

Comparison/Clarification 2010 Bylaws to 2019 Draft Bylaws
July 2019

2010 Bylaws	Draft New Bylaws	Comments
ARTICLE 1. CERTIFICATE OF INCORPORATION	ARTICLE 1. NAME AND PURPOSE	
1.1. The name of the corporation is the International Council of Psychologists, Inc.	1.1 The name of the organization is the International Council of Psychologists, Inc., hereinafter variously referred to as "ICP, Inc", "ICP", "The Council".	No Changes: Clarification of the various names under which ICP operates
1.2. The duration of said corporation is unlimited. 1.3. International Council of Psychologists, Inc. is a nonprofit corporation, governed by the bylaws, organized exclusively for educational and scientific purposes.	1.2 ICP, Inc is incorporated as a non-profit organization in the United States, state of Connecticut. The Articles of Incorporation are included by reference in these bylaws.	No Substantive Change: This is not a substantive change. It is standard practice to reference Articles of Incorporation in Bylaws rather than repeating them. This allows a simple mechanism for keeping everything consistent.
1.3 con't : Its purpose is to advance psychology and the application of its scientific findings throughout the world.	1.3 The purpose of ICP is to advance psychology and the application of its scientific findings throughout the world.	No Change: This was a specific purpose statement was added that is also in the articles of incorporation.
1.4. The Board of Directors consists of the Officers and Directors-at-Large of the Board of Directors, elected in accordance with the Bylaws. Moved to 3.1 and 3.1.1 1.5. The officers are the President, President-Elect, Past President, Secretary, and Treasurer, all of whom are elected from Members of the International Council of Psychologists, Inc. in accordance with the Bylaws. Moved to 3.1.1 1.6. A meeting of the Board of Directors and a general membership meeting both will		

<p>occur annually at the International Council of Psychologists, Inc. Convention site. The Board of Directors may hold additional meetings as needed either in a single location or via electronic means. Moved to 3.2</p>		
<p>1.7. No part of the Council's income is distributed to its members, directors, or officers, and the Council shall not have to issue shares of stock or pay dividends. (see new 1.4)</p>	<p>1.4 No part of the Council's net income may inure to its members, directors, or officers.</p>	<p>Changed/Expanded: The fiduciary responsibility is further detailed. To be a 501c3, organizations cannot allow their directors or members to benefit financially from the profits of the organization (net income). Reimbursement for expenses and services are allowed. The statement about shares or dividends is omitted as this does not pertain to 501`c3's.</p>
<p>1.8. Upon the dissolution or other termination of the Council, the Board of Directors will select another organization dedicated to educational or scientific purposes in the field of psychology, to which to transfer such assets as remain after the payment of all liabilities. (see new 1.5)</p>	<p>1.5 Upon the dissolution or other termination of the Council, the Board of Directors will select another organization dedicated to educational or scientific purposes in the field of psychology, to which to transfer such assets as remain after the payment of all liabilities.</p>	<p>No Change: Same as original</p>
<p>ARTICLE 2. MEMBERSHIP</p>	<p>ARTICLE 2. MEMBERSHIP</p>	
<p>2.1. Types of Membership. There are two classes of membership: Member and Student Affiliate.</p>	<p>2.1. Types of membership. There are three types of membership: ICP Member, ICP Professional Affiliate Member, and ICP Student Member.</p>	<p>Change: "Professional Affiliate Member" added as a membership category (per Board decision March 2018)</p>
<p>2.2. Members are mental health professionals and social scientists who hold or are eligible to hold membership in their discipline related national professional association, and (b) have been actively engaged for a period of not less than two years, prior to application for membership, in professional work or study that. advances the science and practice of</p>	<p>2.1.1. ICP Members are psychologists who: (a) hold or are eligible to hold membership in a national psychological association, or are fully registered, licensed or otherwise endorsed by the government of their country of residence or citizenship as psychologists: (b) have been actively engaged for a period of</p>	<p>Change: Member defined as psychologist, to reflect current practice</p>

