

BYLAWS of the FLORIDA PSYCHOLOGICAL ASSOCIATION, INC
Florida Psychological Association (FPA)
A corporation not-for-profit existing under the laws of the State of Florida

I. MISSION

The mission of the Florida Psychological Association shall be to advance psychology as a science and profession and as a means of promoting health and human welfare; by the improvement of the qualifications and usefulness of psychologists through high standards of ethics, conduct, education, and achievement; to increase and diffuse psychological knowledge through meetings, professional contacts, reports, papers, discussions, and publications; and to advance scientific interests and inquiry; and the application of research findings to the promotion of health and the public welfare.

II. PRINCIPAL OFFICE

The principal office of the Florida Psychological Association, Inc. (hereinafter, FPA) shall be located at 408 Office Plaza, Tallahassee, Florida 32301. The address of the principal office may be changed at the discretion of the Board of Directors.

III. MEMBERSHIP

A. Regular Member Qualification. An individual can qualify as a regular member of FPA if that person:

- 1) is licensed as a psychologist by the State of Florida; or
- 2) is a fellow of the American Psychological Association; or
- 3) holds a diplomate from the American Board of Professional Psychology.

A regular member must abide by the ethical principles set forth by the American Psychological Association; abide by the rules and regulations set forth by the Florida Board of Psychology; and support the mission of the FPA. A member's conduct will not be injurious to the FPA, or adversely affect its reputation, or be destructive of its purposes.

Regular members shall have all rights and privileges of the FPA including voting rights and holding elected offices in FPA and its Chapters.

B. Active Duty Military Member Qualification: An active duty military member is a regular member of FPA in good standing who is called to active status in the United States Armed Forces. The member shall retain all rights and privileges of regular membership status.

C. Associate Member Qualification. An associate member shall be a person, not licensed as a psychologist pursuant to Chapter 490, F.S., who holds a doctoral degree with a major in psychology from

1 an institution of higher education fully accredited by a regional accrediting body recognized by the
2 Council on Higher Education Accreditation or an institution which is publicly recognized as a member in
3 good standing with the Association of Universities and Colleges of Canada. The member must reside
4 and/or work in the state of Florida on a full or part time basis. Associate members shall have all rights
5 and privileges of the FPA except voting rights and holding elected offices on the FPA Board of Directors
6 or its Chapters. Associate members will automatically become regular members upon becoming
7 licensed as a psychologist pursuant to Chapter 490, F.S., or otherwise meeting regular member
8 qualifications as outlined in these Bylaws.

9
10 D. Affiliate Member Qualification. An affiliate member shall be a person, not licensed as a psychologist
11 pursuant to Chapter 490, F.S., who holds a master’s degree in Industrial Organizational Psychology or
12 School Psychology from an institution of higher education fully accredited by a regional accrediting body
13 recognized by the Council on Higher Accreditation or an institution which is publicly recognized as a
14 member in good standing with the Association of Universities and Colleges of Canada in
15 Industrial/Organization Psychology or School Psychology. The member must reside and/or work in the
16 state of Florida. Affiliate members shall have all rights and privileges of the FPA except voting rights and
17 holding elected or appointed offices or Chairs in the FPA governance including the Board of Directors
18 and a Regional Chapter. Affiliate members may apply for regular membership status upon becoming
19 licensed as a psychologist pursuant to Chapter 490 F.S., or otherwise meeting qualifications as outlined
20 in these Bylaws.

21
22 E. Student Member Qualification. There shall be a class of membership called "student member". A
23 student member shall be a doctoral level student in good standing or a graduate of a recognized
24 graduate program of psychological study accredited by the APA or provisionally accredited, and whose
25 students are eligible to sit for the Florida licensure exam. Student members are entitled to access to the
26 members-only section of the website and to other benefits as determined by the Board of Directors.
27 Student members will not receive hard-copy publications; however these documents may be viewed
28 and downloaded from the website. Student members may, as a group, elect one voting member to the
29 Board of Directors, but shall not otherwise have voting rights and shall not otherwise hold elective office
30 in the FPA. Student members shall have other such rights and privileges as may be approved in policy by
31 the Board of Directors.

32
33 F. Retired Member Qualification. There shall be a class of membership called “retired member”. A
34 retired member shall be a doctoral level psychologist who is 65 years of age or older and who holds a
35 Retired Status License in Florida or no longer holds an active license in Florida to practice psychology
36 and who has previously been a member of the FPA or another state psychological association for a
37 minimum period of five (5) years immediately prior to seeking retired member status. Retired members
38 shall have all rights and privileges of the FPA including voting rights and holding elected offices in FPA
39 governance including the Board of Directors and a Regional Chapter.

