

CONSTITUTION AND BYLAWS  
DAYTON AREA PSYCHOLOGICAL ASSOCIATION, INC.

Article I: NAME

Section 1: The name of this organization shall be the “Dayton Area Psychological Association, Inc.,” a nonprofit corporation incorporated in the State of Ohio.

Article II: PURPOSE

Section 1: The purpose of this Association shall be to support the study and practice of psychology, so as to promote human welfare in the Dayton area. The Association shall serve as a forum for the exchange of information and ideas. It shall provide a means of continuing education in the profession of psychology and shall encourage ethical standards of practice.

Article III: MEMBERSHIP

Section 1: A person shall be eligible to apply for membership if they: (a) have earned a master’s or doctoral degree in psychology or school psychology, or a substantially equivalent degree conferred by a graduate program of recognized standing; or holds a currently valid Ohio license as a psychologist or school psychologist; and (b) is above reproach in their ethical and professional conduct.

Members of the Dayton Area Psychological Association, Inc. shall be persons who fit the qualifications set forth in this Article who have paid membership dues as designated by the Board of Trustees. Memberships may be renewed annually by payment of that year’s membership dues.

Section 2: Life members of the Dayton Area Psychological Association, Inc. may be designated by the Board of Trustees based on substantial contributions to the Association and to the field of psychology. Life members shall be exempt from any dues or assessments.

Section 3: Only members, as designated in Section 1 and 2, shall be entitled to vote for the election of members to the Board of Trustees, or to serve on the Board of Trustees, as officers, or on Association committees.

Section 4: A person shall be eligible to apply for affiliate status if they are not a licensed psychologist in Ohio, and: (a) are a graduate or undergraduate student majoring in psychology; or (b) are someone who, in the opinion of the Board of Trustees, would advance the purpose of the Association by being affiliated; and (c) is above reproach in their ethical and professional conduct.

Section 5: A person shall be eligible to apply for retiree membership if they: (a) previously held DAPA membership or an active license as a psychologist, have retired their license as a psychologist, and no longer wish to receive CEUs for workshop attendance. Those holding a retiree DAPA membership are entitled to a 50% reduction in DAPA membership fee and will not receive CEUs for workshop attendance.

Section 6: Lists of active members shall be kept by the Membership Chair. Active affiliates wishing to resign may do so at any time by communicating this desire in writing to the Membership Chair, who shall remove the member or affiliate's name from the active list. Except as limited by Section 7 below, or by any subsequent rules that may be adopted by the Board, a former member or affiliate may reestablish their membership or affiliate status at any time by payment of current dues and assessments.

Section 7: A member or affiliate may be reprimanded, suspended for a period of time, or expelled by the Board of Trustees for conduct that in any way tends to injure the Association, or to adversely affect its reputation, or that is contrary to or destructive of its purpose.

Charges against a member or affiliate shall be initiated in writing and addressed to the President by any aggrieved person. The charges shall be specified with particularity. Before taking any action against a member or affiliate, the President shall appoint an Ad Hoc Peer Review Committee on Ethical Practices to consider the charges initiated against the member or affiliate. The committee shall recommend appropriate action to the Board of Trustees.

Any member or affiliate who is convicted of a felony or whose license is suspended or revoked shall be dropped from the membership without the necessity of a formal written complaint. The President shall notify the member or affiliate against whom action has been taken of the action. A person who has been dropped from the membership as a result of this process shall have the right to reapply for membership or affiliate status after one year has elapsed from the date of expulsion. Decisions on reapplications shall be based on the applicant's ability to currently meet membership criteria in Article III, Sections 1 and 4 above.

#### Article IV: BOARD OF TRUSTEES

Section 1: The Board of Trustees shall be synonymous with the Executive Committee and shall be composed of: the President, Past President, President-Elect, Treasurer, Membership Chair, Program Chair, Webmaster, Editor of the Newsletter, Representative to the Ohio Psychological Association, a School of Professional Psychology (SOPP) Student Government Representative, a University of Dayton (UD) psychology graduate student representative and one or more Members-at-Large. Each member of the Board shall have one vote. The President shall preside over the meetings. The President-Elect shall keep minutes of board and business meetings. Meetings may be called by the President when deemed necessary or on petition by one-third of the Board of Trustees, or by five percent of the voting members of the Association. A majority of Board members shall constitute a quorum for transaction of business.

Section 2: The Board of Trustees shall be the policy-making body of the Association and shall serve without remuneration. They are authorized to take such actions as are necessary for the conduct of Association affairs, except that the Board of Trustees must submit proposals to the membership for approval for changes in dues, for special assessments, and for amending the bylaws. The members shall vote on such proposals. Any voting member of the Association may initiate Board discussion and/or action on any matter that affects or involves the Association by outlining the issue in a letter to the President and requesting said discussion and/or action.

Section 3: The officers, OPA Representative, and Members-at-Large shall be elected to serve a term of one (1) year pursuant to Article VI below. The Program Chair, Webmaster, SOPP Student

Government Representative, UD psychology graduate student representative, Editor of the Newsletter, and the Early Career Psychologists Chair shall be appointed for terms of one (1) year.

Section 4: If a vacancy should occur on the Board, any member of the Board may recommend a candidate to the Board, subject to its approval by a majority vote of the Board. A member selected to fill a vacancy shall serve for the remainder of the unfinished term.