<p>psychology and supports the use of psychological knowledge to promote social health and justice globally. Split into 2.1.1 and 2.1.2</p>	<p>not less than two years, prior to application for membership, in professional work, study, administration, or other activities that would ordinarily be recognized as psychological in nature; and</p> <p>(c) Support the use of psychological knowledge to promote social health and justice globally.</p>	
	<p>2.1.2. ICP Professional Affiliate Members are professionals who, at the time of application for membership, or renewal, do not meet the requirements for ICP Member, but are:</p> <p>(a) professionally trained, qualified and active in an activity, profession or field of study that includes psychological matters; and</p> <p>(b) Support the use of psychological knowledge to promote social health and justice globally.</p>	<p>Change: Added ICP Professional Affiliate Member category to encourage non-psychologists to join to promote interdisciplinary collaboration.</p>
<p>2.3 Student Affiliates are graduate students enrolled in an academic program leading to an advanced degree in psychology or in an allied mental health profession or social science.</p>	<p>2.1.3. ICP Student Members are students actively enrolled in and working toward a degree or certificate in psychology, or enrolled in an area of study involving major emphasis on psychological aspects of a related field of study.</p>	<p>Change: Change name from Student Affiliates to Student Members to encourage closer identification with ICP; broaden criteria</p>
	<p>2.2 Good standing. A member shall be in good standing when their current year's dues are paid. This applies to ICP Members, ICP Professional Affiliate Members and ICP Student Members</p>	<p>New: Added to clarify that it is necessary to pay dues to be a member and to retain member benefits such as voting.</p>
<p>2.4 Privileges and Benefits of Members.</p>	<p>2.3 Privileges and Benefits of membership.</p>	
<p>2.4, con't : Full Members in good standing are entitled to: vote in all member elections and on all propositions submitted to the membership; receive regularly issued</p>	<p>2.3.1 ICP Members in good standing are entitled to: vote in all member elections and on all propositions submitted to the membership; hold elective office, serve as</p>	<p>Changes: remove "receive regularly issued publications free of charge; receive discounts on other publications or on registration fees as may be established by the Board" and</p>

publications free of charge; receive discounts on other publications or on registration fees as may be established by the Board; hold elective or appointive office, and receive other privileges granted by the Board or specified in the Bylaws.	appointed committee chairs and members, and may receive other privileges granted by the Board or specified in the Bylaws.	replace with “and receive other privileges granted by the Board or specified in the Bylaws.” This allows allow more flexibility.
	2.3.2 ICP Professional Affiliate Members are entitled to all the privileges of ICP Members, except the rights to hold office as President /President Elect, or to serve as Secretary-General.	Clarified privileges of Professional Affiliate Members as per Board Decisions in 2018 New: Per Board decision members in the new Professional Affiliate category are eligible to hold all ICP positions except President or President Elect.
2.4, con’t: Student Affiliates receive all the privileges of Members, except the rights to vote and hold elective office.	2.3.3 ICP Student Members receive all the privileges of ICP Members, except the rights to vote and hold elective office.	No Change
2.5 Application for Membership. Each must be submitted with first year dues and are reviewed by the membership Committee for recommendation to the Board of Directors for membership status approval.	2.4 Application for membership. Each application must be submitted with first year dues to the Secretariat. Applications shall be reviewed by the Membership Chair for membership category and approval.	Change: Applications for membership are reviewed and approved by the Membership Chair (using criteria established by the Board), rather than approval by the Board. This reflects current practice. In addition, membership begins when dues are paid.
2.6 Resignation, Termination and Reinstatement of Membership. Termination of membership occurs under the following conditions: (1) for non-payment of dues; (2) For unethical practice or unprofessional behavior, or conduct reflecting unfavorably upon the association or scientific psychology	2.5 Resignation, Termination and Reinstatement of Membership. 2.5.1 Resignation may occur by written notification to the Secretariat and will be effective immediately. 2.5.2 Termination of membership may occur for non-payment of dues, following due notification of dues status. 2.5.3 Termination may also occur for unethical practice or unprofessional behavior, or conduct reflecting unfavorably upon the association or scientific psychology.	No substantive changes
2.10. Reinstatement of a former member whose resignation had previously been	2.5.4 Reinstatement of a former member whose resignation had previously been	Simplified: This was simplified to reflect current practice

