

# PROCEDURAL CODE OF THE ASSEMBLY OF THE AMERICAN PSYCHIATRIC ASSOCIATION

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## ARTICLE I: THE ASSEMBLY

### 1. Authority

The powers and responsibilities of the Assembly are defined by the Bylaws of the American Psychiatric Association.

### 2. Purpose

The Assembly of the American Psychiatric Association is a deliberative body which recommends action to the Board of Trustees. The Assembly is composed of representatives elected from the district branches; representatives of other groups of members; and the Assembly officers.

- a. The Assembly establishes and supports forums for discussion of the issues facing our profession. These forums include the District Branch, State Associations, Area Councils, Reference Committees, the special groups identified by the Assembly, and the Assembly meeting as a whole.
- b. The Assembly receives reports from the President of the APA, the Treasurer, the CEO and Medical Director, the chair of the APA delegation to the AMA, and others.
- c. District Branches of the APA are established, continued, or dissolved by the Assembly. (see Bylaws - District Branches shall be established, continued, or dissolved according to the procedural code of the Assembly.)
- d. The Assembly shares responsibility with the Board for developing and reviewing official Position Statements of the Association.
- e. The Assembly establishes awards for outstanding contributions and selects recipients.
- f. The Assembly has a formal process for leadership development and provides opportunities for representatives to the Assembly to exercise those skills.
- g. The Assembly, representing the members, can ratify proposed amendments to the by-laws of the Association. (bylaws 11.2)
- h. The Assembly reviews and endorses Practice Guidelines developed by the Association.

### 3. Composition

The Assembly shall be composed of Representatives selected by the District Branches/State Associations; a Representative and Deputy Representative from each Minority/Underrepresented Group; a Resident-Fellow Member (formerly Member-in-Training) Representative and Deputy Representative from each Area; an Early Career Psychiatrist Representative and Deputy Representative from each Area; a Representative from each Assembly Committee of Representatives of Subspecialties and Sections (ACROSS); two non-voting Minority Fellows; and the Assembly Executive Committee. Representatives of the Assembly may only be voting representatives of one organization or entity as an Assembly member. In addition, members of the APA Board of Trustees may not concurrently serve as a regular District Branch, ACROSS, Early Career Psychiatrist, Minority and Underrepresented Group, Resident-Fellow Member Representative, Area Representative, or Deputy Representative of any of the foregoing. A member of the Board of Trustees may serve as an Alternate Representative on a case by case basis (but not permanent), as authorized by the Recorder. Further, an Area Representative or Deputy Representative may not concurrently serve as a District Branch Representative. Representatives of the Assembly may only be voting representatives of one organization or entity as an Assembly member.

District Branch Representatives are eligible to be apportioned according to the following formula, except that for states with more than one district branch will have 1 Representative for District Branches with 450 or less:

<u>Numbers of Voting</u>	<u>Members Reps.</u>
450 or less	2
451-900	3
901-1350	4
1351-1800	5
1801 or more	6

#### 4. Voting

- a. Voting members of the Assembly include the duly elected Representatives of a District Branch and each Officer of the Assembly, the two immediate Past Speakers, each Area Representative and each Deputy Area Representative, each Representative and each Deputy Representative from Minority/Underrepresented Groups, each Area Resident-Fellow Member Representative and each Deputy Area Resident-Fellow Member Representative, each Area Early Career Psychiatrist Representative and each Area Early Career Psychiatrist Deputy Representative, and each ACROSS Liaison. If either the Representative or the Deputy is absent, a duly appointed and certified replacement shall have voting privileges. If both the Representative and the Deputy are absent, or if there is no Deputy, duly appointed and certified replacements shall have these privileges.
- b. For the ordinary conduct of business, voting may be by voice vote or by standing vote. Voting shall be restricted to the voting members of the Assembly.
- c. When a vote is required to endorse Practice Guidelines developed by the Association, the vote may be taken by electronic means on a schedule and within a timeframe that enables the Assembly to meet the deadlines set by the Committee on Practice Guidelines. Assembly members are expected to review the Guidelines in sufficient detail and to provide any comments they have on the Guidelines during the public comment period for the Guideline. The electronic vote will occur after the public comment period has closed and after the Assembly has been given approximately 2 weeks to review and electronically discuss the final guidelines. The vote shall take place at the end of the review period with voting held open for 48 hours. The vote shall be a vote to endorse or not to endorse. The same quorum as listed in Section 5.C will be used for electronic voting on Practice Guidelines. A vote by strength must be requested within 48 hours of the announcement of the results of the vote.
- d. **Votes by Strength.** On those occasions when the issue seems in doubt, and other methods of voting seem not to reflect the will of the membership, a vote by strength may be used. Votes by strength shall be initiated if called for by at least 6 voting members from at least 2 Areas of the Assembly representing State Associations, or the District Branches of Western Canada, Ontario, Quebec & Eastern Canada, Puerto Rico, the Washington Psychiatric Society and the Society of Uniformed Services (hereby referred to as groups in this article.) Each of the groups' voting strength is based upon its membership. The total number of votes to which a group is entitled shall be determined by a report from the APA membership database run the last working day in December of each year. These numbers will take effect at the end of the subsequent May Assembly and be in effect through the next May Assembly meeting. Additionally, each Officer of the Assembly, the two immediate Past Speakers, each Area Representative and each Deputy Area Representative, each Representative and each Deputy Representative from Minority/Underrepresented Groups of each Area Resident-Fellow Member Representative and Deputy Representative, each Area Early Career Psychiatrist Representative and Deputy Representative, and each ACROSS Liaison shall have one vote.

Every group can be fully represented in votes by strength so long as any one Representative or a Deputy Representative is present at the Assembly. All group Representatives are authorized to apportion the votes they cast according to instructions from the group or their assessment of prevailing opinion in their group. When more than one Representative is elected from a group, the Secretary of that group may inform the Recorder of the Assembly of the number of votes each Representative is authorized to cast for the group.

When voting is done electronically for Practice Guidelines, a vote by strength may be had in the following manner: within 48 hours of announcement of the result of the electronic member vote, any member wishing to initiate a vote by strength may send an email to ([asmelectronicvoting@psych.org](mailto:asmelectronicvoting@psych.org)). No email requests will be considered that are received more than 48 hours after notice of the electronic voting outcome has been shared with the Assembly. Within 72 hours after the time that the notice of result of the electronic vote has been sent, APA Governance staff will notify the Assembly whether the requirements for a vote by strength (defined above) have been met. If the requirements have not been met, the result of the electronic vote shall stand. If the requirements have been met,

Governance shall arrange for an electronic vote by strength to take place within 96 hours of the notification of the result of the electronic vote having been sent. Assembly members shall then have 48 hours after the electronic vote by strength form is sent to cast their vote.

## 5. Meetings

- a. **Frequency.** There shall be at least two meetings of the Assembly annually. The Annual Meeting shall be at the time and place of the Annual Meeting of the Association; the other shall be a Fall Meeting held virtually or at the time and place designated. The interval between the Fall APA Component Meetings and the Fall Assembly will be at least four weeks to allow adequate time for reproduction and distribution of reports prior to the convening of the Assembly.
- b. **Special Meetings.** The Speaker may opt to call a special meeting of the Assembly whenever the business of the Assembly requires it. The Speaker shall call a special meeting of the Assembly upon the request of any ten voting members of the Assembly Executive Committee, or in response to a request of one-fourth or more of the members of the Assembly.
- c. **Quorum.** A quorum of the Assembly shall consist of one-third of the Representatives or Deputies acting as Representatives, provided they represent at least 50% of the voting strength of the full Assembly.
- d. **Attendance.** Any person in attendance at any meeting of the Assembly will be one of these classes:
  - Officers
  - Executive Committee
  - Members (Representatives and Deputy Representatives)
  - Privileged Guests
  - Observers
  - Staff Personnel
- e. **Privileged Guests.** Privileged guests are those invited by the Speaker or a majority of the Assembly. Privileged guests shall have the privilege of the floor (the right to discuss a matter when recognized by the chair, but not the right to vote.)
- f. **Observers.** Observers are those in attendance at a meeting who are not classified as members, staff persons or privileged guests. The Assembly may grant observers floor privileges and the right to address the Assembly.
- g. **Staff.** Staff personnel are those staff, reporters and employees of the American Psychiatric Association and District Branches or of the Assembly attending meetings in their official capacities.
- h. **Executive Sessions.** The Speaker, in consultation with legal counsel, may determine that full and proper discussion of a report or action is likely to involve the exchange of confidential and highly sensitive information and legal advice with counsel may lead to exposure for the membership. In such cases, the Speaker shall determine that the report or action should be considered in executive session. In order to preserve and protect the client-attorney privilege for the Assembly and its membership, the Speaker shall refer any such report or action to the Assembly Executive Committee for consideration in executive session. The Assembly Executive Committee may review the Speaker's decision and reverse the referral, returning the matter to the full Assembly. If the Assembly Executive Committee proceeds to consider the matter in executive session, at its next meeting the Assembly Executive Committee may review the matter and vote to return it to the full Assembly for consideration.

## 6. Order of Business

- a. At each meeting the order of business shall include, but not be limited to, the following:
  - Call to Order
  - Roll Call
  - Statement of Recorder Regarding a Quorum
  - Minutes
  - Reports
  - Action Papers
  - Unfinished Business
  - New Business
  - Adjournment
- b. Parliamentary procedure shall be governed by *The American Institute of Parliamentarians*

*Standard Code of Parliamentary Procedure.* The Speaker may designate a Parliamentarian to advise and assist the presiding officer in the interpretation of parliamentary procedure. Rulings of the presiding officer will be subject to appeal to the Assembly.

**c. Procedure for Action**

- 1) All business of the Assembly will be provided to Representatives at least two full weeks in advance of the meeting. There will be only three exceptions:
  - Reports of some officers and guests; and
  - Reports from Committees and Task Forces that meet just before or during the meeting of the Assembly;
  - The call for an electronic vote on Practice Guidelines which shall take place as soon as practical after the Committee on Practice Guidelines requests a vote.
- 2) **Special Rules of the Assembly.** The Rules Committee shall be responsible for proposing any special rules for a session of the Assembly.
- 3) **Format of Reports.** All reports, as well as action papers will conclude with a specific statement of action requested of the Assembly (e.g., receive the report for information; adopt the report as policy of the Assembly; appoint a task force; refer to a committee, etc.) Since members will already be familiar with the contents of the report when, in its turn, it comes to the floor of the Assembly, the person responsible for the report will not have to read it, or paraphrase it, or summarize it, but will simply move the actions recommended, and these will be open for immediate debate.
- 4) Reports of officers and guests will be kept to a minimum and where at all possible will be in writing. The person will be introduced, and the contents of his/her report will be open for questions and discussion by the members of the Assembly. Any ensuing action proposals, however, will be treated as New Business.
- 5) **Format of Action Papers.** The format for an Assembly action paper includes:
  - Title (Subject):
  - Whereas Statements Listing Reason for Action:
  - **Be It Resolved:** (This is a statement of what action the APA should take and who should carry it out. It should include recommended components for action or review, such as the Council on Addiction Psychiatry, the APA/AMA Delegation, the Membership Committee, etc.)
  - *N.B.: Action Papers are normally first referred to the Joint Reference Committee before further action. The Assembly Executive Committee and the Speaker of the Assembly have the authority to refer time-sensitive matters directly to the Board of Trustees when necessary. The Assembly can also direct such time-sensitive matters as a referral to the Board of Trustees as a 'resolved' in the Action Paper, or after the Action Paper is passed in the form of a separate motion. Whether through a "Be it resolved" or separate motion, the Speaker moves such an Action Paper at the next Board of Trustees meeting.*
  - **Author or Authors:** (First listed author must be a member of the Assembly and all authors must be members of the APA)
  - **Endorsed By:** The definition of endorsement is positive support by the reviewing body. Groups limited to District Branches, Area Councils, Committees of the Assembly (M/UR, ECP, RFM, ACROSS, Public & Community Psychiatry, Maintenance of Certification, Access to Care, Psychiatric Diagnosis and the DSM) and the Assembly M/UR caucuses (American Indian, Alaska Native, and Native Hawaiian; Asian-American; Black; Hispanic; International Medical Graduates; LGBTQ Psychiatrists; Women) can endorse an action paper.
- 6) The Rules Committee will meet before the Assembly convenes to review all proposals and the reports produced by the Committees and Task Forces since the last Rules Committee meeting. This Committee will make any non-substantive changes necessary in the final form of presentation and will report these changes at the opening session of the Assembly. Changes made by the Rules Committee will stand unless reversed by a majority floor vote. The Rules Committee will continue its meetings during the Assembly as needed to consider any proposals introduced as New Business.
- 7) New Business is defined as any item not included in the previously described agenda. Any New Business must first be presented to the Rules Committee, which will review it as to format and evaluate its importance in the light of time and other business. The Rules Committee may withhold an item from the floor of the Assembly for cause and may assign priorities to those

items that it brings to the floor. A reversal of such a recommendation by the Rules Committee will require a two-thirds floor vote.