40
41 G. Out-of-State Member Qualification. There shall be a class of membership called “out-of-state
42 member”. An out-of-state member shall be a doctoral level psychologist licensed to practice in another

1 state. The out-of-state member is a psychologist who meets all of the regular member qualifications but
2 whose primary residence is outside of the State of Florida. Out-of-state members shall have all rights
3 and privileges of the FPA except voting rights and holding offices in FPA or a chapter.
4

5 H. Other Member Categories. The Board of Directors may, upon receiving favorable recommendation of
6 the membership committee, develop other membership categories. The Board of Directors shall
7 establish dues and assessments in policy, and member privileges for each category as approved. The
8 Board of Directors may designate honorary members based on criteria established in policy.
9

10 I. Manner of Admission. A person applying for membership in any category shall complete a written
11 application in such form as the Executive Committee may approve, and shall submit the application to
12 the FPA with required non-refundable dues. All applications will be reviewed by the Membership
13 Committee. The Membership Committee shall have full and immediate discretionary power of
14 recommending all categories of members to the Board of Directors. Acceptable applicants will be
15 forwarded to the Board of Directors for approval for membership. All applicants will be notified in
16 writing of their membership status.
17

18 J. Resignation. A member may resign from the FPA upon giving written notice to the Board of Directors.
19 Failure to pay dues for more than 12 months shall constitute voluntary resignation from membership in
20 the FPA. A member who voluntarily resigns may rejoin within three (3) years of the date of resignation
21 without having to go through another application process, subject to verification of qualified
22 membership status. The member will be assessed the prevailing membership rate at the time of
23 rejoining. A member who voluntarily resigns by failing to pay dues more than once may not seek
24 reapplication.
25

26 K. Discipline. The Executive Committee shall have the full and immediate authority to censure, suspend,
27 or expel a member. Cause for such action may include, but not be limited to, the following:
28

- 29 1) The member ceases to qualify for membership.
- 30 2) The member violates the Articles and Bylaws of the FPA;
- 31 3) The member violates the rules and regulations promulgated by the state licensure board governing
32 the member's practice and profession;
- 33 4) The member violates the laws and rules relating to the practice of psychology in Florida and/or the
34 APA Ethical Principles and Code of Conduct which are upheld after all due process.
- 35 5) The member fails to notify the FPA of change in membership and/or licensure status within 90 days
36 of being notified of such a change.
- 37 6) The member is convicted by plea or trial, regardless of adjudication, of a crime of dishonesty, sex
38 offense or other charge which violates the principles of psychology. A plea of nolo contendere is a
39 conviction for the purposes of this section.
- 40 7) The member intentionally misrepresents any information related to their education and/or licensure
41 eligibility or status as provided on the application for membership.
- 42 8) The Board of Directors shall establish disciplinary procedures in policy.

1 L. Limitation. Membership in the FPA shall not be construed by any person as establishing the scientific
2 and professional competence of the member to practice psychology.

3
4 M. No Vested Interest. A member shall not have any vested right, interest, or privilege of, in or to the
5 assets, functions, affairs or franchises of the FPA, or any right, interest or privilege which may be
6 transferable or inheritable, or which shall continue if his or her membership ceases, or while he or she is
7 not in good standing.

8
9 N. Only regular, active-duty military, and retired members who are legal Florida residents shall have the
10 right to vote and to hold elected office in FPA governance, including the Board of Directors and a
11 Regional Chapter.

12
13 O. All members shall be treated with respect and without discrimination on the basis of race, national or
14 ethnic origin, religion, gender, or sexual orientation, age, mental or physical disability. This does not
15 preclude the FPA from fulfilling its obligation to carry out activities or programs that have as their goal
16 the amelioration of conditions that may restrict members from full participation in the FPA or its
17 activities and programs.

18
19 P. Any individual member or group of individual members who believe their terms of membership in
20 the FPA, as specified in this Article have been abridged by actions taken by an element of the FPA's
21 governance structure or any employee or employees of the FPA may seek such remedies as may be
22 provided under procedures established by the Board of Directors.

23
24 IV. DUES

25
26 A. Annual Dues. The Board of Directors shall, in policy, establish a dues schedule for membership in the
27 FPA. The dues schedule shall establish membership fees for all membership categories.

28
29 B. Special Assessments. The Board of Directors may determine, as deemed necessary, the amount of
30 special assessments to be levied against the membership. Any assessments levied must be approved by
31 a majority of eligible voting members.

