shall serve as the communication link between ACPA and the community; oversee the website, including monitoring the Directory of Psychologists and Enhanced Directory Listing to ensure that only Full members are listed; and publish ACPA's online newsletter.

#### C. AD HOC COMMITTEES

1. Ad Hoc Committees shall be established and dissolved as needed. Ad Hoc Committees shall be re-established annually.
2. Chairpersons shall be recommended by the President and approved by the Board.
3. Chairpersons of Ad Hoc Committees are not voting members of the Board.
4. Chairpersons may solicit their own membership.

### **ARTICLE VIII. DUES AND ASSESSMENTS**

- A. An application fee may be charged to all applicants.
- B. The annual dues shall be payable on or before December 1st of each year and shall cover the period from January 1st through December 31st of the following year.
- C. A late payment fee may be assessed on all participants who remit their dues after January 1st.
- D. Dues will be reviewed and recommended annually to the Board of Directors by the Finance Committee. Life members shall pay no dues.
- E. Participants in any category who have not paid their dues and late-payment fee prior to April 1st shall be considered as having resigned and shall be dropped from participation.
- F. Participants in any category who have resigned from participation through non-payment of dues may be reinstated only upon payment of the current year's dues plus a reinstatement fee.
- G. Participants in any category who voluntarily resign from ACPA at a time when their dues are current will be reinstated upon payment of the then current year's dues.
- H. Any Member or Associate who seeks to continue membership in ACPA but because of hardship factors cannot pay the full membership dues may apply to the Membership Committee for special consideration. The Membership Committee shall review credentials and substantiating documents of the applicant and shall recommend to the Board of Directors whether the applicant qualifies for special consideration. If the recommendation is approved by the Board of Directors, ACPA will assess only a minimum membership fee of \$10.00 per year, and the person shall continue in his or her category of participation in ACPA. Special consideration approval shall apply for one year only, and each case must be reevaluated annually.

### **ARTICLE IX: DISSOLUTION OF CHAPTER**

- A. Two-thirds (2/3) of the voting participants of ACPA may petition the CPA Board of Directors to dissolve ACPA. If ACPA's membership falls below twenty (20) participants, or CPA members drop below 15, the CPA Board of Directors has the option of dissolving ACPA.

### **ARTICLE X: AMENDMENT OF BYLAWS**

- A. Bylaws may be amended when ratified and the amendments shall have the force of Bylaws. A two-thirds (2/3) majority of the members voting is required for a Bylaw change.
- B. These Bylaws can be amended or repealed by a two-thirds vote of the Board, with notice, or by a vote of the members, provided that certain amendments to the Bylaws specified in the California Nonprofit Corporation Law, including those that materially and adversely affect the rights of members or change the authorized number of directors (not less than three and not more than 50, as defined in the Articles of Incorporation), be approved by two-thirds of the votes cast by voting members of ACPA.
- C. Proposed amendments shall be presented to the voting members of ACPA by a two-thirds vote of the Board or upon receiving a petition signed by not less than five percent (5%) of the voting members of ACPA.

D. All amendments to the Bylaws requiring approval of the members shall conform to the mail balloting procedures specified in the California Nonprofit Corporations Law. All substantive changes in the Bylaws will be made by U.S. Postal and email ballot to the voting participants including a summary of arguments for and against the amendment.

E. Bylaw amendments shall go into effect upon receiving a majority of votes cast. Ballots shall be sent to all voting members of ACPA.