New Business brought to the floor by the Rules Committee will not necessarily be referred to the Area Councils but may be directly opened to the floor for debate.

- 8) The Area Councils will meet as often as necessary during the Assembly. All material to be discussed will be ready after the first report of the Rules Committee and can be considered at the first Area Council meetings. Further Area Council meetings or caucuses to conduct Area business may be arranged as needed.
- 9) Proposed actions for the Assembly will be reviewed by Area Councils, Reference Committees, or the Committees of Early Career Psychiatrists, Resident-Fellow Members, Minority/Underrepresented Groups, or ACROSS Liaisons according to assignment by the Rules Committee. Each reviewing body will consider its assigned actions items according to its own established procedure and report its recommendation to the Assembly. The recommendation shall be distributed prior to the action being brought to the floor. After the author moves the paper to the floor for consideration the Chair or designee of the reviewing body will report to the Assembly. The reviewing body may recommend that the action be adopted, not adopted, amended or otherwise disposed of.

## 7. Officers

The Officers of the Assembly shall be the Speaker, the Speaker-Elect and a Recorder. All Officers must be elected members of the Assembly at the time of their nomination and election to office.

### a. Duties

- 1) The Speaker shall be the presiding officer of the Assembly and shall be responsible for the duties assigned by the Assembly, the Procedural Code and by the Bylaws of the American Psychiatric Association.
- 2) The Speaker-Elect shall be responsible for the duties assigned or delegated by the Speaker, the Assembly, the Procedural Code, and the Bylaws of the American Psychiatric Association. In the absence of the Speaker, the Speaker-Elect shall be the presiding officer of the Assembly and shall act for the Speaker in all official capacities.
- 3) The Recorder shall be responsible for the formal call to Assembly meetings, who shall be seated at Assembly meetings, the records of the Assembly and all duties assigned by the Speaker, the Assembly or the Procedural Code.

### b. Term of Office

The Officers of the Assembly shall hold office for one year. After serving one full term, a Speaker may not be re-elected until after a period of five years.

### c. Election

- 1) The Speaker-Elect and the Recorder shall be elected by the Assembly during the Annual Meeting and shall assume office at the close of business at the Annual Meeting.
- 2) Election shall be by a majority vote of the Assembly. Balloting shall be by secret ballot and in accord with the voting strength of each District Branch. In the event that more than two candidates are nominated for an office, balloting will be by preferential ballot.
- 3) Pre-election activities for the Assembly shall be simple and informal. Every attempt should be made for Assembly Officer candidates to have fair, timely, and equal access to the Area Councils and Assembly membership. If all candidates cannot attend an Area Council Meeting, APA national election guidelines regarding mutual campaign presentations should be followed. (A mutual campaign presentation is defined as an event where all candidates for an APA office appear together to acquaint voters with the candidates and/or to discuss campaign issues. Candidates may appear in person or through electronic media. If all candidates have been given equal opportunity to attend and one cannot attend, the other candidate(s) may present.)
- 4) Assembly members' electronic addresses are available to Assembly candidates for campaign purposes only and must not be shared with anyone. Candidates must remove any Assembly member who requests to be removed from campaign distributions, and the candidates must respect the privacy of the Assembly members and use blind carbon copy (BCC) or something similar when sending out campaign emails.
- 5) APA sponsored listservs cannot be used for campaign purposes by either the candidates or

those Assembly members wishing to endorse/support a candidate.

**d. Withdrawal of Candidate Running for Assembly Office**

- 1) A candidate running for Speaker-Elect or Recorder may, for whatever reason, withdraw from the election. Once the Assembly receives the official notice from the candidate, the Assembly Nominating Committee should meet by conference call to identify new candidate(s) as expeditiously as possible. Once the revised slate is determined by the Assembly Nominating Committee, the Speaker of the Assembly, in consultation with the Chair of the Assembly Nominating Committee, will post a message to the Assembly listserv announcing the new slate and opening it up for nominations from the floor electronically. Additional nominations may be made from the floor electronically, up until the beginning of voting on the election at the Annual Meeting.
- 2) The new candidate(s) will be provided Assembly members' electronic addresses. If the new candidate(s) is identified prior to the Area Council meetings, the schedule of meetings and the candidates' attendance will be shared to enable the new candidate(s) participation whenever possible. If the Area Council meetings have taken place, the Nominating Committee should request that the Speaker allow for time on the Assembly agenda for the candidates to address the Assembly prior to the election.

**e. Vacancies.** If the office of the Speaker becomes vacant before the expiration of the term due to illness, resignation, death or recall, the Speaker-Elect shall assume the Speaker's office immediately, serve the unexpired portion of the term assumed, and then serve the subsequent full term as Speaker as is entitled by the earlier election as Speaker-Elect. If the office of Speaker-Elect or Recorder becomes vacant due to illness, resignation, elevation to Speaker, death or recall, the Assembly shall elect a member of the Assembly to fill the unexpired portion of the term of office. Such elections will be held at either a regular or special meeting of the Assembly as determined by the Assembly Executive Committee and shall be conducted as any regular election. The special meeting in which the vote is taken may be held electronically. The Speaker-Elect who is elected by special election shall succeed to the office of Speaker when the Speaker's full term expires, or earlier if the office becomes vacant. If the office of Immediate Past Speaker or Past Speaker becomes vacant before the expiration of the term due to illness, resignation, death or recall, the Speaker (or designee) shall appoint an available Past Speaker to fill the vacancy.

**f. Temporary Vacancies.** If the Speaker is temporarily unable to complete his/her duties as Speaker due to temporary illness or other personal matters, the Speaker-Elect shall be the presiding officer of the Assembly and shall be responsible for the duties assigned by the Assembly, the Procedural Code and by the Bylaws of the American Psychiatric Association until such time as the Speaker can resume his/her duties as Speaker. In such case, the Recorder will temporarily assume the duties and responsibilities of the Speaker-elect while continuing his/her duties as Recorder until the Speaker and Speaker-elect return to their respective positions.

If the Speaker-Elect is temporarily unable to complete his/her duties as Speaker-Elect due to temporary illness or other personal matters, the Recorder shall be the Speaker-Elect of the Assembly and shall be responsible for the duties assigned or delegated by the Speaker, the Assembly, the Procedural Code, and the Bylaws of the American Psychiatric Association until such time as the Speaker-Elect can resume his/her duties as Speaker-Elect. In such case, the Recorder will temporarily assume the duties and responsibilities of the Speaker-elect while continuing his/her duties as Recorder until the Speaker-elect returns to his/her respective position.

If the Immediate Past Speaker or Past Speaker is temporarily unable to execute his/her duties as Immediate Past Speaker or Past Speaker due to temporary illness, other personal matters or unforeseen circumstances, the Speaker (or designee) shall appoint an available Past Speaker to fill the vacancy.

**g. Recall of Officers.** An action for recall of an officer of the Assembly may be initiated by a petition signed by at least twenty voting members of the Assembly or by a majority of the voting members of the Assembly Executive Committee. The petitioners shall set forth the reasons for initiating the petition. When the petition has been signed, it shall be forwarded to the Recorder for inclusion in

the Assembly agenda and a copy shall be provided to the named officer. The petition shall take precedence over any other Assembly business at the next session of the Assembly. Ample time shall be provided for discussion and presentation of evidence. The vote on the petition may be called for by a majority vote of the Assembly. Action to recall shall require an affirmative vote from two-thirds of the Assembly voting by voting strength. If an office is vacated by the recall procedure, it shall be filled in the same manner as any other vacancy.

## 8. Executive Committee

- a. **Charge.** The Assembly Executive Committee is charged as follows: **1)** to act for the Assembly between Assembly meetings; however, proposed policy statements are to be made only in emergencies when actions clearly may not be deferred until the next meeting of the Assembly; **2)** to promote interests and decisions of the Assembly within the rest of the APA, including evolving strategies and tactics to enhance implementation of Assembly actions by appropriate APA components, and accept action papers referred to the AEC by the Assembly and determine the APA component to which they should be sent; **3)** to address APA intercomponent affairs of the Assembly, i.e., relations with the Board of Trustees, components, Joint Reference Committee, and CEO and Medical Director's office; **4)** to facilitate Assembly function by advising the Speaker, exchanging information and developing Assembly policies, including assisting the Speaker on planning for Assembly meetings, exchanging important information about arising issues, and developing policies about the Assembly's function; **5)** to study the Assembly and its components and identify issues related to long range planning, addressing emerging issues that go beyond internal structural matters that address the future of the field of psychiatry and the APA; **6)** to review the budget of the Assembly, in coordination with APA staff, and make decisions as needed during the fiscal year to assist staff in managing resources; **7)** to prioritize passed Assembly action items in accordance with the APA mission and financial feasibility and provide progress updates to the Assembly.
- b. **Composition.** The Assembly Executive Committee shall consist of the Speaker; Speaker-Elect; the Recorder; the two immediate Past Speakers; the Area Representatives and Deputy Area Representatives, elected from each geographical area of the American Psychiatric Association (see Appendix 1 for geographical areas), the chair of the Committee of Minority/Underrepresented Groups; the chair of the Committee of Resident-Fellow Member Representatives; the chair of the Committee of Early Career Psychiatrist Representatives; and the chair of the Assembly Committee of Representatives of Subspecialties and Sections. The Parliamentarian and CEO and Medical Director, or representative assigned by the CEO and Medical Director, are members with voice only.
- c. **Voting.** Voting members shall include the Assembly Officers, Area Representatives and Deputy Representatives, the chair of the Committee of Minority/Underrepresented Groups, the chair of the Committee of Resident-Fellow Member Representatives, the chair of the Committee of Early Career Psychiatrists Representatives, and the chair of the Assembly Committee of Representatives of Subspecialties and Sections (ACROSS). A Past Speaker shall be a voting member for one year and continue as a non-voting member for an additional one year. The Parliamentarian and the CEO and Medical Director are members with voice only. A quorum of the Executive Committee shall be composed of any thirteen voting members. The AEC shall not vote by strength.
- d. **Meetings.** The Assembly Executive Committee will meet as often as may be necessary. Meetings of the Committee may be called by the Speaker or by thirteen or more voting members of the committee. There will be at least four regular meetings each year of the Committee.
- e. **Contingency Fund.** The Contingency Fund of the Assembly shall be called the Assembly Executive Committee Contingency Fund, and the AEC will be responsible for disbursement of funds. The fund will be used for operations that enhance or expedite the Assembly's work and for which the usual APA budget process would not be appropriate but will not be used to establish new or ongoing components or programs. Disbursement of funds will be authorized by the AEC, as follows: between meetings of the AEC, requests for \$2,000 or less will be authorized by the three Assembly officers, and requests for \$2,000 or more will be authorized by the AEC via email, mail ballot or telephone conference.

- f. **Executive Sessions.** The Assembly Executive Committee may go into executive session when full and proper discussion of a report or action is likely to involve the exchange of confidential and highly sensitive information and/or include legal advice with counsel. In addition, the Committee will go into executive session for consideration of any matter referred to it by the Speaker pursuant to Article I, Section 5 (H). If after initial consideration, the Committee decides that the matter should not be considered in executive session, it will terminate the executive session and refer the matter back to the Speaker and the Assembly.