32
33 C. Exemptions. The Treasurer, President, and/or the Executive Director shall have the authority to
34 exempt any person from the payment of any portion of applicable dues or assessments, for a period of
35 one year. The principal office shall maintain a record of any such exemptions.

36
37 D. Payment. Dues shall be payable prior to the last day of the month due. The Board of Directors or
38 Executive Director may approve alternate membership cycles, payment schedules and methods of
39 payment as necessary to facilitate timely payment of dues.

40
41 E. Allocation to Chapters. A percentage of each member's dues shall be allocated by the Board of
42 Directors to the regional chapter with which the member is affiliated. This allocation shall be used by the

1 regional chapters as general operational funds. The percentage of the allocation shall be determined
2 annually by the Central Office of the Florida Psychological Association.

3
4 F. Additional Funding. A chapter requiring additional funds may make a formal petition for such funds
5 to the Board of Directors. The Board of Directors shall maintain the authority to allocate such funds if
6 deemed appropriate.

7
8 V. MEETINGS

9
10 A. Meetings of the Membership.

11
12 1. Annual Meeting. An annual meeting of the membership shall be held during each year at such time
13 and place as shall be determined by the Board of Directors.

14
15 2. Special Meetings. Special meetings of the membership may be called by the Executive Committee,
16 the Board of Directors, or by written request of a majority of the members, for any purpose.

17
18 3. Notice. Written notice of any annual or special meeting shall be sent to each member at least 1days
19 prior to the meeting. Notice of any special meeting shall state the purpose of the meeting. The notice
20 shall be forwarded to each member via electronic or regular mail using the most recent email or street
21 address retained in the FPA's records. Any member may, in writing signed by such member, waive
22 notice of any meeting prior to such meeting, and such waiver, when filed in the records of the
23 Association shall be deemed equivalent to the giving of such notice to such member.

24
25 4. Voting Rights. Each regular member is entitled to one vote. The vote may be cast in person, by
26 electronic means, or by mail, or by proxy.

27
28 5. Quorum. The members present, entitled to vote, represented in person, or by proxy shall constitute
29 a quorum at a meeting of the membership. A simple majority vote shall decide any question brought
30 before the meeting, except as otherwise required by FPA bylaw.

31
32 6. Proxies. At any meeting of the membership, a member may vote by proxy notice executed in writing
33 with signature by the member or by his or her authorized attorney in fact and filed with the Executive
34 Director of the FPA. The proxy notice shall contain the name and address of the member, a designation
35 as to the meeting for which the proxy is to be used, a statement why the person granting the proxy will
36 not be available for the designated meeting and the name and address of the regular member
37 authorized to exercise the proxy vote. Any proxy given shall be effective only for the meeting specified.
38 Proxy shall be revocable at any time at the pleasure of the member executing it, by giving written notice
39 of the revocation to the Executive Director of the FPA. A proxy may be filed with the Executive Director
40 at any time before the meeting is convened. Proxies will not be accepted once the meeting has been
41 called to order.

1 7. Electronic and Mail Ballot. Any decision required to be made by the membership at a meeting may be
2 made by the membership voting through an electronic or mail ballot.

3
4 8. Presiding Officer and Minutes. At meetings of members, the President shall preside. If the
5 President is absent, then the presiding officer shall be, in order, President-Elect, Treasurer, then
6 Secretary. Minutes shall be kept in a businesslike manner and available for inspection by Directors,
7 members and their authorized representatives during normal business hours at the principal office of
8 the FPA. The FPA shall retain these minutes for a period of not less than seven (7) years.

9
10 9. Parliamentary Procedure. Meetings of the membership shall be conducted according to “Modern
11 Parliamentary Procedure” by Ken Keeseey (1994).

12
13 B. Meetings of the Board of Directors.

14
15 1. Regular Meetings. A regular meeting of the Board of Directors shall be held at the same place as the
16 annual meeting of the membership. Additional regular meetings shall be held at a time, place and date
17 set by the President or Board of Directors.

18
19 2. Special Meetings. Special meetings of the Board of Directors may be called by the Executive
20 Committee or a majority of the Board of Directors for any purpose. A notice stating the purpose of the
21 special meeting shall be mailed, e-mailed or otherwise communicated delivered to each Director at least
22 48 hours prior to such meeting.

23
24 3. Notice. Written notice of any annual meeting shall be sent to each member at least 14 days prior to
25 the annual meeting. Notice of any special meeting shall state the purpose of the meeting and shall be
26 forwarded to all of the Board of Directors via electronic or regular mail using the most recent email or
27 street address retained in the FPA's records at least 48 hours prior to such meeting. Any of the Board of
28 Directors may, in writing signed by such member, waive notice of any meeting prior to such meeting,
29 and such waiver, when filed in the records of the Association shall be deemed equivalent to the
30 giving of such notice to such member.