accepted, or who has been terminated, is considered by the membership Committee. Upon receipt of the reinstatement request, submission of a new application for membership and the payment of dues, the Membership Committee shall act upon the request.	accepted, may be made by submitting a new application for membership accompanied by dues directly to the Secretariat. The Secretariat notifies the Membership Chair.	
2.11. Members may not act as a representative or agent of the International Council of Psychologists, Inc. without specific, written authorization by the President or as specified in these Bylaws.	2.6 Members Representing ICP. Except under specific and written authorization by the President and Board of Directors, or as specified in these Bylaws, no member may act as a representative or agent of the International Council of Psychologists. The Council shall not be responsible for, nor bound by, any action of any unauthorized representative.	Clarified: Wording was clarified. The purpose is the same.
ARTICLE 3. EXECUTIVE COMMITTEE & BOARD OF DIRECTORS	ARTICLE 3 BOARD OF DIRECTORS	This entire article was rewritten to separate each function and discuss in its own section
THESE ITEMS WILL BE ADDED IN THEIR NEW ORDER		The definition of the Board is first.
	3.1 Composition of the Board	
3.1. The Board of Directors consists of five Officers comprising the Executive Committee and 12 Directors-at-Large. The President, President-Elect, Past-President, Secretary and Treasurer comprise the Executive Committee of the association.	3.1.1 The Board of Directors of ICP, Inc (hereafter referred to as “ Board of Directors”) consists of four elected Officers (President, President-Elect, Past-President, Treasurer), an appointed Secretary-General, up to nine (9) elected Directors-at-Large, and up to 2 appointed Student Representatives to the Board.	Changes: On discussion and decision of the Board (March, 2018) the number of DAL’s was set at a maximum of 9 to remain manageable but to promote geographical representation.
	3.1.2 The Extended Board of ICP (hereinafter referred as the “Extended Board” includes the Board of Directors, and <i>Ex Officio</i> members including Standing Committee Chairs and Coordinators, Past Presidents, editors, appointed functionaries and representatives,	New: This is new. The extended Board was never defined.

	and others invited by an Officer and approved by the Board, or invited by the Board itself. Ex officio members may participate in discussions when invited to do so, but are not voting members of the Board.	
3.4. Board members are elected annually from a slate of candidates who have agreed to be nominated for each available position and are ICP members in good standing.	3.1.3 Board of Directors members are elected annually from a slate of candidates who have agreed to be nominated for each available position and are ICP Members or ICP Professional Affiliate Members in good standing.	No Change except to add that must be Members or Professional Affiliate Members
	3.1.3.1 The President Elect is nominated annually from ICP Members in good standing with experience in leadership roles. The President Elect will serve 1 year as Elect, 1 year as President, and 1 year as Past President.	New
3.3. The Secretary and Treasurer are elected for terms of three years.	3.1.3.2 The Treasurer is elected for a term of three years. The term or terms are renewable.	No Change except to add that term is renewable
	3.1.3.3. The Secretary-General is appointed by the Board of Directors for a term of three years. The term or terms are renewable.	No Change
3.3, con't The Secretary and Treasurer are elected in different years so their terms are overlapping but not identical years.		Deleted – details of timing moved to Handbook
3.5. Four Directors-at-Large of the Board are elected each year to serve three-year terms.	3.1.5 The board includes a minimum of 6 and up to 9 Directors-at-Large of the Board. At least 2 are elected each year to serve three-year terms. The term(s) may be renewable.	Change: This reflects that there could be 2 or 3 members elected in each year.
3.6. Board members are installed during the outgoing Board meeting that follows their election. They serve until successors are duly elected and installed, or are replaced by appointment by the President after being		