## 9. Committees and Task Forces

All Assembly Committees and Task Forces shall be chaired by members of the Assembly and shall report to the Speaker of the Assembly. Permission of the Assembly committee chair is required for an "acting representative" to substitute for a representative on a committee.

### a. Nominating Committee

- 1) **Composition.** The Assembly Nominating Committee shall be selected in the following manner:

- (a) The chair shall be appointed annually by the Speaker.
- (b) Each of the Area Councils shall elect one Area Selector to this Committee and an Alternate Selector to serve in the Selector's absence. Such election shall occur in the year following the election of the Area Representative. All such Selectors shall serve for a term of two years. In the event neither the Selector nor the Alternate can act, the Area Representative may fill the vacancy by appointment of a constituent District Branch Representative to serve until the next Annual Meeting when a successor shall be elected in the manner described above.
- (c) The Committee of Minority/Underrepresented Groups, the Committee of Area Resident-Fellow Member Representatives, the Committee of Area Early Career Psychiatrist Representatives, and the Assembly Committee of Representatives of Subspecialties and Sections shall each elect a Selector and Alternate Selector to serve on the Assembly Nominating Committee in a manner comparable to the Area Selectors and Alternate Selectors given above in (b).

- 2) **Function.** A meeting shall be called at the discretion of the chair to nominate candidates for Assembly office. The Committee's nominees for the Offices of Speaker-Elect and Recorder shall be announced at the fall meeting of the Assembly, at which time additional candidates may be nominated from the floor. The names of all candidates, accompanied by a brief curriculum vita, shall be circulated to the Assembly for review prior to the Annual Meeting at which the election is to be held.

### b. Rules Committee

- 1) **Composition.** The Assembly Rules Committee shall be selected in the following manner:

- (a) The chair shall be the Past Speaker of the Assembly and appointed annually by the Speaker.
- (b) Each of the Area Councils shall select one of its members and another member as an alternate to this Committee and an alternate. Such selection shall occur in the year following the election of the Area Representative. They shall serve a two-year term. In the event neither can serve, the Area Representative may fill the vacancy by appointing of an Area Council member to serve until the next Annual Meeting when a successor shall be selected.
- (c) The Committee of Minority/Underrepresented Groups, the Committee of Area Resident-Fellow Member Representatives, the Committee of Area Early Career Psychiatrist Representatives, and the Assembly Committee of Representatives of Subspecialties and Sections shall each select a representative and alternate representative to serve on the Assembly Rules Committee.

- 2) **Function.** The Committee shall consider all new business and action papers to be presented to the Assembly, help in preparing such items for presentation, rule on their appropriateness for consideration by the Assembly, and report them to the Assembly.

The Rules Committee may refer directly to other components those action papers that only

request information from or convey information to components, bypassing Assembly review. **The Rules Committee may place on the Reaffirmation consent calendar those action items that are considered to be reaffirmation of an existing APA policy or directive to take action. If an Action Paper is placed on the Reaffirmation Consent Calendar, the author of the paper will be told which existing policy the paper reaffirms.** Any member of the Assembly may remove an action item from the Reaffirmation Consent Calendar. Items removed from the Reaffirmation Consent Calendar will be discussed in one of the Reference Committees, as determined by the Rules Committee. In the event that Committee does not approve presentation of an action paper, a two-thirds vote of the Assembly shall be required to bring it to the floor. The Rules Committee shall be strict in their approval of new business, reserved for urgent business that cannot wait until the next meeting of the Assembly or Assembly Executive Committee.

**c. Committee on Procedures**

- 1) **Composition.** The Committee shall consist of one Assembly member from each Area, plus one member each from the Minority/Underrepresented, Resident-Fellow Member, Early Career Psychiatrist, and ACROSS Liaison Representatives. The members representing Areas shall have staggered three-year terms. Members representing special groups shall have one to three-year terms. Each member must retain Assembly membership. The Speaker shall appoint replacement members if and as vacancies arise during that Speaker's term of office and shall appoint the chair. Ex officio members with voice only shall include the Assembly Parliamentarian.
- 2) **Function.** The Committee shall monitor the workings of the Assembly for effectiveness and efficiency; interpret the Procedural Code with regard to specific issues, challenges, or questions; shall receive, study, and initiate proposals for changes in the Procedural Code of the Assembly and the mechanisms of operation of the Assembly. It will also review the Procedural Codes of the Area Councils and provide a list of necessary provisions to the District Branches to assure consistency with the APA Bylaws, the Operations Manual and the Procedural Code of the Assembly. It may serve as liaison with the Board in the preparation and modification of the Operations Manual.
  - (a) The Committee on Procedures shall arrange for an updated "sample" Bylaws or Procedural Code to be available to each District Branch and each Area Council within 3 months of when any amendment to the APA Bylaws or Assembly Procedural Code is adopted by the Assembly. Each updated version shall call attention to substantive changes or modifications in the document.
  - (b) The following list of provisions will be sent to DBs to identify the items that should be included in the DB's Bylaws or procedural code to maintain consistency with the APA:
    - a. Provide for assets to be distributed to APA upon dissolution of DB if DB is a c6, and to American Psychiatric Association Foundation (APAF) if DB is a c3,
    - b. Requirements and qualifications for Membership that match those of APA,
    - c. Categories of District Branch membership that match those of APA (except for Medical Student Members),
    - d. Voting members categories that match those of APA,
    - e. Membership actions to take effect after initial action from DB and approval from APA,
    - f. Transfer and Advancement of membership that match those of APA,
    - g. Election of Fellows and Distinguished Fellows will be by APA,
    - h. Representation of Assembly by DB,
    - i. Assumption of Office for Assembly Representative and DB President will take place on last day of APA Annual Business Meeting,
    - j. Code of Ethics, and
    - k. Ethics Complaints to be processed in accordance with APA's *Procedures for Handling Complaints of Unethical Conduct*.

Other bylaws provisions are included in the Addendum of the Procedural Code as an example of provisions sometimes included in bylaws for the District Branch's reference. Each District Branch is responsible for compliance with state laws governing nonprofit corporations.

- (c) The Assembly's Parliamentarian shall continue to advise on questions from District

Branches, Area Councils, or the Assembly Executive Committee, with respect to specific issues, challenges by individual members, or questions of interpretation. If the Assembly does not have a Parliamentarian, the Speaker shall arrange another mechanism for such advice.

**d. Committee of Representatives of Minority/Underrepresented Groups**

- 1) **Composition.** The Committee shall consist of the duly elected Representatives and Deputy Representatives of the Minority or Underrepresented Groups as identified by the Assembly. These Representatives elect their own chair and vice chair. The chair of this Committee is a member of the Assembly Executive Committee.
- 2) There shall be one liaison member from the Resident-Fellow Member and Early Career Psychiatrist Representatives who will be appointed by the chairs of their respective Assembly committees.

**e. Committee of Area Resident-Fellow Member Representatives (ACORF), formerly Committee of Area Member-in-Training Representatives (ACOM)**

- 1) **Composition.** The Committee shall consist of the Area Resident-Fellow Member Representatives and Area Resident-Fellow Member Deputy Representatives. These Representatives elect their own chair. The chair of this Committee is a member of the Assembly Executive Committee.
- 2) The chair shall appoint a liaison to the Committee of Representatives of Minority/Underrepresented Groups.
- 3) Two non-voting Minority fellows will serve as Resident-Fellow Member liaisons.

**f. Committee of Area Early Career Psychiatrist Representatives**

- 1) **Composition.** In March 2000, the Assembly and Component ECP committees were combined. The Committee shall consist of 14 members, 7 of whom are elected and 7 of whom are appointed from a slate of Early Career Psychiatrists not currently members of the Assembly elected by the Area Councils. The combined committee shall report to the Council on Medical Education and Lifelong Learning and the Assembly. These representatives elect their own chair. The chair of this committee is a member of the Assembly Executive Committee.
- 2) The chair shall appoint a liaison to the Committee of Representatives of Minority/Underrepresented Groups.

**g. Assembly Committee of Representatives of Subspecialties and Sections (ACROSS)**

- 1) **Composition.** The Committee shall consist of the Representatives of Assembly Committee of Representatives of Subspecialties and Sections (ACROSS) as identified by the Assembly. The Representatives of Assembly Committee of Representatives of Subspecialties and Sections (ACROSS) shall elect their own chair. The chair of this Committee is a member of the Assembly Executive Committee.
- 2) Each organization liaison must be a psychiatrist and a member of APA. Each allied organization liaison on this committee will have one vote whether by ballot or strength
- 3) Each section liaison must be a psychiatrist and a member of APA.

**h. Committee on Public and Community Psychiatry**

- 1) **Composition.** The Committee is composed of seven members, one from each Area, plus one member each from the Assembly Minority/Underrepresented, Resident-Fellow Member, Early Career Psychiatrist, and ACROSS Liaison Representatives, appointed by the Speaker.
- 2) **Function.** The Committee is charged to promote the proper use and the proper role of psychiatrists at all levels in all public psychiatric settings, to ensure quality psychiatric care for the patients treated in the public sector, and to coordinate the work of the existing APA components dealing with public psychiatry (see November 1985 Action Paper for origin). Also, the interests of psychiatrists working in jails and prisons are represented on this Committee.
- 3) The Assembly Committee on Public and Community will liaise with the Assembly Committee on Access Care.

**i. Awards Committee**

- 1) **Composition.** The Committee is composed of seven members, one from each Area, plus one member each from the Assembly Minority/Underrepresented, Resident-Fellow Member, Early Career Psychiatrist, and ACROSS Liaison Representatives, appointed by the Speaker. The Speaker also appoints the chair of the Committee (usually a Past Speaker).
- 2) **Function.** The Committee meets (usually by conference call) to choose the Assembly Profile of Courage awardee in the fall and meets (usually by email) to choose the District Branch Best Practices awardee in the spring. The Chair of the Committee presents the awards to the winners during plenary sessions of the Assembly.

**j. Assembly Committee on APA Budget Planning**

- 1) **Composition.** This committee is composed of Assembly members appointed by the Speaker including Assembly officers as members. The chair of the committee shall be appointed by the Speaker.
- 2) **Function.** This committee will review and evaluate the draft APA annual budget at a point no later than at its first dissemination to the Finance and Budget Committee and serve as a resource to the Speaker and Speaker-Elect in preparation for their deliberations in the Finance and Budget Committee in the budget planning process. In addition, the committee will report to the AEC.

**k. Assembly Committee on Psychiatric Diagnosis and the DSM**

- 1) **Composition.** The Committee is composed of one member from each Area, and one member each from the Assembly Resident and Fellow Members, the Assembly Early Career Psychiatrists, the Assembly Minority/Underrepresented Members, and the Assembly Committee of Representatives of Subspecialties and Sections. Members shall be elected by the relevant group annually, to serve no more than four consecutive years. The Chair shall be appointed from among this group annually by the Speaker.
- 2) **Function.** The Committee will serve to receive concerns and opinions from the members of the Assembly, and from the Association membership as a whole through the Assembly Representatives, about the American Psychiatric Association's ongoing or actively considered activities regarding psychiatric diagnosis and nomenclature, including but not limited to the Diagnostic and Statistical Manual (DSM). The Committee will deliberate about matters brought to it, and when appropriate, transmit recommendations for actions to the Assembly for approval and referral to the Board of Trustees or its authorized components then operating in these matters. From time to time the Assembly Committee may solicit input or opinion from the Assembly or the Association membership, especially regarding the applications of diagnosis and diagnostic criteria in clinical practice, and the perceptions of clinicians on the need for or advisability of change.

**l. Assembly Task Forces**

- 1) **Composition.** The Assembly Task Forces are appointed by the Speaker and their tenure is limited to the Speaker's term of office, though they may be reappointed. The chair of a Task Force shall be appointed by the Speaker.
- 2) **Function.** Task Forces are task-oriented groups and are appointed to accomplish a specific task in the judgment of the Assembly can be more easily and efficiently accomplished by a smaller group than by the Assembly as a whole. Task Force reports are made to the Assembly for consideration, approval, modification and/or implementation.