31
32 4. Quorum. A majority of the Directors entitled to vote shall constitute a quorum. A majority is satisfied
33 when more than 50% of the Board is present. The vote of a majority of Directors present and entitled to
34 vote shall decide any matter before the Board, except as may be otherwise required by law,
35 parliamentary procedure, or these Bylaws. The President shall vote only to make or break a tie. The
36 President’s attendance counts toward a quorum.

37
38 5. Liability. Directors shall not be liable to the members or to the FPA for any mistake of judgment and
39 shall only be liable for their own individual willful misconduct or bad faith. Directors shall have no
40 personal liability with respect to any contract made by them on behalf of the FPA.

1 6. Proxies. At any meeting of the Board of Directors, a Director, except for Officers, entitled to vote,
2 may do so by designating proxy representation to a regular member from their chapter and /or division,
3 executed in writing with signature by the Director or by his or her authorized attorney. Proxy may be
4 filed with the Executive Director at any time prior to the start of a meeting of the Board of Directors.
5 The proxy shall contain the name and address of the Director, a designation as to the meeting for which
6 the proxy is designated, a statement why the person granting the proxy will not be available for the
7 designated meeting, and the name and address of the regular member authorized to exercise the proxy
8 vote. Any proxy given shall be effective only for the meeting specified. Proxy shall be revocable at any
9 time at the pleasure of the member executing it, by giving written notice of the revocation to the
10 Executive Director of the FPA. Proxies are expected to review Board materials prior to meetings in order
11 to make the most informed decisions on behalf of their constituents. Proxies will not be accepted once
12 a meeting has been called to order.

13
14 7. Meetings of the Board of Directors, except those specifically designated as executive sessions, shall be
15 open to members of the FPA, but they may not speak or otherwise participate in the meeting unless
16 specifically asked by the President.

17
18 8. The Board of Directors shall be authorized to adopt and publish policies and procedures for the
19 transaction of the business of the FPA, provided the same do not conflict with these Bylaws and
20 the Certificate of Incorporation.

21
22 C. Meetings of the Executive Committee.

23
24 1. Regular Meetings. Regular meetings of the Executive Committee shall be held at least quarterly.
25 Additional regular meetings may be held at a time, place and date set by the Executive Committee.

26
27 2. Special Meetings. Special meetings of the Executive Committee may be called by the President or a
28 majority of the Executive Committee for any purpose. A notice stating the purpose of the special
29 meeting shall be mailed, e-mailed, or otherwise communicated to each Executive Committee member at
30 least 48 hours prior to such meeting.

31
32 3. Quorum. A majority of the Executive Committee entitled to vote shall constitute a quorum. A
33 majority is satisfied when more than 50% is present. The vote of a majority of Executive Committee
34 members present and entitled to vote shall decide any matter before the committee, except as may be
35 otherwise required by law, parliamentary procedure, or these Bylaws. The President shall vote only to
36 make or break a tie. The President's attendance counts toward quorum.

37
38 4. Liability. Members of the Executive Committee shall not be liable to the members or to the FPA for
39 any mistake of judgment and shall only be liable for their own individual willful misconduct or bad faith.

40
41 5. Proxies. Members of the Executive Committee may not vote by proxy.

42

1 VI. BOARD OF DIRECTORS

2

3 A. Terminology. The Board of Directors has been previously termed the Executive Council. All
4 references to Executive Council of the FPA in prior or subsequent documents shall be deemed
5 references to the Board of Directors of the FPA.

6

7 B. Responsibility. The Board of Directors is the policymaking and regulatory body of the FPA. Except as
8 may be limited in the Articles of Incorporation or Bylaws of the FPA, the Board of Directors shall have all
9 rights and powers granted or permitted by law.

10

11 C. Board Membership. The Board of Directors shall consist of the Officers of FPA, the elected
12 representative(s) of each chapter, one of the Legislative Affairs and Public Policy Board Co-Chairs, an
13 elected representative of the student member, the representative(s) to the American Psychological
14 Association Council of Representatives, and the Executive Director. The Board may establish criteria for
15 additional representation to the Board. All Board of Directors members shall be regular, retired, or
16 active military duty members of FPA, except the student member representative.

17

18 D. Voting Members. The Executive Director is an ex-officio, non- voting member. Each remaining
19 member of the Board of Directors is entitled to vote. No person shall be eligible to represent more than
20 one voting entity on the Board at any time. A Director may not cast more than one vote on a single issue
21 at any time. A Director may not proxy for another Director at any time. The Board may establish criteria
22 in policy for additional voting members of the Board.