absent for two consecutive board meetings. Moved to Handbook		
	3.2 Meetings of the Board	
3.7. Board Meetings: The Outgoing Board session is scheduled for a day and a half prior to the opening of the convention. The Incoming Board session is scheduled following the outgoing Board and the Membership Meeting, but within the convention period. When business before the Incoming Board is completed, the Board adjourns sine die. Details moved to Handbook	3.2.1 A meeting of the Board of Directors and a general membership meeting both will occur annually at the International Council of Psychologists, Inc. Convention site.	Simplified: Simplifies requirements. Handbook: The Outgoing Board session is scheduled for a day and a half prior to the opening of the convention. The Incoming Board session is scheduled following the outgoing Board and the Membership Meeting, but within the convention period. When business before the Incoming Board is completed, the Board adjourns sine die.
	3.2.2. The terms for Board members begin and end at the annual ICP Convention.	Clarification: Clarifies current practice
	3.2.3. Additional meetings of the Board are held at regular intervals (at least once between Annual meetings, preferably quarterly) via electronic telecommunication (conference call or virtual conference meeting).	Clarification: Clarifies current practice and requires the Board to meet at least twice a year.
3.8. Additional meetings of the Board may be called at any time at the discretion of the President with the concurrence of at least four members of the Board Directors.	3.2.4 A Special meeting of the Board may be called at any time at the discretion of the President with the concurrence of at least four members of the Board Directors.	No change
3.8, con't Formal notice of a Special Meeting states its purpose and only business related to that purpose should be transacted at that Special Meeting. Moved to Handbook		Handbook: Formal notice of a Special Meeting states its purpose and only business related to that purpose should be transacted at that Special Meeting.
	3.2.5. Each Board Member is expected to attend all scheduled Board meetings (in person or via teleconference). If attendance is not possible a written excuse is expected. Failure to attend two meetings without excuse could constitute grounds for removal from office.	New: Expectations for engagement

	3.3 Meeting Procedures	
3.9. Open Board Meetings. Members of ICP are encouraged to attend Board Meetings as observers. Moved to Handbook: Observers do not speak except upon specific invitation of the President. Meetings are to be held in rooms of a size to accommodate observers	3.3.1 Unless otherwise specified, ICP Board Meetings are open meetings. Members of ICP are encouraged to attend Board Meetings as non-voting observers.	Note: Information about who speaks, meeting rooms size are moved to Handbook Handbook: Observers do not speak except upon specific invitation of the President. Meetings are to be held in rooms of a size to accommodate observers
3.10 Quorum. Decisions at meetings of the Board are made by majority vote of the Directors present and voting.	3.3.2 Quorum. Quorum is defined as at least half plus one of the number of elected Board Members, certified after the meeting roll call.	No Change
3.10, con't No policy or action can be approved that could endanger ICP's status as a : Non-profit 501(c)3 educational organization recognized by the Internal Revenue Service of the United States of America.	3.3.2.1 Once quorum is reached, decisions at meetings of the Board are made by majority vote of the Board Members present and voting. No policy or action can be approved that could endanger ICP's status as a : Non-profit 501(c)3 educational organization recognized by the Internal Revenue Service of the United States of America.	No Change
	3.3 Roles and Responsibilities of the Board of Directors	Added explicit heading
3.22 The Board of Directors functions in conformity with the Certificate of Incorporation, the Bylaws, Board Rules, and Council Policies. (see new 3.4.1)	3.4.1 The Board of Directors has the primary responsibility for the functioning and welfare of ICP. The Board functions in conformity with the Bylaws, and any Policies or Administrative Procedures which may from time to time be established.	Clarification: Duties defined more broadly; Board functions in accordance with the Bylaws which by reference include the Certificate of Incorporation.
3.25 Each Board member keeps a current record of procedures and a compilation of the papers of the office, which are transferred to the successor in the role. Moved to Handbook		

<p>3.13 The Board of Directors amends Board Rules as needed, submits changes in bylaws, incorporation, or policies for membership vote, assures conduct of Board and Membership meetings in accord with Robert’s Rules of Order, and ensures that AP&P procedures and rules are followed by officers, committees, agents, delegates, and staff.</p> <p>3.23 The responsibilities of Board as a whole include: monitoring and oversight of the work of the Council; determining general policies, making and amending rules for the conduct of governance meetings, procedures established for Council programs and activities, and procedures established to guide officers, committees, agents, delegates, and staff; and for submission of an annual report to the President and Board.</p>	<p>3.4.2 The Board of Directors reviews and submits changes in bylaws, or policies for membership vote, reviews and amends Policy and Procedures as needed, and assures orderly conduct of Board and Membership meetings.</p>	<p>Combined two redundant items. Simplified and moved procedural details to <i>Handbook</i></p> <p>Handbook: assures conduct of Board and Membership meetings in accord with Robert’s Rules of Order, and ensures that AP&P procedures and rules are followed by officers, committees, agents, delegates, and staff.</p>
<p>3.14 The Board reviews, amends, and approves the annual operating budget presented by the Treasurer for the coming calendar year.</p> <p>3.24 The Board reviews and approves the association’s annual operating budget, investments, and annual accounting reports, IRS reports, and convention hosting proposals and budgets</p>	<p>3.4.3 The Board reviews and approves the annual operating budget presented by the Treasurer for the coming calendar year. The Board reviews and approves investment proposals for ICP reserve funds.</p>	<p>Simplification: Combined 2 redundant items</p>
<p>3.15 The Board receives and approves Convention proposals [sites, dates, hotel, budget projections,]</p>	<p>3.4.4 The Board receives and approves Convention proposals [site, dates, hotel, budget projections,]</p>	<p>No change</p>
<p>3.16 The Board reviews proposals for regional meetings, inter-convention workshops, other area chair meetings, and</p>	<p>3.4.5 The Board reviews proposals for other Council activities, such as regional meetings, webinars, workshops, or other activities or</p>	<p>Simplification: Reworded to be more flexible</p>