**m. Reference Committees**

- 1) **Composition.** Members on each reference committee are selected by the Speaker from names of Assembly members submitted by their Area Representatives and Group Chairs. The Speaker also appoints a chair from among this group. Assembly members are encouraged to volunteer for a Reference Committee. The Speaker determines the number of reference committees for each Assembly meeting. Proposed actions are grouped according to subject so that each reference committee has a particular focus. Often Reference Committees are grouped according to the strategic goals of the Association. Reference Committees can also focus on APA governance, membership, and district branch issues at the Speaker's discretion.

- 2) **Function.** Reference Committees assigned by the Speaker, are designed to be impartial groups assembled for the purpose of evaluating information stemming from an open, balanced discussion of a particular subject, and making a recommendation on the floor of the Assembly regarding merits of the matter under consideration. The Committees function as a facilitator in extracting as much information as is possible to come to an informed decision before making its recommendation to the Assembly. Through the instruction of the Speaker and the direction of the Reference Committee Chairs, views presented are balanced, time-limited, and succinct.
- 3) **Procedures.** The Rules Committee determines the assignment of action items to appropriate Reference Committees. All Assembly members are expected to attend and participate in the meeting of the Reference Committees of their choice. Reference Committee chairs lead the discussion of action items, seeking a balance of opinions. The author of an action paper should be in attendance and participate in but not dominate the discussion of the proposed action. At the Reference Committee meetings, Reference Committee members do not enter into debate with members of the audience regarding issues presented. Following formal presentation by the author(s) and an opportunity to hear discussion of varying views by Assembly members, other APA members, and APA staff present, private Reference Committee deliberation occurs. At the discretion of the Chair, during which time non-Reference Committee members may be asked into the private Reference Committee session for clarification purposes only.

At the conclusion of the discussion, Reference Committees meet to arrive at a recommendation to the Assembly for each action item reviewed. The author or any member may be present for this discussion. The Reference Committee may make one of the following recommendations:

- a) Supports as written– recommend that the Action Item be implemented as written
- b) Supports with Change(s) in Title – Recommend that the Action Item title be changed as per the Reference Committee’s report and implement the *Be It Resolved* as written
- c) Supports with Changes – recommend that the changes to the *Be It Resolved* as amended by the Reference Committee be implemented
- d) Reaffirmation in Lieu of – recommend that the action item be considered as a reaffirmation of an existing policy or directive to take action
- e) Does Not Support – recommend that the action item not be approved

The Reference Committee will prepare a report documenting its recommendations, including the rationale for such recommendations, for each action item considered by the Committee. The Reference Committee will move its report on the floor of the Assembly. This report then becomes the Reference Committee Consent Calendar. Any member of the Assembly may remove an action item from the Reference Committee Consent Calendar for individual debate and vote. Items that have not been removed from the Consent Calendar will be approved by the Assembly en bloc.

- 4) **Withdrawal of an Action Paper.** The author of an action paper may withdraw their paper at any time prior to the Reference Committee that is assigned to review the paper beginning its deliberations and preparing its report. This may be done during the First Plenary Session by motion, with no vote required. The Author may also withdraw their Action Paper subsequent to its discussion in the open session of the Reference Committee, but prior to the Reference Committee entering executive session for its deliberations, by notifying the Reference Committee Chair of their request to withdraw the Action Paper. The Reference Committee may, in its sole discretion, allow the author to withdraw their paper subsequent to the preparation of its report, but prior to the report being presented at the Assembly Plenary Session. If an author wishes to withdraw their Action Paper when the Reference Committee Report is being presented at the Plenary Session, they must make a motion to withdraw the Action Paper, which requires a majority vote to pass.
- 5) **Conflict.**
  - (a) The Chair of a Reference Committee will not accept for Committee deliberation an Action Paper to which he/she is an author. In cases in which this inadvertently occurs, the Chair will inform the Speaker and the Assembly Rules Committee Chair and ask to have the

Action Paper reassigned.

- (b) When a Committee member's Action Paper is ready for presentation, the Committee member will identify himself/herself as an author, join members of the audience, present the paper as would any member of the audience, and in doing so relinquish his/her Committee member responsibility for that portion of the meeting.
- (c) Following the closure of open Action Paper discussion and during the deliberation phase in which the Action Paper in question is being considered, the author/Committee member will recuse himself/herself from the Reference Committee deliberation—and like other authors, may be available to answer questions from the Reference Committee Members. The member will not have a vote on that specific Action Paper, nor will enter into this discussion, unless specifically queried by members of the Reference Committee. Participatory deliberation regarding other Action Papers being considered will not be affected.

**n. Assembly Committee on Access to Care**

- 1) **Composition.** The Committee is composed of one member from each Area, and one member each from the Assembly Resident and Fellow Members, the Assembly Early Career Psychiatrists, the Assembly Minority/Underrepresented Members, and the Assembly Committee of Representatives of Subspecialties and Sections. The Committee will include a liaison member of the Assembly Committee on Public Psychiatry, to be appointed by the Chairperson of that committee. In addition, there is to be an ad hoc representative from the Executive Directors' Committee to be appointed by that committee.
- 2) **Function.** The Committee will serve to identify and reflect grass roots concerns, initiatives and issues related to access to care, public and private sectors. These matters, reflecting the experiences of our patients, the members who serve them and the institutions through which care is provided will be communicated to the Assembly through member and patient surveys, District Branch, State Organizations and other Assembly constituent groups in order to develop initiatives to address these issues on local and APA wide levels. Assembly Representatives and Deputy Representatives of each constituent group in addition to the Executive Directors of the District Branches and State organizations will facilitate this effort.
- 3) The Assembly Committee on Access to Care will liaise with the Assembly Committee on Public and Community Psychiatry.

**o. Assembly Committee on Maintenance of Certification (MOC)**

- 1) **Composition.** The Committee is composed of one member from each Area, and one member each from the Assembly Resident and Fellow Members, the Assembly Early Career Psychiatrists, the Assembly Minority/Underrepresented Members, and the Assembly Committee of Representatives of Subspecialties and Sections. Members shall be selected by the relevant group. The Chair shall be appointed by the Speaker.
- 2) **Function.** The Committee will serve to receive concerns and opinions from the members of the Assembly, and from the Association membership as a whole through the Assembly Representatives, about the American Psychiatric Association's ongoing or actively considered activities regarding Maintenance of Certification for the American Board of Psychiatry and Neurology (MOC for ABPN) as well as Maintenance of Licensure (MOL) by various state boards. The Committee will deliberate about matters brought to it, and when appropriate, transmit recommendations for actions to the Assembly for approval and referral to the Board of Trustees or its authorized components then operating in these matters. From time to time the Assembly Committee may solicit input or opinion from the Assembly or the Association membership, regarding the process of MOC and/or MOL.

## ARTICLE II: AREA COUNCILS

### 1. Authority

The authority for the Assembly to establish geographical areas is defined in the Bylaws of the American Psychiatric Association. The Assembly Procedural Code is the authority for the establishment of an

Area Council in each of the geographical areas.

## 2. Purpose

The Area Council shall provide a regional organizational structure as the interface between the Assembly and the District Branches to:

- a. Promote relationships between organized psychiatry and state governments;
- b. Enhance and provide cross-fertilization in District Branch activities with regard to, membership, mental health services, insurance, continuing education, public affairs, government relations, judicial action, and any other appropriate activities; and serve as venues for communication between and among individuals, District Branches, and the national organization;
- c. Hold scientific meetings and other programs in continuing education;
- d. Provide a forum for discussion of regional issues and development of and debate about national policy proposals; providing regional view points and a unique source of institutional memory;
- e. Consider action papers from individuals and District Branches prior to submission to the Assembly and from other Areas during the Assembly meeting at the request of the Speaker and serve as substantive deliberative bodies on matters before the Assembly;
- f. Enhance the involvement of all members in the APA by providing a venue for the participation of Resident-Fellow Member (RFM), Early Career Psychiatrists (ECP), Minority/Underrepresented Groups (MUR), and ACROSS Psychiatrists;
- g. Provide loci of leadership development for the Assembly and APA.

## 3. Composition

An Area Council shall consist of the Area Representative and Deputy Representative, the Representatives of District Branches within such Areas, the Area RFM Representative and Deputy Representative, the Area ECP Representative and Deputy Representative, and any MUR representatives and deputy representatives and ACROSS representatives who reside in the Area. However, the Speaker may reassign the individual members of MUR and ACROSS in order to provide a balance representation. Some Area Councils may include their Area Public Affairs and Government Relations Representatives. The addition of other members is optional and to be determined by the needs and wishes of the individual Area Councils and shall be specified in their procedural codes.

## 4. Voting

If requested by at least two Area Council members from different District Branches and specified by the Area Procedural Code, a roll call vote by strength is permissible and shall be held according to the Procedural Code of the Area.

## 5. Assessments of District Branches

Area Councils are authorized to receive, hold or invest funds to fulfill their functions. Under provisions of specific Area Procedural Codes, they may request assessments of their district branches or the district branch membership.

## 6. Area Representatives and Deputy Area Representatives

- a. **Qualifications.** Area Representatives and Deputy Area Representatives shall be elected in accordance with the Procedural Code of each Area Council.
- b. **Term.** Area Representatives and Deputy Area Representatives shall serve a period of two years and may be re-elected for another two years. After two terms as Deputy Area Representative and two terms as Area Representative (in any order, making no more than 8 uninterrupted years in these offices) a period of two years must elapse before election to either office is permissible. The amount of time served in fulfilling another person's unexpired term of office shall not count as part of this 8-year limit.
- c. **Duties.** Area Representatives and Deputy Area Representatives shall be members of the Assembly Executive Committee. The Area Representative shall chair the Area Council and the Deputy Area Representative shall serve as the Recorder of the Council. Area Representatives or Deputy Area Representatives may not continue to function as Representatives or Deputies of their District Branches in the affairs of the Assembly.

- d. **Vacancies.** If an Area Representative should, for any reason, be unable to perform the duties of the office, a duly elected Deputy shall serve until the Representative is formally replaced. In the event that the office of the Deputy Representative becomes vacant, members of the appropriate Area Council shall elect a Representative from a District Branch in the Area concerned to serve until the next meeting of the Assembly when a successor shall be elected in the manner prescribed by Article IV, Section 6.A above.

## 7. Area Procedural Codes

Each Area Council shall adopt and be governed by a procedural code that shall include provisions for amendments: nothing therein shall be inconsistent with the Bylaws of the American Psychiatric Association or with the Procedural Code of the Assembly. Area Procedural Codes shall contain provisions for recall of the Area Representative and Deputy Area Representative. Area Council Procedural Codes must be approved by the Assembly Committee on Procedures prior to adoption.

## 8. Area Nominating Committees

- a. **Composition.** Area Nominating Committees shall be formed by each Area Council in a manner prescribed by its procedural code, and shall consist of at least three of its members, each from a different District Branch in the Area. One member shall be designated chair.
- b. **Procedure.** The Area Nominating Committee shall report to the Area Council in the appropriate years its recommendations for offices of Area Representative, Deputy Area Representative, and Area Trustee. Further nominations may be made by the Area Council.
- c. **Nomination of Trustees.** The Area Nominating Committee shall select as candidates for the office of Trustee at least two voting members of the American Psychiatric Association residing in the Area who are not members of the APA Nominating Committee. The names of those selected shall be reported to the Area Council at which time the names shall be forwarded to the chair of the Nominating Committee of the American Psychiatric Association by October 1.  
Area Trustees shall be ex-officio members of their respective Area Councils; whether or not they have a vote in the Area Council Meeting shall be at the discretion of the Area Council.  
The terms of an Area Trustee being three years, the Areas shall elect their Trustees according to the following rotation: 2013, Areas 3, 6; 2014, Areas 2, 5; 2015, Areas 1, 4, 6, and so on.
- d. **Appointment of an Area Trustee if an in-term vacancy occurs:**  
If the vacancy occurs during the Area Trustee's term, the vacancy shall be filled in accordance with Section 4.9 of the American Psychiatric Association bylaws.  
Partial terms served by a replacement Trustee do not count for the maximum of two full terms that a Trustee may serve.