23

24 E. Compensation. The Directors, as such, shall not receive any stated salaries for their services, but, by
25 resolution of the Board, a fixed sum and expenses of attendance, if any, may be allowed for attendance
26 at each regular or special meeting of the Board. Nothing herein contained shall preclude any Director
27 from serving the FPA in any other capacity and receiving compensation for such services.

28

29 F. Office and Staff. The Board of Directors shall provide for the establishment and regulation of a
30 central or principal office and such staff as is necessary and appropriate for the operation of the FPA.

31

32 G. Removal. Each Director shall remain in office until the Director's term expires, death, resignation or
33 removal. Any Director may be removed by two-thirds vote of the Board of Directors at a meeting called
34 for that purpose. The Director shall be informed in writing of the reason why the Board of Directors is
35 seeking removal from office, the date of the meeting at which time the issue will be discussed, and be
36 afforded due process with an invitation to appear in person or provide a written statement. A member
37 of the Board of Directors may be removed for the following reasons:

38

39

40 1) Missing two (2) consecutive Board of Director or Executive Committee meetings without prior
41 approval of the President, Executive Committee, or Executive Director.

- 1 2) Failure to attend an entire Board of Director or Executive Committee meetings without prior
- 2 approval of the President, Executive Committee, or Executive Director on two (2) consecutive occasions
- 3 3) Failure to perform the duties of the office
- 4 4) Failure to abide by the FPA Bylaws or Policies
- 5 5) Failure to maintain eligible membership status
- 6 6) The removal of a Director shall be handled in accordance with the provisions in chapter
- 7 617.0808(1), Florida Statutes. The Director shall be informed in writing of the reason why the Board of
- 8 Directors is seeking removal from office, the date of the meeting at which time the issue will be
- 9 discussed, and be afforded due process with an invitation to appear in person or provide a written
- 10 statement.

11
12 H. Vacancy. Any vacancy on the Board of Directors shall be filled for the remaining portion of the term
13 by an eligible member approved by the Executive Committee.

14 15 VII. OFFICERS

16
17 A. Name. The Officers shall be a President, President-Elect, Secretary, Treasurer, and Immediate Past
18 President. Officers must be regular members, retired members, or active duty military members of the
19 FPA.

20
21 B. Election and Term. The term of office for the President and President-Elect shall be one year. The
22 term of office for the Secretary and Treasurer shall be two years. The Secretary's term shall initially
23 commence on even-numbered years, and the Treasurer's term shall initially commence on odd-
24 numbered years. New officers shall be installed at the last annual meeting of the FPA, or at such other
25 time as designated by the Board of Directors and the term shall commence at the beginning of the
26 calendar year. An officer shall hold office until his or her successor has been elected and duly qualified,
27 or until otherwise removed by the Board of Directors. Officers shall be elected according to election
28 guidelines established in the FPA Policy Document.

29
30 C. President. The President shall be the chief elected officer of the FPA and shall oversee all of the
31 affairs of the FPA. The President shall preside at all meetings of the members and of the Directors
32 except as otherwise provided for in these Bylaws or the Policy Document of the FPA. The President or
33 other officer designee may sign, where required, all documents and instruments on behalf of the FPA.
34 The President shall be the immediate supervisor to the Executive Director. The President serves as ex-
35 officio member of all Boards, Divisions, and Committees.

36
37 D. President-Elect. In the absence of the President, the President-Elect shall perform the duties of the
38 President, and when so acting, shall have all of the powers and responsibilities of the President. The
39 President-Elect shall succeed the President upon the end of the President's term. The President-Elect
40 shall oversee chapter development and student development. The President-Elect shall perform any
41 duties designated by the Board of Directors.

1 E. Immediate Past President. In the absence of the President and the President-Elect, the Immediate
2 Past President shall perform the duties of the President, and when so acting, shall have all of the powers
3 and responsibilities of the President. The Immediate Past President shall also serve as the Chair of the
4 Elections and Awards Committee of the FPA, and shall perform additional duties as designated by the
5 Board of Directors.

6
7 F. Secretary. The Secretary shall record the minutes of the meetings of the membership, Board of
8 Directors, and Executive Committee, and give notices required by the Bylaws, policies, or by Florida
9 Statutes. The minutes shall be maintained by the principal office of the FPA for a period of at least ten
10 years. The Secretary shall otherwise ensure that an adequate archive and records system is maintained
11 for FPA affairs.