authorizes the President to appoint ad hoc committees as deemed necessary.	meetings.	
3.22 The Board of Directors functions in conformity with the Certificate of Incorporation, the Bylaws, Board Rules, and Council Policies. Moved to Handbook		
3.26 The Board may establish or eliminate ad hoc committees as necessary.	3.4.6 The Board reviews and ratifies the establishment and sunseting of ad hoc committees and work groups	Reworded
	3.4.7 The Board reviews and ratifies appointments for Student Representative(s), Committee Chairs, and Editors	New: To reflect current practice
	ARTICLE 4: OFFICERS AND EXECUTIVE COMMITTEE	
1.5. The officers are the President, President-Elect, Past President, Secretary, and Treasurer, all of whom are elected from Members of the International Council of Psychologists, Inc. in accordance with the Bylaws. 3.11 The Executive Committee of the Board consists of the five elected officers. They are responsible for conducting the business of the association between regular Board meetings.	4.1. The Officers of the International Council of Psychologists Inc. are President, President Elect, Past-President, Treasurer, and Secretary-General. The five Officers constitute the Executive Committee, and carry fiduciary responsibility for the association. The Executive Committee is responsible for conducting the business of the association between Board meetings.	Changes: Combine definition of officers and Executive Committee, change Secretary to Secretary-General as per Board decision.
	Article 5. Roles and Responsibilities of Elected and Appointed Board Members	
3.12 Each officer prepares an Annual Report to the Board in advance of the Annual Board Meeting in time for inclusion in the Annual Board Agenda Book – Add to Handbook		Handbook: Elected and appointed Board Members are expected to provide annual reports on their activities for the Board of Directors Outgoing Meeting and for the annual Membership Meeting.
3.25 Each Board member keeps a current record of procedures and a compilation of		Handbook: Elected and appointed Board Members are expected to provide short,

the papers of the office, which are transferred to the successor in the role. Add to Handbook		quarterly updates on their activities for the ICP newsletter.
		Handbook: 5.1.2 Each Officer, Director-at-Large and Committee Chair is required to provide a complete written record of procedures related to their duties of office for insertion in the Policy and Procedures Manual. In addition, all Elected and appointed Board Members are required to retain These materials are transferred to her or his successor in that office. Each Officer and Committee Chair prepares an annual written report to the Board to be distributed in advance of the Annual Board Meeting.
	5.1 Duties of the President (Elected)	Duties of the President more articulated
3.2. The President is the executive-in-charge of management and leadership of the association and has just completed an elected term as President-Elect. Following the Presidential year, this officer serves as Past President in the next term.	5.1.1 The President assumes office after serving a term as President-Elect. The term of office is for one year, automatically followed by one year as Past-President	Simplified
3.17. The President is Chief Executive Officer and Chairman of the Board for the International Council of Psychologists, Inc. . . . including the Annual Conference and Membership Business Meeting.	5.1.2. The President is Chairperson of the Board for ICP. The President develops the agenda, presides at all Board and Membership meetings, and performs the usual duties of a president.	Simplified and clarified: The President is President and Chair of the Board; CEO functions are performed by the Secretary-General.
	5.1.3. The President appoints Chairs to all committees, as needed, subject to ratification by the Board	Clarification
Delegates members to act as official representatives of the International Council of Psychologists subject to ratification by the Board.	5.1.4 The President may delegate members to act as official representatives of the International Council of Psychologists subject to ratification by the Board.	No Change