As outlined in the APA's Operations (Ops) Manual:

In the event of a vacancy in the position of Area Trustee, the Executive Committee of the Board of Trustees shall ask the Area Council from which there is a vacancy to submit three names of members in good standing from the Area for consideration as a replacement. The Executive Committee may also consider other members from the Area.

The Executive Committee shall solicit from each member being considered to fill the vacancy the same materials required of candidates in the preceding national election (e.g. CV, biographical statement, disclosure statement) and put forth no fewer than two names to the Board of Trustees for final consideration.

The Board of Trustees shall select one candidate to serve the remainder of the vacant Area Trustee term no later than its next scheduled meeting. The Board of Trustees shall inform the Area Council of its selection.

## 9. Elections

Areas designated by means of odd numbers, e.g., Area 1, 3, 5, and 7 shall elect their respective Area Representatives in odd-numbered years, e.g., 2013, 2015, etc. Areas designated by means of even numbers shall elect their respective Area Representatives in even-numbered years.

## **ARTICLE III: DISTRICT BRANCHES.**

[A model Bylaws for District Branches is included as Appendix 1.]

### **1. Purpose**

The objectives of the District Branch shall be to foster the science and enhance the progress of psychiatry, in cooperation with and as a constituent part of the American Psychiatric Association; to promote the maintenance of high professional and administrative standards thereto related; and to assist the American Psychiatric Association in promoting its aims and objectives. These are to: (a) promote the common professional interests of its members; (b) improve the treatment, rehabilitation, and care of persons with mental illness, including intellectual disability (intellectual developmental disorders) and substance-related disorders; (c) advance the standards of all psychiatric services and facilities; (d) promote research, professional education in psychiatry and allied fields, and prevention of psychiatric disabilities; (e) foster the cooperation of all who are concerned with the medical, psychological, social, and legal aspects of mental health and illness; (f) make psychiatric knowledge available to practitioners of medicine, scientists, and the public; (g) promote the best interests of patients and those actually or potentially making use of mental health services; and (h) advocate for its members.

### **2. Establishment**

A District Branch may be established by the following procedures:

- a. **Single Statewide District Branches.** There is no minimum membership requirement for establishment of a single statewide District Branch. A District Branch may be established by submitting the following documents to the Recorder, reviewed by the Assembly Committee on Procedures prior to presentation to the Assembly: (1) a petition signed by a majority of APA members eligible to vote residing in that state; and (2) a proposed Bylaws for the District Branch that includes a description of the geographical area of the District Branch.
- b. To establish more than one District Branch in a state, the following minimum requirements must be met:
  - 1) The application must include a statewide plan for the geographical division of the state with the rationale for the proposed subdivisions;
  - 2) There must be a minimum of 200 APA members eligible to vote within each of the geographical subdivisions;
  - 3) A plan and a procedural code for a state council of District Branches to represent the District Branches and the APA to the state government and legislature. The individual District Branches must be subordinated to the state council for these purposes and this must be clearly defined in the procedural code for the state council;
  - 4) Approval of the state plan by a majority of a mail ballot distributed to all of the APA members eligible to vote in each proposed geographical subdivision; and
  - 5) The proposal for subdivision of a state must be approved by the appropriate Area Council and by the Assembly.
- c. A state with more than 2500 members and multiple District Branches may elect to become an Area with the Area Council serving as the state coordinating body.
- d. The Board of Trustees of the Association may establish alternative requirements for creation of the District Branch with subsequent concurrence by the Assembly.

### **3. Authority**

Each district branch will elect its own officers, arrange its own programs and provide for its own expenses. All officers of a district branch must be voting members of the association. District branch officers will assume their duties at the close of business of the next annual meeting of the American Psychiatric Association following their election. They must be formally installed within thirty days prior to or subsequent to that date.

### **4. Elections**

The following procedures for election of officers, including Representative and Deputy Representative, shall apply to all District Branches of the American Psychiatric Association:

- a. The District Branch bylaws shall provide for nomination of alternate candidates from the floor or by petition from an appropriate number of voting members;
- b. Balloting shall be by means of a mail ballot distributed to the entire voting membership of the District Branch; and
- c. The District Branch constitution shall provide for a recall election procedure which may be instituted either by petition from an appropriate number of members or by action of the Executive Council of the District Branch.

## **5. Representatives to the Assembly**

### **a. Election and Term of Office**

- 1) Each District Branch shall elect one or more Representative to represent its members in the Assembly of the American Psychiatric Association and in the Area Council. These Representatives must be voting members of the Association. (See also Article I, Section 6.A.)
- 2) The term of office for Representatives shall be not less than two years and not more than three years, with the number of terms of office determined by the District Branches; notification of the Representatives and their terms of office shall be given to the APA Central Office no later than 15 days prior to the Annual Meeting of the APA.
- 3) District Branches may also become eligible for an additional voting Representative when the number of voting members in the branch increases according to the apportionment formula for District Branch Representation in the Assembly. (See Article I, Section 3, above.) The official number of voting members reported for the May Assembly meeting and for the November Assembly meeting will be used to determine the order for seating in the Assembly. Elections for an additional Representative shall be conducted according to the Assembly Procedural Code for a term consistent with the bylaws of the District Branch. The term shall begin at the time of the next meeting and continue for the duration of the customary term of office as prescribed in the bylaws of the District Branch.
- 4) An Alternate, selected from among the voting members of a District Branch, may be appointed by the District Branch, when the regular (i.e., elected) Representative is unable to attend an Area or Assembly meeting. Alternates shall present to the Recorder of the Assembly or Chair of the Area Council a letter of appointment from the District Branch President. The Alternate shall be accorded the privilege of the floor of the Area Council or Assembly and, if functioning as an Alternate Representative, shall be accorded the vote as well. An Alternate will be accorded the vote of a regular Representative only when the regular Deputy Representative is not present to vote.
- 5) Representatives and Alternates are reimbursed for two Area Council meetings a year, from national funds in the Assembly Budget. An additional Representative elected during the summer becomes eligible for reimbursement from national funds for the one fall Area Council meeting.

### **b. Role of the Assembly Representative**

The Assembly Representative communicates information between the District Branch or specially identified group and the Area Council or Assembly. Communication flows in both directions. S/he encourages input from members and is non-judgmental in response to their queries or requests. His/her primary role is to serve the organization.

### **c. Responsibilities:**

In order to represent the views of the District Branch, the Assembly Representative shall have the following responsibilities:

- 1) Attend District Branch, Area Council, and Assembly meetings and be actively involved in Reference Committee and liaison work with other components.
- 2) Serve on the DB Executive Council.
- 3) Know the views of the DB or represented group leadership and membership, bring their concerns and requests for action to the Area Council and Assembly, solicit their views regarding already proposed Assembly actions, and represent those views in Area Council and Assembly discussion and floor debate.
- 4) Craft action papers addressing members concerns, proposing effective and feasible actions, and present such action papers to DB or represented group and Area Council for review before submission to the Assembly.

- 5) Report the activities of the Assembly back to the membership, both verbally and in writing, through such available means as Executive Council meetings, DB or represented group listservs, and newsletters.
- 6) Act as a resource for the general membership regarding other mechanisms by which the APA may respond to their needs (e.g., in initiating local legislative efforts and public relations efforts on issues important to psychiatrists and their patients).
- 7) Recruit members among psychiatrists and trainees, encouraging their participation in DB and national activities, and mentor any members interested in Assembly office.

**d. Performance Assessment**

The Executive Council of the DB or represented group shall provide annual feedback to each Assembly Representative about the satisfactory quality of his/her performance.

**6. Dissolution**

A District Branch may be dissolved at the request of a majority of the members of that Branch, the request being presented by the President, Secretary, or a Representative of the Branch to the Assembly for approval or disapproval. District Branches may be dissociated from the Assembly and from the American Psychiatric Association for due cause, by a majority vote of the Assembly with the concurrence of the Board of Trustees.

**7. Membership**

Qualifications and categories of membership in a District Branch shall be the same as for membership in the American Psychiatric Association as defined in the Constitution and Bylaws of the Association. All District Branch members must be members of the American Psychiatric Association.

**8. Membership Processing**

An applicant for membership in the American Psychiatric Association shall apply to the appropriate District Branch. Election to membership in a District Branch shall constitute election to membership in the Association.

All District Branches must include in their constitutions the proper procedures for processing applications for membership in the American Psychiatric Association.

**9. State Organizations of District Branches**

In states where more than one District Branch is established, the District Branches shall form a state organization to provide for coordination of efforts to advance the aims and objectives of the Association with state agencies, institutions and governments. The type of organization and its composition will be determined by the respective District Branches involved.

**10. Transfer of a District Branch From One Area to Another**

District Branch membership in Area Councils is defined by the most reasonable geographic affiliation. Transfer from one Area Council to another requires the following protocol:

- a. All members of the District Branch shall be informed of the proposal to transfer the District Branch. The vote to transfer will be by mail ballot to all eligible voting members. A two-thirds majority of the ballots cast is required for District Branch approval.
- b. Approval requires a two-thirds majority vote in each of the two Area Councils involved.
- c. Upon the approval of both Area Councils the requesting District Branch shall submit the action to the Speaker for thorough consideration by the Assembly. After ample time for discussion, a simple majority of the Assembly is required for ratification.
- d. Following ratification by the Assembly, the District Branch transfer will be effective at the end of the Annual Meeting.

**11. Merger of District Branches**

The merger of two or more District Branches within the same Area requires the following protocol:

- a. All members of the merging District Branches shall be informed of the proposed merger. Each District Branch's vote to merge will be by a mail ballot to all eligible voting members. A minimum of forty-five days after the mailing will be allowed for voting. Approval by a majority of the voting members of a District Branch shall be required for it to participate in a merger. The percentage of

the voting membership that constitutes a majority in this vote shall be that which is specified in their respective Constitution or Code of Procedures for dissolution.

- b. Approval by the Area Council requires a simple majority.
- c. Upon approval by the Area Council, the District Branches requesting merger shall submit the action to the Speaker of the Assembly. A simple majority of the Assembly will be required for ratification.
- d. The merger shall be effected within one year of Assembly ratification, the specific date to be set by these District Branches.
- e. All financial assets of the merging District Branches shall pass to the new District Branch.
- f. It will be the responsibility of the merging District Branches to select the officers (with the exception of Representatives) of the new District Branch prior to the merger.
- g. The Representatives of the merging District Branches may serve up to a maximum of one and one half years of their terms in the Area Council and Assembly. However, the determination of the Assembly Representation and Assembly votes accorded the newly created District Branch will be as set forth in Article I, Section 6.A and Article V, Section 5.A. If this necessitates the elimination of one or more Representatives, it will be done by procedure to be determined by the new District Branch. The most economical representation option, consistent with the needs of governance, is recommended.

## **12. Chapters**

### **a. Procedure for Chapter Formation in District Branches**

The Policy Committee (now known as the Executive Committee) of the Assembly adopted the following resolution in regard to Chapters in October 1959: "It is the consensus of the Policy Committee that for the time being the establishment of Chapters within a District Branch is an internal affair of the District Branch, and is a matter for determination by the District Branch membership; provided, however, that the resulting arrangement does not contravene the rules of the Assembly in its relationship to the District Branch. Any changes in the District Branch constitutions needed to implement such action will be submitted to Policy Committee for review and approval." The above resolution was presented to the APA Council (now the Board of Trustees) for its approval and this promoted the Council's request for a ruling by the Parliamentarian as recorded above.