12
13 G. Treasurer. The Treasurer shall work with the Executive Director to assure that the accounting
14 records of the FPA are maintained according to standard accounting practices. The Treasurer shall chair
15 the Budget and Finance Committee. The Treasurer shall work with the Executive Director to submit a
16 yearly budget to the Board of Directors for approval and report to the Board of Directors on the financial
17 status of the FPA. The Treasurer shall review regular FPA expenditures including credit card statements,
18 bank statements, and other financial records. The Treasurer may review and recommend alternate
19 programs for investing FPA reserve funds.

20
21 H. Liability. Officers shall not be liable to the members or the FPA for any mistake of judgment and
22 shall only be liable for their own individual willful misconduct or bad faith. Officers shall have no
23 personal liability with respect to any contract made by them on behalf of the FPA.

24
25 I. Vacancy. Any vacancy in the office of Secretary or Treasurer shall be filled for the remaining portion
26 of the term by a regular member elected by the Board of Directors. In the event of a vacancy in the
27 office of President or President-Elect, a special election will be held to fill that office at a time to be
28 determined by Executive Committee.

29
30 J. Eligibility. To be eligible for nomination as FPA President-elect, the nominee must have served on the
31 FPA Board of Directors for no less than two years. To be eligible for nomination as FPA Secretary or
32 Treasurer, the nominee must have served on the FPA Board of Directors or as Division President for no
33 less than two years.

34
35 K. Delegation of Duties. In case of the absence or inability of any officer to act in his place, the Board of
36 Directors may from that time delegate the powers or duties of such officer to any other officer or any
37 Director or other person whom it may select.

38
39 VIII. EXECUTIVE DIRECTOR

40
41 The Board of Directors may employ the services of an Executive Director and such other employees and
42 agents as deemed appropriate with powers, duties and compensation of such being determined by the

1 Board. The Executive Director shall report to the Executive Committee, with the President of the Board
2 acting as direct supervisor to the Executive Director. The Executive Director shall serve as the chief
3 executive officer of the FPA and shall perform duties designated by the Board of Directors, including but
4 not limited to:

5
6 A. Managing, under general guidance of the President, the daily business affairs of the FPA and central
7 office, and administering procedures for planning, analyzing, evaluating and funding FPA activities.

8
9 B. Developing and implementing programs, and establishing active organizational and professional
10 relationships within the membership and the profession to enable the FPA to function effectively and in
11 a manner consistent with the aims and purposes of the FPA.

12
13 D. Serving as an ex-officio nonvoting member of the Board of Directors and Executive Committee for
14 the purpose of carrying out Board policies and objectives and providing information about FPA programs
15 and services.

16
17 E. Serving as an ex-officio member of all the committees and boards of the FPA.

18
19 F. Supervising, hiring, training, and firing all FPA staff.

20
21 IX. EXECUTIVE COMMITTEE

22
23 A. Purpose. The Executive Committee shall have all powers and authority necessary to act on an
24 interim basis on behalf of the Board of Directors. However, when the decisions of the Executive
25 Committee permanently change the policies of the FPA, approval by the Board of Directors is required
26 before they can become the permanent rules of the FPA. The Executive Committee shall oversee the
27 Executive Director.

28
29 B. Members. The Executive Committee shall consist of the Officers of the FPA, one of the Co-Chairs of
30 the Legislative Affairs and Public Policy Board, and the Executive Director. The elected officers and the
31 chair of the Legislative Affairs and Public Policy Board may vote. The Executive Director shall serve as
32 non-voting, ex-officio member.

33
34 X. REGIONAL CHAPTERS

35 A. Purpose and Function. In order to further the purposes of the FPA, and in order to foster active
36 participation of members in the affairs of the FPA, regional chapters shall be established in accordance
37 with geographical areas and the size of the psychological community.

38
39 1) Members shall be assigned to a regional chapter on the basis of their residence or business address,
40 or by other criteria established by the Board of Directors. All members of a Chapter must be members
41 of the FPA.

1 2) The Board of Directors may establish divisions, affiliations with other groups, or other organizational
2 mechanisms in order to further the purposes of the FPA.

3
4 B. Creation. The following chapters have been created and are hereby recognized: 1) Bay; 2)
5 Broward; 3) Brevard- Indian River; 4) Calusa; 5) Capital; 6) Central Florida; 7) Miami-Dade/Monroe; 8)
6 Lower West Coast; 9) North Central Florida; 10) Northeast Florida; 11) Palm; 12) Pinellas; 13) West
7 Florida

8
9 C. New Chapters and Annexation. The Board of Directors may recognize new chapters, annex additional
10 counties or geographic areas to existing chapters, or decrease the number of counties or geographic
11 areas covered by existing chapters. Recognition of new chapters with less than 4% of the membership of
12 the FPA shall require a two-thirds vote of the Board of Directors.