	5.1.5. The President serves as an ex- officio member of all committees.	Change: deleted “except the Nominations and Elections Committee”
		Handbook: The President is designated as head of organization for the UN Representation.
	5.1.6 In conjunction with the Treasurer, the President may authorize the expense of monies on behalf of ICP, when authorized to do so by the Budget or the Board.	
	5.1.7 The President coordinates and serves as Chair of the annual ICP Conference. This includes serving as Chair of the Conference Organizing Committee, and Chair of the annual ICP conference.	Handbook: Activities include selecting the conference theme; selecting plenary speakers, and developing the conference budget, each subject to Board of Directors approval.
	5.2 Duties of the President-Elect (elected)	
	5.2.1 The President Elect term of office is for one year, automatically followed by one year as President	New
3.18 The President Elect [PE] assumes duties of President in the event of the latter’s absence, resignation, or inability to perform the duties of office.	5.2.2 The President-Elect assumes duties of the President in the event that the President resigns or is unable to perform the duties of office. In this circumstance the President-Elect shall also continue to hold the office of President-Elect.	No Change
	5.2.3 The President-Elect serves on the Conference Organizing Committee as Chair (or Co-Chair) of the Local Organizing Committee for the annual ICP Conference.	New
	5.2.4 The President-Elect serves as Chair of the Long Range Planning Committee.	HANDBOOK: 5.3.3 The President Elect establishes the location and dates for the ICP conference of the following year, and forms a Convention Organizing Committee.
	5.3 Duties of the Past-President (elected)	

3.19 The Past President [PP] manages the Nomination and Election (N&E) process.	5.3.1 The Past President serves as Chair of the Nominations and Elections Committee.	No Change
	5.3.2 The Past President performs the duties of the President in the event that the President and President-Elect are absent, resigned or unable to perform the duties of office. In this event the Past-President also shall continue to hold the office of Past-President.	No Change
		HANDBOOK: The Past President updates the Handbook every year
5.5 Duties of the Treasurer (Elected)		
3.21 The Treasurer has primary fiduciary responsibility for ICP financial operations, presents accounting reports and operating budgets to the Board, reviews conference budgets and manages reserve funds.	5.5.1. The Treasurer has responsibility for reviewing ICP financial operations. The Treasurer presents accounting reports and operating budgets to the Board, reviews conference budgets and manages reserve funds. The Treasurer presents proposed budgets for Board approval.	No Change
	5.5.2 The Treasurer chairs the finance committee	New/ Change
5.6 Duties of the Secretary-General (appointed)		
3.20 The Secretary is responsible for the preparation of all minutes of Board meetings, Executive Committee meetings/issues dialogues/votes, and Annual Membership Business Meetings. As required by federal and state incorporation regulations, the Secretary signs or cosigns official correspondence, resolutions, and documents, with the President or other designated agents of the association. These roles delegated to the Secretary-General; Secretary roles newly defined. Specific tasks in Handbook	5.6.1 The Secretary-General serves as the executive officer of the Council.	New: The Secretary-General roles are defined.

		HANDBOOK: The Secretary-General maintains regular correspondence with members, organizational partners; and others in collaboration with the President and Membership Chair.
		HANDBOOK: The Secretary-General calls roll for Board of Directors and Membership meetings.
<p>ARTICLE 4. CENTRAL OFFICE OR SECRETARIAT</p> <p>4.1. The Board may establish a central office or Secretariat to support the mission of the association by supporting elected Board members and appointed leaders in the conduct of their duties.</p> <p>4.2 A central office may serve as the clearing house for communications and information exchange.</p> <p>4.3. The manager of the central office is responsible directly to the President.</p>	<p>5.6.3 The Secretary-General is responsible for the usual Secretariat/office functions. The function of the Secretariat is to provide logistical and structural support for the ICP, in collaboration with the President and Executive Board. Specific activities are specified in the Handbook.</p>	<p>New</p> <p>HANDBOOK: include preparation of agenda materials, production and dissemination of minutes of Board, Executive Committee, and Membership meetings; maintenance of membership rosters; collection of membership dues; banking and day to day accounting; and maintaining a website, listserv, and list of outside contacts.</p>
	5.7 Duties of the Directors-at-Large (Elected)	
	5.7 Each Director at large is expected to carry out an ICP-wide initiative, chair a Standing Committee, Chair a Committee, or Chair or lead other contributions as determined in collaboration with the President and Board of Directors.	
	5.8 Duties of the Student Directors-at-Large (Appointed) 5.8.1 The student Director at Large chairs the student committee	