- 1) Revision of the District Branch constitution to provide for chapter formation.
- 2) After the District Branch constitution is revised to provide for Chapter formation and is approved by the membership of the District Branch, it should be certified by the officers of the District Branch giving the date of certification and then sent to the Parliamentarian of the Assembly of the American Psychiatric Association for review. In that review of the constitution, the Parliamentarian will be sure that none of the rules of the Assembly are contravened in the new arrangement.
- 3) If the revised constitution is acceptable, the Assembly Committee on Procedures will present the revised constitution to the Executive Committee for approval.
- 4) The revised constitution concerning Chapter formation defines clearly the relationship that will exist between the Chapter and the District Branch with respect to the processing of new membership applications.
- 5) All correspondence and the negotiations on membership issues shall be held directly between the District Branch and the Association only.

## **ARTICLE IV: MINORITY/UNDERREPRESENTED GROUPS**

### **1. Representation for Minority/Underrepresented Groups of Members**

- a. The identified minority groups to have representation in the Assembly are: American Indian, Alaska Native, and Native Hawaiian; Asian-American; Black; Hispanic; LGBTQ Psychiatrists; Women; and International Medical Graduate psychiatrists.
- b. Prior to each annual meeting, there will be an opportunity for psychiatrists who qualify for inclusion within one of the Minority/Underrepresented (MUR) groups and who are voting members of the APA to choose to enroll with the Central Office as a member of a minority/underrepresented group. A member may enroll in more than one M/UR caucus but may vote and/or hold elected office only in one M/UR caucus one group. The enrollment will be implemented through the Membership Department of the Association and the opportunity for enrollment and the date of each caucus

meeting will be publicized in *Psychiatric News* accompanied by an enrollment form. Members will identify their voting caucus at the time of enrollment and may change it only once per year (on a May to May schedule).

**c. Selection Assembly of Representatives and Caucus Executive Committee**

Each caucus will develop election procedures to select nominees for Representative and Deputy Representative to the APA Assembly, President and up to two other caucus Officers. Together, these Officers shall be the Executive Committee of the Caucus. These nominees must be APA voting members and voting members of the caucus for which they seek office. Notification of the Executive Committee members and their terms of office shall be given to the APA Central Office no later than 15 days prior to the APA Annual Meeting. Nominations for these offices shall take place at the annual caucus meeting and by petition, with election to be hosted by the APA Central Office through electronic survey.

The term of office for any position on the Executive Committee shall be three years and no Officer shall hold the same office for more than two consecutive terms or be a member of the Executive Committee for more than twelve consecutive years without a two-year hiatus between elections.

**d. Voting and Responsibilities of Assembly Representatives from M/UR Caucuses**

1) The Representatives will each have one vote in the Assembly and will have all of the privileges of any other Representative of the Assembly. The Deputy Representative will have all the privileges of any Deputy Representative of the Assembly.

2) It will be the responsibility of the Representative to provide a report to the minority group after each Assembly meeting regarding all issues considered and the Representative's vote on those issues that come to vote.

e. The Representative and Deputy Representative must belong to the District Branch of their residence or professional practice and will be members of their respective or assigned Area Councils with a vote.

f. The representatives from the seven Minority/Underrepresented Groups are members of the Assembly, and will continue as permanent members until the Assembly or the respective caucuses from which they are elected determine that potential patients and other citizens with similar minority characteristics no longer have needs which are repeatedly neglected, ignored, or violated within the society and that their mental health has not been adversely affected in a significant way. Caucuses shall meet in person at least once at the Annual Meeting and are encouraged to have quarterly meetings by telephone. The regular reports of the Minority/Underrepresented Groups to the Assembly should reflect on an ongoing basis the problems and progress in solving the problems that affect minority/underrepresented psychiatrists and the patient populations that they reflect.

g. The designated underrepresented groups of members shall arrange mechanisms for recall of Minority Representatives and Deputy Representatives and for replacement of vacancies in those offices whenever such is necessary.

**2. Formal Representation within the Assembly of Subsequent Underrepresented Groups**

a. The category of "underrepresented" or "minority" necessitates certain elements; a previously and autonomously formed organization of such APA members, with recognizable common individual characteristics, must demonstrate that:

1) Underrepresentation of such members exists within APA's governing bodies and committee structures, with such underrepresentation related to their characteristics as a minority;

2) Potential patients and other citizens with similar minority characteristics who have had interests, rights, and needs repeatedly neglected, ignored, or violated within the society, such that their mental health has been adversely affected in a significant way; and

3) The number of APA psychiatrists with a potential to belong to such a designated group must be of significant size.

b. The group shall apply to the Assembly Speaker for consideration of such designation.

c. The application shall be reviewed by the Committee on Procedures for procedural conformance with the criteria listed under A.

d. The Assembly may act to:

1) Recognize the APA Minority membership with such identifiable common individual characteristics and grant Assembly Minority representation status for such members;

2) Suggest special Assembly Observer status for the petitioning group;

3) Refer the issues with which the specific group is concerned to another APA component for

- study and action; and/or
- 4) Deny the request.
  - e. If the Assembly acts to grant Assembly Representation Status (D-1 above) the procedure for nominating potential Assembly Minority Representatives and Deputy Minority Representatives in this category shall be instituted promptly, consistent with present practices in the Procedural Code of the Assembly.
  - f. The Assembly and the underrepresented group are encouraged to refine criteria for the determination as to when an underrepresented group has achieved the group's and the Assembly's common goals, and thus when special representation is no longer needed.

#### **ARTICLE V: ACROSS**

1. Professional organizations of psychiatrists with subspecialty skills and interest that have been in existence for 5 years, have at least one meeting of its membership annually, and whose mission and code of ethics are not in conflict with those of the American Psychiatric Association, may apply for designation as Assembly Allied Organizations. If the organization is international, its US branch may apply for designation as an Allied Organization. Such organizations, not to exceed 25 at any one time, may be designated Allied Organizations if they meet the requirements below in Section 1 through 3.
  - a. The organization has a minimum of 100 APA member psychiatrists OR if the organization was an Assembly Allied Organization as of January 1, 2015, it has more than 60 but fewer than 100 member psychiatrists (grandfathered allied organizations).
  - b. Psychiatrists comprise a majority of voting members of the organization.
  - c. At least 40% of the total number of psychiatrist members are members of the America Psychiatric Association.
2. Application for designation as an Assembly Allied Organization shall be made to the Committee on Procedures. Applications shall include a complete organizational membership list with name, address, professional degree and APA membership status, if known, so that items b and c above may be calculated. If APA member status is not known, the APA will use the membership list to ascertain APA membership status. Submitted membership lists of allied organizations will be kept confidential, used for the sole purpose of determining adherence to stated criteria and will not be used by the APA for any other means or distributed to other individuals or organizations.
  - 2.1 An organization may request exemption from the requirement for providing a membership list through a letter to the Assembly Speaker explaining why it would be a hardship or risk to the organization or its members to do so. Such organizations shall seek the alternative to 1 a, b and c above of providing the names of 100 APA member psychiatrists (or at least 60 APA member psychiatrists for grandfathered allied organizations) to the APA and the total number of psychiatrists and total members in the organization. In no instance shall an organization be approved for exemption from the requirement to provide a membership list if it makes its members' names available to the public or to other non-profit or commercial entities. The Speaker and Assembly Executive Committee shall review such letters and vote on the requested exemption. A majority vote of the Assembly Executive Committee is required to support the exemption, and the decision of the Assembly Executive Committee is final.
  - 2.2 The names of those organizations that meet requirements will be forwarded to the Assembly Executive Committee for review and recommendation to the Assembly, where authority for final approval as Assembly Allied Organizations resides, based on a majority vote of the Assembly. The Speaker may solicit applications from appropriate organizations.
  - 2.3 The APA will establish a formal written agreement with each allied organization. The APA will explore the potential for a business arrangement with each allied organization; i.e., member recruitment via joint dues agreement, lobbying efforts, and other professional management services. All organizations shall work annually to increase the percentage of their members that are APA members and report these efforts to the APA at periodic reviews. Those organizations with less than 60% APA membership among psychiatrist members shall make such appeals at

least twice annually to its members to join the APA.

3. Each Assembly Allied Organization shall choose or elect one member who is also a member of the American Psychiatric Association to be a subspecialty representative to the Assembly and an Area Council. Subspecialty representatives will become members of the Assembly, each with voice and one vote, but one vote for each organization in a vote by strength. Subspecialty representatives will be assigned by the Speaker to an Area Council and to Committees and Components where their expertise can be utilized at the Speaker's discretion. They will also have membership on the Assembly Committee of Representatives of Subspecialty and Sections (ACROSS).
  - 3.1 Subspecialty representatives and their organizations shall have the following obligations:
    - a. The organization shall keep its Assembly Subspecialty representative informed of policy positions by the organization
    - b. The subspecialty representative shall report to the organization about APA actions.
    - c. The organization shall provide information about APA actions to its members.
    - d. The organization shall report about performance of a through c above as part of the periodic review.
    - e. The subspecialty representative will make a yearly report to the APA, via the Assembly Committee of Representatives of Subspecialty and Sections (ACROSS), on organizational activities relevant to the APA.
4. Each Assembly Allied Organization shall have its status reviewed every five years by the Committee on Procedures for adherence to requirements in Sections 1 through 3 or at other intervals determined by the Assembly Executive Committee if it has reason to believe that adherence to the requirements is in question. Each Allied Organization shall submit documents proving their continuing adherence to Assembly requirements as part of the Five Year Review, Such documents will include a current membership list or request for exemption, as above. An allied organization falling below the established criteria for representation in the Assembly will be allotted two years to achieve adherence. Failure to do so may result in non-participation within the Assembly.

## ARTICLE VI: SECTIONS

1. **Definition:** A section will be formed when a group of APA members join together, and are assigned to the Assembly. That joining would follow the APA Operations Manual pertaining to Special Caucuses (*Appendix R: Special Caucuses – Framework for Establishment and Operation*), and would be dependent upon the recommendation of the Joint Reference Committee and the Assembly Executive Committee, and the approval of the Board of Trustees. A section, like any caucus can be formed only when there is no other vehicle or subspecialty organization with similar interests already related to the APA. Any section with at least 50 active members has a voice in the Assembly. Any section with at least 100 active members for at least one year has a vote in the Assembly. If the section maintains at least 100 active members for 2 years, the APA will fund a section representative for Assembly meetings at which Assembly Allied Organization Subspecialty Representatives are funded to attend.

**Composition and Appointment/Tenure:** Self-selecting. The APA President, with consultation from the Speaker, appoints a section's first leader for a one year term. After this term, the leader and the representative (who can be the same person) have to be fairly elected for not more than a single 2-year term.

**Budget/Conduct of Business:** (1) Sections do not have staff support. (2) May meet at Annual Meeting and/or Institute of Psychiatric Services at no cost to APA. (3) Each section shall have its status and active members reviewed by the Committee on Procedures and approved by the Assembly Executive Committee annually or at other intervals determined by the Assembly Executive Committee. Failure to do so may result in non-participation within the Assembly. (4) The Assembly Executive Committee reviews and identifies need for identical sections. (5) IT support for a listserv or similar online community will be provided by the APA as described in the operations manual.

2. **Purpose:** The purpose of an APA section is to promote communication and networking among psychiatrists/members of the association who share a special interest; and to provide a voice to

association members who share a common interest so that they may bring to the Assembly's attention important or emerging issues that will affect patient care and the practice of psychiatry within that special interest area.