13
14 D. Representation. Each chapter shall be entitled to one member representative on the Board of
15 Directors for a three-year term. Chapter elections shall be staggered so as to elect approximately one-
16 third of the chapter representatives each year and the Board of Directors may establish shorter terms to
17 implement this provision.

18
19 If the chapter's total membership is more than 7.9% of the FPA's total membership, excluding student
20 and out-of-state category members, the chapter shall be entitled to elect an additional member or
21 members representative to serve on the Board of Directors. on the following basis: 1) more than 7.9% of
22 the membership but not more than 15.38% - one additional member; 2) more than 15.38% but not
23 more than 23.07% - two additional members; 3) more than 23.07% - three additional members. The
24 Board of Directors shall establish procedures for determining the number of Directors to which a
25 chapter is entitled.

26
27 E. Chapter Affairs. Each chapter shall conduct its own daily affairs according to the Model Chapter
28 Bylaws. Each chapter shall administer the allocation of chapter funds, elect its own officers who must
29 be regular members of the FPA, create such committees as are deemed necessary, and select award
30 recipients. All Chapter activities not addressed by the Model Chapter Bylaws shall adhere to the Bylaws
31 and policies of the FPA.

32
33 F. Boards and Committees. Chapters shall establish such standing boards and committees as the FPA
34 Board of Directors may require. Chairpersons of chapter boards and committees shall serve as
35 representatives to the corresponding FPA boards and committees.

36
37 G. Limitation. No chapter, nor any member, Officer or Director of any chapter, shall have the authority
38 to act on behalf of or speak for the FPA, unless such authority is given in writing by the Board of
39 Directors of the FPA, and except as may otherwise be provided in these Bylaws or by resolution of the
40 Board of Directors.

1 XI. APA REPRESENTATIVES

2

3 A. Nomination and Election. The Board shall establish procedures for the nomination of members to
4 become representative(s) of the FPA to the American Psychological Association Council of
5 Representatives. The nominees shall be elected by ballot distributed and counted by the American
6 Psychological Association. A Call for Nominations will be disseminated to the Board of Directors and
7 Chapter presidents. Nominations will be forwarded to the chair of the Elections Committee. The
8 recommended nominees will be submitted to the Board of Directors for review prior to their submission
9 to APA by February 15. The chair of the Elections Committee will be responsible for monitoring this
10 process.

11

12 B. Office. The representative(s) shall hold office for such term and in accordance with criteria
13 established by the American Psychological Association.

14

15 C. Cycle disruption. If the cycle is disrupted for any reason, a person elected by the FPA Board of
16 Directors shall fill the term. If the Board of Directors meeting does not occur before the next meeting of
17 the APA Council of Representatives, then the FPA Executive Committee shall appoint a person. The term
18 shall last until the completion of the next APA election for Council Representatives, when a new
19 representative will be elected.

20

21 D. Eligibility. Any FPA regular member in good standing who meets criteria established by the Board of
22 Directors and APA may be nominated for APA Council representative. Sitting members of the FPA Board
23 of Directors shall not be eligible during their term.

24

25 XII. STANDING BOARDS AND COMMITTEES

26

27 A. Names. Standing boards and committees are those necessary for the proper functioning of the FPA.

28

29 B. Standing Boards comprise a representative from each Chapter and conduct vital business. Standing
30 boards are empowered to act to carry out a specific, major function of the FPA. The following is
31 established as a standing board:

32

33 1) Legislative Affairs and Public Policy Board (LAPPB)

34

35 a. Composition: The LAPPB is comprised of two co-chairs, the president of each Division, and
36 one representative from each of the FPA chapters.

37 b. Co-Chair terms: LAPPB co-chairs are appointed by the President of the FPA and the Executive
38 Committee with approval from the Board of Directors. Each co-chair serves a two-year alternating term.
39 Each co-chair and may be reappointed for successive terms.

40 c. The LAPPB shall:

41 (1) Oversee the legislative agenda, administrative code, court decisions and public
42 policy related to mental health and practitioners of psychology for FPA;

1 (2) Operationalize legislative advocacy activities in FPA, including but not limited to
2 monitoring professional lobbying activity, coordinating the key psychologist network, planning
3 legislative day and the annual LAPPB meeting, developing and maintaining the LAPPB Policy Manual, and
4 providing other training activities to meet legislative advocacy needs of FPA.

5 (3) Act to carry out the necessary tasks associated with the legislative and public policy
6 interests of FPA.

