

ICP Bylaws

Approved August 2019

ARTICLE 1. NAME AND PURPOSE

- 1.1 The name of the organization is the International Council of Psychologists, Inc., hereinafter variously referred to as "ICP, Inc", "ICP", "The Council".
- 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.
- 1.3 The purpose of ICP is to advance psychology and the application of its scientific findings throughout the world.
- 1.4 No part of the Council's net income may inure to its members, directors, or officers.
- 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.

ARTICLE 2. MEMBERSHIP

- 2.1. Types of membership. There are three types of membership: **ICP Member**, **ICP Professional Affiliate Member**, and **ICP Student Member**.
 - 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 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
 - (c) Support the use of psychological knowledge to promote social health and justice globally.
 - 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:
 - (a) Professionally trained, qualified and active in an activity, profession or field of study that includes psychological matters; and
 - (b) Support the use of psychological knowledge to promote social health and justice

globally.

- 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.
- 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**.
- 2.3 Privileges and Benefits of membership.
 - 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 appointed committee chairs and members, and may receive other privileges granted by the Board or specified in the Bylaws.
 - 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.
 - 2.3.3 **ICP Student Members** receive all the privileges of ICP Members, except the rights to vote and hold elective office.
- 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.
- 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.
 - 2.5.4 Reinstatement of a former member whose resignation had previously been accepted, may be made by submitting a new application for membership accompanied by dues directly to the Secretariat. The Secretariat notifies the Membership Chair.

- 2.6 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.

ARTICLE 3 BOARD OF DIRECTORS

3.1 Composition of the Board

- 3.1.1 The Board of Directors of ICP, Inc (hereafter referred to as “Board of Directors”) consists of four elected offices (President, President-Elect, Past-President, Treasurer), an appointed officer (Secretary-General), up to nine (9) elected Directors-at-Large, and up to 2 appointed Student Representatives to the Board.
- 3.1.2 The Extended Board of ICP (hereinafter referred as the “Extended Board” includes the Board of Directors, and *ex officio* members including Standing Committee Chairs and Coordinators, Past Presidents, editors, appointed functionaries and representatives, 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.
- 3.1.3 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, with the exception of the Secretary-General, who is appointed by the Board of Directors.
- 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.
- 3.1.3.2 The Treasurer is nominated from the ICP membership for a term of three years. The standing Treasurer is eligible for re-election for renewed term(s).
- 3.1.3.3. The Secretary-General is appointed from the ICP Members by the Board of Directors for a term of three years. The term or terms are renewable.
- 3.1.3.4 Directors at Large are nominated from the ICP membership in good standing for terms of three years. Standing Directors at Large are eligible for re-election.
- 3.1.4 The Board of Directors includes a minimum of 6 and up to 9 Directors-at-Large of the Board. When positions are open, at least 2 are elected each year to serve three-year terms.

3.2 Meetings of the Board

- 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.
- 3.2.2. The terms for Board members begin and end at the annual ICP Convention.
- 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).
- 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.
- 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 unexcused meetings could constitute grounds for removal from office.

3.3 Meeting Procedures

- 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.
- 3.3.2 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.
 - 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.

3.4 Roles and Responsibilities of the Board of Directors

- 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.
- 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.
- 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.

- 3.4.4 The Board receives and approves Convention proposals, including the site, dates, venue and budget projections.
- 3.4.5 The Board reviews proposals for other Council activities, such as regional meetings, webinars, workshops, or other activities or meetings.
- 3.4.6 The Board reviews and ratifies the establishment and sunseting of ad hoc committees and work groups.
- 3.4.7 The Board appoints the Secretary-General, and ratifies appointments for the Student Representative(s), Committee Chairs, and Editors.

ARTICLE 4: OFFICERS AND EXECUTIVE COMMITTEE

- 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.

ARTICLE 5: ROLES AND RESPONSIBILITIES OF ELECTED AND APPOINTED BOARD MEMBERS

- 5.1. Duties of the President (Elected)
 - 5.1.1 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.
 - 5.1.2 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.
 - 5.1.3 The President appoints Chairs to committees, as needed, 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.
 - 5.1.5 The President serves as an ex- officio member of all committees, and is an active Member of the Long-Range Planning Committee.
 - 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.

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.

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.

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.

5.2.4 The President-Elect serves as Chair of the Long-Range Planning Committee.

5.3 Duties of the Past-President (elected)

5.3.1 The Past President serves as Chair of the Nominations and Elections Committee.

5.3.2 The Past President serves as a member of the Long-Range Planning Committee.

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.

5.4 Duties of the Treasurer (Elected)

5.4.1. 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.

5.4.2 The Treasurer chairs the finance committee.

5.5 Duties of the Secretary-General (appointed)

5.5.1 The Secretary-General serves as executive officer of the Council. Specific duties are specified in the Handbook.

5.5.2 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.

5.6 Duties of the Directors-at-Large (Elected)

5.6.1 Each Director at large is expected to carry out an ICP-wide initiative, chair a Standing Committee, chair a Committee, or chair or otherwise lead other contributions as determined in collaboration with the President and Board of Directors.

5.7 Duties of the Student Directors-at-Large (Appointed)

5.7.1 The student Director at Large chairs the student committee.

ARTICLE 6: COMMITTEES, WORKING GROUPS, and REPRESENTATION

6.1 There are 5 Standing Committees. Standing Committee Chairs are appointed by the President and ratified by the Board for a period of three years. Chairs of regular Committees and Work Groups are appointed by the President and ratified by the Board for a period of one year. The Board of Directors ratifies all appointments.

6.2 Standing Committees

6.2.1 Awards Committee (Chair is Appointed). The Awards Committee coordinates the description, call, selection process 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.

6.2.2 Finance Committee (Chair is 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.

6.2.3 Membership Committee (Chair is 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 Committee and the Area Chairs are subgroupings of the Membership Committee.

6.2.4 Nominations and Elections Committee (Chair is the Past President). The Nominations and Elections Committee includes the Chair and three members representing three different countries, the President (*ex officio*) and the Secretary-General (*ex officio*). At least one member of the Nominations and Elections Committee must be from outside Board of Directors members. The Nominations and Elections Committee develops slates for all elected positions and oversees the elections procedure.

- 6.2.5 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, Newsletter, any ad hoc publications, and Social Media Committee and other communication committee chairs.
- 6.3 Other Committees, Activities and Ad Hoc Groups. The Board can establish other committees, task forces, work groups, and other activities. The purview and activities of these groupings are specified in the Handbook.
- 6.4 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.

ARTICLE 7: ICP CONVENTION AND OTHER MEETINGS

- 7.1. The Convention of ICP occurs annually.
- 7.2 The Convention includes a Membership Business Meeting, meetings of the Board of Directors, and scientific and professional programs.
- 7.3 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 tasks of the Conference Organizing Committee are specified in the Handbook,

ARTICLE 8: PUBLICATIONS AND COMMUNICATIONS

- 8.1 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.
- 8.1.1. 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.
- 8.1.2 Web: <http://ICPweb.org> is the official internet website for the Council. The website is maintained by the Secretariat.
- 8.1.3 The ICP Handbook contains rules, procedures and operational information.

ARTICLE 9: AMENDMENTS

- 9.1. Amendments to these Bylaws may be proposed by any ICP Member, ICP Professional Associate Member, or Student 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.
- 9.2. Votes on Bylaws changes are conducted by ballots sent to all ICP Members and ICP Professional Affiliate Members in good standing. Bylaws changes must be approved by at least two thirds of those voting.
- 9.3. Bylaws changes must be consistent with maintaining a 501c3 status and current Certificate of Incorporation.