Article 5: Standing Committees and Workgroups	ARTICLE 6 : COMMITTEES, WORKING GROUPS, and REPRESENTATION	
5.1. The Standing Committees of ICP are: ARCHIVES; AREA CHAIRS; CONTINUING EDUCATION; FINANCE COMMITTEE; CONFERENCE LONG RANGE PLANNING COMMITTEE; NOMINATIONS & ELECTIONS AND UNITED NATIONS COMMITTEE.	6.1 There are 6 Standing Committees.	The Standing Committees specified in the current bylaws are listed differently in the new bylaws.
5.1, con't: Standing committee chairs are appointed by the President to three-year renewable terms and presented for Board approval at the Incoming Board meeting.	Standing Committee Chairs are appointed by the President for a period of three years. Chairs of Regular Committees and Work Groups are appointed by the President for a period of one year. The Board of Directors ratifies all appointments.	No substantive change. Details of when Board ratifies are moved to the Handbook
	6.2 Standing Committees	
	6.2.1 Awards Committee (Awards Chair, Appointed) The Awards Committee coordinates the description, call, selection and implementation of all ICP awards. The committee consists of the Awards Chair and chairs of the selection committees for each specific ICP award or grant.	New. The Board voted at the March 2018 meeting to appoint an Awards Coordinator and institute a standing committee. Given it's a Standing Committee the nomenclature was changed to Chair HANDBOOK: The awards committee coordinates awards recognition (plaque, certificate, honorarium), communication with awardees, and dissemination of award information.
	6.2.2 Finance Committee (Chair is <i>Ex Officio</i> the Treasurer) The Finance Committee consists of at least three persons, including one who is not a member of the Executive Committee, appointed for a three-year term. The Committee serves an advisory role to both the Treasurer and the Board.	

	<p>6.2.3 Membership Committee (Chair appointed) The Membership Committee oversees all direct member activities including member correspondence, welcoming new members, membership information and brochure, and new member activities. The World Area Chair and the Area Chairs committee are subgroupings of the Membership Committee.</p>	<p>HANDBOOK: EDUCATION COMMITTEE: Webinars, CE, and other educational activities and opportunities Some Committees listed in the 2010 Bylaws are not listed here as Standing Committees. This includes Long Range Planning Committee; UN Committee (as this is a representation, not a committee), Communications and Publications; CE Committee; Professional Development Committee. These committees, when they are active, should be listed in the Handbook of Rules and Procedures.</p>
<p>The Nominations and Elections Committee includes three members representing three different countries. No member of the Board, other than the immediate Past-President, may serve on the Nominations and Elections Committee. The Nominations and Elections Committee develops slates for all elected positions for the Council Board of Directors and oversees the elections procedure. No member of the Nominations and Elections Committee may stand for election.</p>	<p>6.2.4 Nominations and Elections Committee (Chair is Past President) The Nominations and Elections Committee includes the Chair and three members representing three different countries, the President (<i>ex officio</i>) and the Secretary-General (<i>ex officio</i>). At least one member of the Nominations and Elections committee must be a non-Board member. The Nominations and Elections Committee develops slates for all elected positions and oversees the elections procedure.</p>	<p>Change: President and Secretary-General (<i>ex officio</i>) are included</p>
	<p>6.2.6 Publications and Communications Committee (Chair is appointed) The Publications and Communications committee oversees and promotes collaboration across the ICP news outlets, Members include the editors of the Website and Newsletter, and any ad hoc publications, and Chairs of the Social Media committee.</p>	<p>New. Subcommittees are listed it the Handbook</p>
	<p>6.2.7 Long Range Planning Committee (<i>the Chair is the President Elect</i>) The Long-Range Planning Committee is responsible for</p>	<p>Subcommittees are listed it the Handbook</p>