## ARTICLE V: ASSOCIATION STRUCTURE AND FUNCTIONS

Section 1: Officers: The officers of the Association shall be the President, President-Elect, Past President, Treasurer, and Membership Chair. Officers shall perform the following duties: The President shall chair all Board and membership meetings, appoint all committee chairs as needed, prepare board meeting agendas, and perform other functions as needed to promote the viability of the Association. The President-Elect shall perform any and all functions of the President in the absence of the President, as well as other functions as delegated by the President, chair the Nominations and Elections Committee and keep the minutes of Board of Trustees. The Treasurer shall be responsible for the collection, maintenance, and disbursement of all funds, maintain financial records of the Association, and arrange for annual taxes to be completed. The Membership Chair shall manage association membership responsibilities. Officers shall be elected by the membership pursuant to Article VI. Officers shall serve for a term of one year, beginning January 1. There shall be no limitation on the number of consecutive terms for the offices of President Treasurer, and Membership Chair..

Section 2: Board of Trustees: shall meet as called by the President, who shall serve as Chairperson. The Board of Trustees shall have the power to transact business as outlined in Article IV, Section 2. A majority of the board shall constitute a quorum for the transaction of business.

### Standing Committees:

(a) Nominations and Elections Committee: The duties of this committee shall include: the nomination of new Board members when vacancies arise; the preparation of a ballot for officers, OPA Representative and Members-at-Large to be elected by the membership as per article VI below; and the conduct of the election (counting of ballots, etc.) along with the President-Elect.

(b) Program Committee: The Program Committee shall plan and organize educational programs in consultation with the Board; maintain liaison with the Ohio Psychological Association Office of Mandatory Continuing Education, and plan and organize membership meetings in consultation with the Board of Trustees

Section 3: Ad hoc committees may be appointed by the President to complete specified tasks. At least one member of the Board shall serve on each ad hoc committee. The ad hoc committee shall be disbanded by the President upon the completion of its assigned task(s).

## ARTICLE VI: ELECTIONS

Section I: Nominations for the Officers, OPA Representative, and the Member-at-Large positions on the Board of Trustees shall be sought in May. All eligible persons willing to serve who are nominated by a voting member of the Association shall be placed on the ballot for that office,

as well as any names of those candidates identified by the Nominations and Elections Committee. Receipt of nominations by the President-Elect shall close on July 1.

The Nominations and Elections Committee shall review the candidates nominated by the membership. If two or more candidates for each office are so nominated, then the Committee shall prepare a ballot with the names of those nominees, after determining their willingness to serve. Ballots shall be sent by July 15, and receipt of ballots by the President-Elect shall close on August 15.. A person receiving a majority of the votes cast shall be certified by the Nomination and Elections Committee as elected to that position. Tie votes shall be resolved the drawing of lots, to be conducted by the Nominations and Elections Committee. If there are three or more candidates and no candidate receives a majority of the votes cast, then a run-off election shall be held between the two candidates receiving the highest number of votes cast. Voting for the run-off election shall be conducted by September 1 and receipt of ballots by the President-Elect shall close on October 1. Ballots shall be counted by the President-Elect and the winner certified as above, as soon as possible thereafter.

#### Article VII: DUES AND ASSESSMENTS

Section 1: Dues of the Association shall be determined by membership vote (as described in Article IV, Section 2) upon recommendation of the Board of Trustees. Changes in the dues structure shall be by majority vote of those voting.

Section 2: The annual dues notices shall be sent to members in September of each year, and dues shall be paid prior to December 31 of each year.

#### Article VIII: MEMBERSHIP MEETINGS

Section 1: The membership meetings of the corporation shall be held at such times and places as are designated by the Board of Trustees. There shall be at least one membership meeting per year.. A quorum at a membership meeting shall consist of those present and voting. Any action taken at a membership business meeting may, at the discretion of the Board of Trustees, or on petition from two percent of the membership, be submitted to the membership by ballot.

#### Article IX: REVENUE AND FUNDS

Section 1: The revenue of the Association shall come from two main sources: membership dues and fees collected from the participants in training workshops sponsored by the Association. The Association does not issue capital stock or engage in commerce.

Section 2: The officers of the Association shall be empowered to bank the Association assets in whatever financial institution may provide it with the highest interest and to purchase certificates of deposit if prudent to do so. They may also, at their discretion, invest Association funds in real, personal or mixed property. They may invest in stocks, but are restricted from speculative trading of stocks.

Section 3: No loans or grants of any part of the Association's assets may be made to any officer or member of the Association.

#### Article X: RELATIONS WITH OTHER ORGANIZATIONS

Section 1: It shall be Association policy to actively cooperate with related professional and scientific societies.

Section 2: The members of the Association shall elect a representative to the Board of Trustees of the Ohio Psychological Association. Said representative shall be a member of both Dayton Area Psychological Association, Inc. and OPA.

Section 3: As a non-profit (501 (c)(3) organization, DAPA the Association shall follow the status of State and Federal legislation that affects the professional practice of psychology, and individual members may be encouraged to write their legislative representatives about specific bills, but the Association shall play no substantial or formal role in influencing such legislation. The Association shall not be a political organization and shall not support or endorse any political party or the campaign of any candidate for political office.

#### Article XI: AMENDMENTS

Section 1: The Constitution and Bylaws may be amended at any regular membership meeting by a two-thirds vote of the members present, or by a two-thirds vote of those responding to a sent ballot, provided that the proposed amendment shall be sent to the membership at least thirty days before a vote is taken.

#### Article XII: OFFICIAL YEAR

Section 1: The official year of the Association shall begin on January 1 and end on December 31 of each year.

#### Article XIII: DISSOLUTION OF THE CORPORATION

Section 1: The assets of the Dayton Area Psychological Association, Inc. shall be permanently dedicated toward furthering the purposes of the Association. In the event of the dissolution of this corporation, the assets shall be disposed of according to the articles of incorporation.

\* Dissolution: According to the Articles of Incorporation.

“Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making the provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.”