7
8 d. Only the LAPPB chairs, the President, and the Executive Director may speak for the FPA on
9 matters related to legislation and public policy.

10
11 C. Standing Committees conduct specific tasks as mandated by the Board of Directors that support the
12 mission and purpose of FPA and as specified in FPA policy. Standing committees shall be listed in the
13 FPA Policy Document. Standing committees may be established as necessary by the President with
14 approval of the Board of Directors. A standing committee may be disbanded upon two-thirds vote of
15 the Board of Directors.

16
17 D. Committee Chairs. The chairs of standing committees shall be appointed by the President and the
18 Executive Committee, subject to the approval of the Board of Directors, for a term of one year.
19 Committee chairs may be reappointed for successive terms. The Treasurer shall be the chair of the
20 Budget and Finance Committee. The Immediate Past President shall serve as the chair of the Elections
21 and Awards Committee.

22
23 E. Board and Committee Members. Except as otherwise required in these Bylaws, the members of the
24 standing boards shall be the sum of the members from the corresponding Chapter-level boards.
25 Standing committee members shall be appointed by the chair of the committee. The Elections and
26 Awards Committee shall consist of the Immediate Past President as Chair, and the four most recent Past
27 Presidents of the FPA, who are available and willing to serve. The Executive Committee shall serve as
28 the Budget and Finance Committee. The Chair of any standing committee or Board may appoint
29 subcommittees to carry out specific tasks or activities.

30
31 F. The President may appoint ad-hoc committees of board members or others as necessary to conduct
32 FPA business. Any ad hoc committee shall disband at the end of the President's term.

33
34 G. Other Organizational Structures. The Board of Directors may create other organizational structures
35 such as Divisions and Special Interest Groups as deemed necessary to enhance the goals of the FPA.

36
37 H. Records. All standing boards and committees shall keep current records of committee activity and
38 submit a full report to the membership at the annual meeting. Interim reports shall be submitted to the
39 President and Board of Directors whenever deemed necessary by the Board.

1 XIII. NOMINATIONS AND ELECTIONS

2

3 A. The Elections and Awards Committee shall issue annually a call to all eligible voting members of the
4 FPA for nominations for the open offices via mail or electronic means. Thirty days after issuing the call
5 for nominations, the Elections and Awards Committee shall close nominations and shall make a
6 preferential count of the nominees. The Elections and Awards Committee shall then prepare a slate for
7 the final election ballot.

8

9 B. The Elections and Awards Committee shall provide to all voting members of the FPA the final ballot,
10 which shall include nominees for all open offices.

11

12 C. Thirty days (30) after providing a final ballot, the Elections and Awards Committee shall close the
13 election cycle.

14

15 D. The Board of Directors shall establish other elections procedures in policy.

16

17 XIV. AMENDMENTS TO BYLAWS

18

19 A. Proposals. Suggested amendments to the Bylaws shall be proposed by the Board of Directors or by
20 petition to the Board of Directors from at least 5% of the membership. Any suggested amendment shall
21 be submitted to the membership for vote. However, if the Board of Directors is opposed to all or part of
22 an amendment suggested by member petition, the Board of Directors may so state in any mail ballot or
23 otherwise.

24

25 B. Procedures. Suggested amendments shall be submitted to the members of the FPA at least 30 days
26 prior to voting on the suggested amendment. The suggested amendment must, at the option of the
27 Board of Directors, either be voted by a majority of the membership in attendance at a meeting of the
28 membership, or by a majority of those voting via mail or electronic means.

29

30

31 XV. AMENDMENTS TO THE ARTICLES OF INCORPORATION

32

33 A. Proposals. Amendments to the Articles of Incorporation shall be suggested either by the Board of
34 Directors or by petition to the Board of Directors by at least 15% of the membership. Any amendment
35 suggested by petition shall be submitted to the membership for vote. However, if the Board of
36 Directors is opposed to all or part of the suggested amendment, the Board of Directors may so state in
37 any mail ballot.

38

39 B. Procedure. Proposed amendments shall be submitted to the members of the FPA at least 30 days
40 prior to voting on the proposed amendment. The proposed amendment may, at the option of the Board
41 of Directors, either be determined at a meeting of the membership, or by a two-thirds vote of those
42 voting via mail or electronic means.

1 XVI. INDEMNIFICATION

2

3 The FPA shall purchase and maintain insurance on behalf of all Officers and Directors against any liability
4 asserted against them or incurred by them in their capacity as Officers and Directors or arising out of
5 their status as such.

6

7 These Bylaws of the Florida Psychological Association, a non-profit corporation existing under the laws
8 of the State of Florida were adopted by the membership via ballot on October 18, 2011

9

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