	organizing discussion about the long-range goals of ICP, and for selecting the venue of future ICP conferences	
Liaison Coordinator needs to be added. Knew way around professional associations and who to talk to. Every ICP member is am member of another organization and should be liaison.	6.3 Other Activities and Ad Hoc Groups Other committees, task forces, and activities are specified in the Handbook. The Board or the Executive Committee may establish committees, task forces, or other activities that will be specified in the Handbook.	HANDBOOK: This will include Webinar Committee, Interest Groups and others Note: Interest Groups are ad hoc groupings to address a specific issue, topic, or area of inquiry. Each Interest Group selects a chair and reports on its activities to the Board of Directors through the Interest Group Coordinator
	6.5 Representation at the United Nations The ICP has formal recognition with the Department of Public Information and Economic and Social Council at the United Nations. A UN Main Representative is appointed by the President with ratification by the Board of Directors for a 5 year term. The term(s) may be renewed. The UN Main Representative coordinates the selection and activities of ICP representatives and interns.	New: UN group separated from committees; ICP Main Rep term is specified. Query: does ICP want to separate NY, Geneva, Vienna?
ARTICLE 6. CONVENTIONS AND MEETINGS	7. ICP Convention and Other Meetings	
6.1. A convention is held annually, unless prevented by natural disaster, war, or decision of the Board	7.1. The Convention of ICP occurs annually.	Simplified
6.2. The annual convention may include some or all of the following: Board Meetings; a Membership Business Meeting; a Scientific Program, professional development and Continuing Education	7.2 The Convention includes a Membership Business Meeting, meetings of the Board of Directors, and a scientific and professional programs.	Simplified
6.3 The annual convention schedule is developed under the leadership of a Convention Arrangements and Program Chair, appointed by the President-Elect, who	6.3 The Convention is planned by an organizing committee, chaired by the President. The Conference theme and budget are approved by the Board of Directors. The	Handbook: Specify the convention organizing committee structure and tasks

chairs the Annual Conference Working Group with the support of the Local Arrangements Chair and Conference Long-Range Planning Committee (Handbook)	tasks of the Conference Organizing Committee are specified in the Handbook,	
6.4. Annual Convention, Regional and Ancillary or Embedded program proposals are presented to the President, Long Range Conference Planning Chair, and Treasurer for review and authorizations Included in item 6.3	.	
Article 8 Publications and Communications	Article 8 Publications and Communications	
	Section 8.1: Publications ICP shall publish a newsletter and other such publications as shall be approved by the Board of Directors, and shall maintain a web and social media presence.	
8.1 The International Psychologist (IP) is the official newsletter for the Council. 8.2 The IP newsletter is disseminated quarterly with supplements as authorized by the President. Handbook	8.1.1. Newsletter The International Psychologist (IP) is the official newsletter for the Council. The editor is appointed by the President for a three-year term, on approval of the Board of Directors. The newsletter is published quarterly.	
8.3 The ICP Journal [WORLD PSYCHOLOGY], Membership Directory & Leaders Guide are prepared, published and disseminated as authorized by the Board. 8.4 ICP's Annual Convention Proceedings are published as feasible. Handbook		
8.5 http://ICPweb.org is the official internet website for the Council.	8.1.2 http://ICPweb.org is the official internet website for the Council. The website is maintained by the Secretariat	Specification: of how web is maintained

	8.1.3 The ICP Handbook contains rules, procedures and operational information.	
Article 9: Amendments	Article 9: Amendments	
9.1 The Council Board of Directors may submit for membership vote amendments to the Bylaws that are consistent with the Council's Certificate of Incorporation and deemed necessary for the efficient management of the affairs of the Council.	9.1. Amendments to these Bylaws may be proposed by any ICP Member. Proposals for amendments are reviewed by the Board of Directors for action. Amendments approved by the Board of Directors are submitted for vote to the ICP membership.	Change: specified that proposals for amendments may come from any ICP member. They would then move forward if the Board of Directors agrees.
9.2 Adoption of amendments is determined by a majority vote.	9.1.2 Votes on Bylaws changes are conducted by ballots sent to all Members and Professional Affiliate Members in good standing. Bylaws changes must be approved by at least two thirds of those voting.	Specification: of who votes and what constitutes approval
9.3 Amendments to the Bylaws may be proposed by any member of the Council Board of Directors.		
9.4 Votes of the membership are conducted under confidentiality conditions and may be executed through either print or electronic means.		
9.5 Proposed changes to Certificate of Incorporation or Federal Tax Exemption status are reviewed and approved by the certifying agencies prior to submission for membership voting.	9.2 Bylaws changes must be consistent with maintaining a 501c3 status and current Certificate of Incorporation.	Changes: to reflect current practice