### **3. Requirements:**

- Section members have to be members of the APA.
- Sections operate under the oversight of the Assembly Executive Committee. This oversight includes having the Committee on Procedures identify active members and determine whether sections are maintaining minimum number of members. The Committee on Procedures will serve as a resource on APA policy and operations. The Assembly Executive Committee will approve and certify the sections' review by the Committee on Procedures.
- An established Caucus requesting to become a Section shall ask the JRC to be reassigned to the Assembly.
- Activity of section members must be more than signing up on a listserv, but may be varied based on the composition, geographic dispersion, etc. of the section. The section will be responsible for determining the conduct that will define a member as active, and this will be subject to review and approval by the Committee on Procedures and the AEC.
- Sections' representatives are members of the Assembly Committee of Representatives of Subspecialties and Sections (ACROSS).
- Sections will not count against the maximum of 25 Assembly Allied Organizations as stipulated in the Procedural Code *Article V: ACROSS*. At the time 10 sections are certified, the Committee on Procedures will undertake a review of the sections' approval process and their functioning in the Assembly and make any recommendations it sees fit to the AEC to modify the Procedural Code.
- If an established Section's activities appear to overlap or compete with another vehicle or subspecialty organization already relating to the APA, the Assembly Committee of Representatives of Subspecialties and Sections (ACROSS) and the Assembly Committee on Procedures will make a recommendation on a corrective action plan to the Assembly Executive Committee. This may include the loss of participation in the Assembly for the section or the Assembly Allied Organization.
- Heads of Councils and Special Caucuses not assigned to the Assembly, shall be Privileged Guests at the Assembly.
- Senior Psychiatrists are a one-time exception to the model and will be required to meet the qualifications of an Assembly Allied Organization but will not count against the 25 Assembly Allied Organization limit.
- No section may speak on behalf of the American Psychiatric Association.
- No section may request outside funding for any activity without the specific written approval of the APA CEO and Medical Director.

## **ARTICLE VII: AMENDMENTS**

### **1. Method of Initiation**

Proposals to amend this Procedural Code may be initiated by

- a. petition signed by five or more members of the Assembly
- b. resolution of the Assembly Executive Committee
- c. resolution of the Committee on Procedures

### **2. Submission of Proposed Amendments**

A proposed amendment signed by five or more members of the Assembly must be submitted to the Recorder at least thirty days prior to the convening of the Assembly meeting at which it is to be considered. Following review by the Assembly Committee on Procedures, the Speaker shall place the proposed amendment on the agenda of the next meeting of the Assembly.

The Assembly Executive Committee may initiate a proposed amendment by resolution approved by a simple majority and the proposed amendment shall be placed on the agenda of the Assembly.

### **3. Voting**

After a proposed amendment is read at a meeting of the Assembly, it may be adopted at once by two-thirds majority ballot of the full Assembly.

## SAMPLE BYLAWS

### SAMPLE BYLASAMPLE<sup>1</sup> BYLAWS OF THE (Name of District Branch) OF THE AMERICAN PSYCHIATRIC ASSOCIATION

#### CHAPTER ONE: NAME; PURPOSES; LEGAL IDENTITY

##### Section 1.1 Name

The name of this organization shall be the \_\_\_\_\_ (herein after referred to as the "District Branch") of the American Psychiatric Association., (herein after referred to as the "Association.")

##### Section 1.2 Purposes and Objectives

The purposes for which the District Branch is organized are: (a) to promote the common professional interests of its members; (b) to improve the treatment, rehabilitation, and care of persons with mental disorders (including intellectual disabilities and substance-related disorders; (c) to advance the standards of all psychiatric services and facilities; (d) to promote research, professional education in psychiatry and allied fields, and the prevention of psychiatric disabilities; (e) to foster the cooperation of all who are concerned with the medical, psychological, social, and legal aspects of mental health and illness; (f) to make psychiatric knowledge available to practitioners of medicine, to scientists, and to the public; (g) to promote the best interests of patients and those actually or potentially making use of mental health services; and (h) to advocate for its members.<sup>2</sup>

##### Section 1.3 Legal Identity

The District Branch is organized exclusively as a professional organization not organized for profit, within the meaning of [Section 501(c)(6) of the Internal Revenue Code of 1986, as amended.] No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.<sup>3</sup>

##### Section 1.4 Dissolution

In the event of dissolution, all assets of this District Branch shall be forthwith distributed to the APA solely for scientific and educational purposes.

##### Section 1.5 Territorial Jurisdiction

For the objectives stated above, the territorial jurisdiction of the District Branch shall be delimited by the boundaries of the (state/county) of \_\_\_\_\_.<sup>4</sup>

#### CHAPTER TWO: MEMBERS

##### Section 2.1 Requirements for Membership

Requirements for membership in the \_\_\_\_\_ District Branch shall be the same as those for the Association at the time of application.<sup>5</sup>

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<sup>1</sup> The following is intended only as a guide and may be altered in form or wording to meet the needs of the individual district branch.

<sup>2</sup> Paragraph applies to 501(c)(6) organizations. For 501(c)(3) organizations, item (h) should read "to advocate for its members, to the extent consistent with Section 1.3 below." Section 1.3 should read: "No substantial part of the activities of the District Branch shall be the carrying on of or otherwise attempting to influence legislation, and the District Branch should not participate in or intervene in (including the publishing or distribution of statements of) any political campaign of any candidate for public office."

<sup>3</sup> Alternate wording: Change the bracketed portion to the applicable Section of the IRS code and include the sentence: "The \_\_\_\_\_ shall remain/shall be incorporated under the laws of the State of \_\_\_\_\_ as a nonprofit scientific organization."

<sup>4</sup> Alternate wording for branches not defined by geography: "For the objectives stated above, the jurisdiction of the District Branch shall be defined as \_\_\_\_\_."

<sup>5</sup> It is important to include a statement to this effect.

## **Section 2.2 Qualifications**

Any physician who is eligible for the categories of membership below shall be eligible for membership.

## **Section 2.3 Categories of District Branch membership**

There shall be the following categories of members who are to qualify according to the standards and procedures of the Association as set forth in Chapter 2.1 of the APA Bylaws. They are (a) Resident-Fellow Members; (b) Associate Members<sup>6</sup>; (c) General Members; (d) Fellows; (e) Distinguished Fellows (f) Honorary Fellows; (g) Life Members; (h) Life Fellows; (i) Life Associate Members; (j) Distinguished Life Fellows; (k) Semi-Retired Members; (l) Retired Members; (m) Inactive Members or (n) Inactive Fellows.<sup>7</sup>

## **Section 2.4 Voting**

The right to vote shall be the same as in the APA Bylaws. Members with voting rights are Resident-Fellow Members, General Members, Semi-Retired Members, Retired Members, Fellows, Distinguished Fellows, Life Members, Life Fellows, and Distinguished Life Fellows. All other categories of membership are non-voting. Each voting member shall have one vote.

## **Section 2.5 Election to Membership**

Election to membership in the District Branch shall be as follows<sup>8</sup>:

- (a) A Committee on Membership, consisting of members, shall be appointed by the President and approved by Council. Each member of this committee will serve a three-year term, with one or more members of this committee rotating off each year. Terms of the first members appointed after adoption of this section shall be adjusted accordingly.
- (b) Applications for membership in the District Branch shall be made in accordance with procedures established at that time by the APA Board of Trustees through its Membership Committee.
- (c) Membership actions will become effective after initial approval by the APA and with input from the District Branch if provided within the specified time period.
- (d) Categories of membership and qualifications thereof in District Branches shall be consistent with those of the Association.<sup>9</sup>

## **Section 2.6 Transfer and Advancement**

Procedures for transfer of membership between District Branches and for advancement of membership shall be established by the Association. In the event of such a transfer or advancement being denied, any appeal shall be conducted in accordance with procedures to be established at that time by the Association.

## **Section 2.7 Application of Fellows and Nomination of Distinguished Fellows**

Application of General Members for fellowship status is primarily the responsibility of the APA. Nomination of General Members or Fellows for distinguished fellowship status is primarily the responsibility of the District Branch. Election of Fellows and Distinguished Fellows is by the Board of Trustees of the Association upon recommendation of the Association's Membership Committee.<sup>10</sup>

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<sup>6</sup> Associate Member category closed to new members since December 1989.

<sup>7</sup> Some categories of APA membership are not required to join a district branch (Medical Student Members, Honorary Fellows) or are outside the jurisdiction of a district branch (International Members and International Fellows).

<sup>8</sup> APA moved all provisions for membership processing to its *Operations Manual*. Alternate wording for Section 2.5 could simply be: "Applications for membership in the District Branch shall be made in accordance with procedures established from time to time by the Council."

<sup>9</sup> As illustrated in Section 2.5 (a) – (d), the bylaws should describe (1) the procedures to be used for applying for membership and (2) the agreement of the district branch to cooperate with the rules and regulations of the Association.

<sup>10</sup> Criteria for these procedures are in Chapter 2 of the APA Bylaws and Chapter 5 of the *Operations Manual* of the Association; the appeals process is in Appendix K-5 of the *Operations Manual* of the Association.

### **Section 2.8 Dues**

Every (Life Member, Life Fellow, Life Associate, Distinguished Life Fellow) <sup>11</sup> Fellow, Distinguished Fellow, General Member, Associate Member, Semi-Retired Member, Retired Member, and Resident-Fellow Member shall pay both dues and assessments as determined by the District Branch.

### **Section 2.9 Inactive Status and Dues Waiver**

Members of any category may be placed in inactive status by the Board of the Association and excused from paying dues in both the Association and the District Branch. Inactive members shall not receive credit toward the number of years of active membership required for Life status for those years of inactive status. Active members may be granted waiver of dues by the Board of the Association for sufficient reason, and such members shall receive credit toward the number of years of active membership required for Life status for those years the members are in the dues waiver status.

### **Section 2.10 Dismissals and Resignations**

- (a) Any dues-paying member of the Association and/or the District Branches who fails to pay all dues and assessments will forfeit his or her memberships.
- (b) See also Chapter Seven, Ethics Complaints and Disciplinary Procedures.

## **CHAPTER THREE: COUNCIL**

### **Section 3.1 Number**

The voting members of the Council shall consist of a President, a President-Elect and/or Vice President, a Secretary and a Treasurer. These officers, the three immediate Past Presidents, Representative to the Assembly of the American Psychiatric Association, and other voting members duly elected as Councilors shall constitute the Council. In addition, Chapter Presidents (or their designates) shall also become members of Council.<sup>12</sup>

### **Section 3.2 Nomination Procedures**

Only voting members shall be eligible for nomination and election to office. All officers shall be elected in the following manner:

- (a) A Nominations and Elections Committee, composed of at least three (3) members who shall be appointed by the Council and announced to the District Branch.<sup>13</sup> This Committee will present its recommendations to the District Branch at the \_\_\_\_\_ meeting.
- (b) Any voting member may, on his or her own initiative, make a nomination for any office by a letter which reaches the President in time for him or her to present it to the District Branch at the next meeting. Nominations for more than one office may be made by such letter, if it is endorsed by a number of voting members equal to the number of nominations made.
- (c) At the \_\_\_\_\_ meeting, the President will accept further nominations, if any, from the members present at this meeting. If there is no contest for any office after nominations are received at the \_\_\_\_\_ meeting, the President may call for an immediate vote of the membership and unanimous election of the proposed slate may be effected. If there is a contest for one or more office, the Secretary will send a mail ballot thereafter to all voting members with the ballot containing all nominations.
- (d) Election will be affected in the following manner: all ballots received by the Nominations and Elections Committee by the specified date will be tabulated, and an announcement will be made made at the \_\_\_\_\_ meeting of the District Branch. The candidate for each office receiving

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<sup>11</sup> Requiring dues payments from Life Members, Life Fellows, Life Associates, and/or Distinguished Life Fellows is optional for the district branch.

<sup>12</sup> The District Branch may have such officers as are felt to meet local needs.

<sup>13</sup> Qualifications for members of the Nominations and Elections Committee should be spelled out. Members should not be appointed by the President.

the greatest number of votes shall be declared elected.

**Section 3.3 Quorum; Action**

A majority of the voting members of the Council shall constitute a quorum of the Council. \_\_\_\_\_% of active members of the District Branch shall constitute a quorum of the District Branch. Unless otherwise provided in these bylaws, the act of a majority of the voting members present at any meeting at which there is a quorum shall be the act of the Council.

**Section 3.4 Meetings**

Meetings of the Council/District Branch shall be held \_\_\_\_\_<sup>14</sup>unless otherwise determined by the Council. The annual business meeting shall be held in \_\_\_\_\_. Special meetings may be called by the President or upon petition signed by \_\_\_\_\_ members of the District Branch. Members shall be notified of meetings by the Secretary not less than one week before the meeting. The procedure of the District Branch shall be governed by the *American Institute of Parliamentarians Standard Code of Parliamentary Procedure* by Alice Sturgis.

**CHAPTER FOUR: OFFICERS**

**Section 4.1 Officers Designated**

The officers of the District Branch shall include a President, a President-Elect or Vice-President, a Secretary, a Treasurer, or a Secretary/Treasurer, and such other officers and assistant officers as the Council may from time to time determine. No two offices may be held by the same person.

**Section 4.2 President**

The President shall be the chief executive officer of the District Branch. The President shall preside at all meetings of the membership and of the Council and shall otherwise perform such duties as are customary for presiding officers.

**Section 4.3 President-Elect/Vice President**

The President-Elect or Vice President, in the absence of the President, shall perform the duties of the President. The President-Elect shall assume the office of President as of the last day of the Association annual meeting on or about one year following his/her election as President-Elect. The President-Elect shall assist the President by acting as overall coordinator of all committee functions.

**Section 4.4 Secretary**

The Secretary shall keep a record of the proceedings of all meetings of the District Branch and of the Council; keep a list of all members; issue notices of all meetings; notify officers and members of committees of their election or appointment; and certify all official records.

**Section 4.5 Treasurer**

The Treasurer or agents authorized by the Council to act for the Treasurer shall have charge of all funds and collect all dues; pay all expenses of the District Branch by and with the consent and approval of the membership; make an annual report to the District Branch on the official transactions of income and expenditures of the District Branch at a specified meeting; and sign all checks of the District Branch.

**Section 4.6 Representative to Assembly**

The Representative to the Assembly of the American Psychiatric Association shall represent the District Branch in the Assembly and/or its subgroups, at all official meetings of the Association, and report back to the District Branch.

**Section 4.7 Assumption of Office**

All officers shall assume their respective offices at the close of business on the last day of the Annual Meeting of the Association, and with the exception of the Representative to the Assembly, shall continue in office for one year/two years, or until their successors are duly elected and assume office. The Representative to the Assembly shall continue in office for two years (or three years), or until his/her successor is duly elected and assumes office.

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<sup>14</sup> at least annually

#### **Section 4.8 Recall**

An action for recall of an officer or any member of the Council of the District Branch may be initiated by a petition signed by \_\_\_\_\_ voting members of the District Branch or by a majority of the voting members of the Council. The petitioners shall set forth the reasons for initiating the petition and this shall be forwarded to the Secretary with a copy to the officer in question. A mail ballot shall then be sent to the general voting membership of the District Branch to be returned no later than \_\_\_ days upon its issuance. Recall shall be effected if two-thirds of the voting membership so indicates.

#### **Section 4.9 Vacancies**

Vacancies among the officers shall be filled as follows:

**(a) President**

If the office of President becomes vacant, the President-Elect will become Acting President for the remainder of the year and then will begin his/her term as President.

**(b) President-Elect**

If the position of President-Elect becomes vacant, the President will request the Nominations and Election Committee to meet at an early date for the purpose of selecting one or more candidates for President-Elect. As soon as practical, at a regular or special meeting, a new President-Elect will be chosen. The person so chosen will serve as President-Elect until the end of the year, when he/she will become President.

**(c) Representative to the Assembly**

If the position of Representative to the Assembly becomes vacant, the District Branch shall appoint a Representative to the Assembly who will assume the duties of the office until the following Annual Meeting, when a new Representative to the Assembly shall be elected.

**(d) Other Vacancies**

In the event any other office becomes vacant before expiration of a term, the Council shall elect a member to serve for the remainder of the term.

### **CHAPTER FIVE: REPRESENTATIVES**

The District Branch shall be represented at the meetings of the Assembly of District Branches of the American Psychiatric Association and the Area Council by a Representative. Such Representatives shall be elected as other officers of the District Branch and shall serve for a term of two/three years or until a successor is elected. When appropriate, such Representatives shall be instructed by Council and/or District Branch as to its wishes on various matters. Representatives shall submit reports to the District Branch on the activities of the Assembly and the Area Council.

### **CHAPTER SIX: COMMITTEES AND OTHER ORGANIZATIONAL ENTITIES**

There shall be the following standing committees: \_\_\_\_\_.<sup>15</sup> The functions and procedures of such standing committees shall be established from time to time by the Council and published in the *Operations Manual*. The Council, upon recommendation of the President, shall establish or eliminate such other committees and organizational entities as may be necessary to implement the objectives of the District Branch. The Council, upon recommendation of the President, shall designate the chair and members of each standing committee and each other committee or organizational entity from among the voting members.<sup>16</sup>

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<sup>15</sup> APA standing committees are Ethics, Membership, Nominating, Bylaws, Budget, Tellers, Elections, and Reference. Standing committees are those which cannot be eliminated without amending the bylaws.

<sup>16</sup> APA is incorporated under the laws of the District of Columbia, which requires that the Board of Trustees, not the president, be responsible for establishing or eliminating components and appointing their personnel. District Branches should write this section to reflect the laws of the jurisdiction under which they are incorporated.

## CHAPTER SEVEN: ETHICS COMPLAINTS AND DISCIPLINARY PROCEDURES

### Section 7.1 Code of Ethics

All members of the District Branch shall be bound by the ethical code of the medical profession, specifically defined in the *Principles of Medical Ethics* of the American Medical Association and in the Association's *Principles of Medical Ethics With Annotations Especially Applicable to Psychiatry*.

### Section 7.2 Ethics Complaints

Complaints charging members of the District Branch with unethical behavior or practices shall be investigated, processed, and resolved in accordance with procedures approved by the Assembly and the Board of Trustees of the Association. The name of a member who resigns during an ethics investigation will be reported to the membership.

## CHAPTER EIGHT: CHAPTERS

### Section 8.1

When a group of not less than ten members residing in a contiguous geographical locality within the State of \_\_\_\_\_ desire to create a Chapter of the \_\_\_\_\_ District Branch, they will proceed in the following manner:

- (a) They will submit to the Secretary of the \_\_\_\_\_ District Branch a petition personally approved by signed statement of the proposed Charter Members signifying their intention to conduct their chapter organization and business in accordance with the Bylaws of the \_\_\_\_\_ District Branch and proposing the designation by which it would be known and requesting a specific geographic jurisdiction.
- (b) The Council will consider the application and make a report and recommendation to the membership of the District Branch at a regular or special meeting.
- (c) If approved by a majority vote of the members present and voting, the Chapter will be created, subject to the provisions of Section 2 of this Article.

At the time when Chapters are first formed, a smaller group may petition for Chapter status and be approved by the Council on grounds of distance from the center of other Chapter groups.

### Section 8.2

Following the approval of the first Chapter, the rest of the state may thereafter be organized into one or more Chapters in accordance with the procedure above.

### Section 8.3

Classification of membership and qualification for membership shall be the same as for the District Branch and the APA. Application for membership in the District Branch from within the territorial jurisdiction of a Chapter shall be made in accordance with procedures established from time to time by the APA Board of Trustees through its Membership Committee. Members of Chapters and members of District Branches must be members of the Association.

Members in the \_\_\_\_\_ District Branch residing or practicing within the political boundaries of the State of \_\_\_\_\_, but outside the territorial jurisdiction of any approved District Branch Chapter, may choose the Chapter to which they wish to belong until such time as a new Chapter may be formed to include their place of residence or practice.

### Section 8.4

The Officers of the Chapter will consist of a President, President-Elect, Secretary, Treasurer, and three Councilors, one of whom shall be, after the first year, the immediate Past-President. The President of the Chapter, or his or her designate, shall be a member of the Council of the \_\_\_\_\_ District Branch. Chapter Officers shall be elected at an annual meeting to take place prior to the Annual Meeting of the American Psychiatric Association, and will assume their new responsibilities each year at the close of business of that Annual Meeting in the same manner as the officers of the District Branch.

**Section 8.5**

Chapters may form such committees as desired by the officers and the members. Chapters shall have equal representation on all District Branch committees insofar as possible, the members of which shall be chosen by the District Branch President or Council from nominees including those submitted by the Chapter President.

**Section 8.6**

All meetings of each Chapter shall be open to attendance by any member of the District Branch. Each Chapter shall have sufficient meetings to conduct necessary business and to further the goals of the Chapter and the District Branch.

**CHAPTER NINE. AMENDMENTS OF THE BYLAWS**

Amendments to the Bylaws may be initiated by a majority vote of members present at a business meeting of the District Branch, a quorum being present. The Council will, at its next regular meeting, make a recommendation about the proposed amendment. Council may also originate amendments by three-fourths vote of its members. The Secretary will then send a mail ballot to all members, including the full text of the proposed amendment, the recommendation about it made by the Council, and stating the date on which the mail ballots are to be counted. The amendment will become effective, if approved by a majority of the mail ballots returned by the specified tabulation date. An amendment may alternatively be approved by a two-thirds vote of the members of a regular meeting.

**CERTIFICATE**

I, \_\_\_\_\_, Secretary of the \_\_\_\_\_ (district branch) of the American Psychiatric Association, certify that the foregoing is a true copy of the current bylaws of the Association as amended on \_\_\_\_\_ (date).

**AREAS OF THE ASSEMBLY  
(By State or Territory)**

**AREA 1**

Connecticut  
Maine  
Massachusetts  
New Hampshire  
Ontario  
Quebec and Eastern Canada (Nova Scotia, New Brunswick, Newfoundland, Prince Edward Is.)  
Rhode Island  
Vermont

**AREA 2**

New York

**AREA 3**

Delaware  
Maryland (excluding suburban Maryland)  
New Jersey  
Pennsylvania  
Washington, DC (City of DC, suburban Maryland, suburban Virginia)

**AREA 4**

Illinois  
Indiana  
Iowa  
Kansas  
Michigan  
Minnesota  
Missouri  
Nebraska  
North Dakota  
Ohio  
South Dakota  
Wisconsin

**AREA 5**

Alabama  
Arkansas  
Florida  
Georgia  
Kentucky  
Louisiana  
Mississippi  
North Carolina  
Oklahoma  
Puerto Rico  
South Carolina  
Tennessee  
Texas  
Virginia (excluding suburban Virginia)  
West Virginia  
Uniformed Services

**AREA 6**

California

**AREA 7**

Alaska  
Arizona  
Colorado  
Hawaii  
Idaho  
Montana  
Nevada  
New Mexico  
Oregon  
Utah  
Washington  
Wyoming  
Western Canada (Alberta, British Columbia, Manitoba Saskatchewan)

### **ALLIED ORGANIZATION LIAISONS**

1. Academy of Consultation-Liaison Psychiatry
2. American Academy of Addiction Psychiatry
3. American Academy of Child & Adolescent Psychiatry
4. American Academy of Clinical Psychiatrists
5. American Academy of Psychiatry & Law
6. American Academy of Psychodynamic Psychiatry and Psychoanalysis
7. American Association for Emergency Psychiatry
8. American Association of Community Psychiatrists
9. American Association of Geriatric Psychiatry
10. American Association of Psychiatric Administrators
11. American Association of Social Psychiatry
12. American Group Psychotherapy Association
13. American Psychoanalytic Association
14. American Society for Adolescent Psychiatry
15. American Society of Clinical Psychopharmacology (ASCP)
16. Association of Family Psychiatrists
17. Association of Medicine and Psychiatry
18. AGLP: The Association of LGBTQ Psychiatrists
19. Association of Women Psychiatrists
20. Clinical Transcranial Magnetic Stimulation (TMS) Society
21. Senior Psychiatrists
22. Southern Psychiatric Association

### **ASSEMBLY COMMITTEES AND TASK FORCES**

1. Awards Committee
2. Committee of Area Early Career Psychiatrists
3. Committee of Area RFM Representatives
4. Committee of Representatives of Minority/Underrepresented Groups
5. Committee of Representatives of Subspecialties and Sections (ACROSS)
6. Committee on Procedures
7. Committee on Public and Community Psychiatry
8. Nominating Committee
9. Reference Committees
10. Rules Committee
11. Committee on Psychiatric Diagnosis and the DSM
12. Access to Care
13. Maintenance of Certification