



## ICP Bylaws

Revised November 2022

### ARTICLE 1. NAME, PURPOSE, MISSION, AND VALUES

- 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 The mission of ICP is to promote human rights, dignity, and justice and further international understanding and world peace by facilitating collaborative relationships around the world.
- 1.5 The International Council of Psychologists values diversity in knowledge and methodological approaches, cultural humility, peer relations, mutual understanding, scientific approaches, critical thinking, and inclusion.

### 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

(e) Support the use of psychological knowledge to support the mission and values of the ICP.

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 support the mission and values of the ICP.

2.1.3 ICP Student Members are students who are:

(a) 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; and

(b) Support the use of psychological knowledge to support the mission and values of the ICP.

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 right to hold elective office outside of student representative to the Board of Directors.
- 2.3.4 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.
- 2.4 Application for membership.
  - 2.4.1 Each application must be submitted with first year dues to the Secretariat. Applications shall be reviewed by the Membership Chair for membership category.
- 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.

## 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), and up to ten (10) elected Directors-at-Large, one of whom is a Student Member.
- 3.1.2 The Extended Board of ICP (hereinafter referred as the “Extended Board” includes the Board of Directors, and *ex officio* members who can provide information to the Board for decision making, 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 they are not voting members of the Board.
- 3.1.3 Members of the Board of Directors 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, or, for the Student Director-at-Large, ICP Student Members in good standing. The Secretary General, who is appointed by the Board of Directors, must be an ICP Member in good standing.
- 3.1.4 The President Elect is nominated from ICP Members in good standing with experience in leadership roles. The President Elect will serve two years as Elect, two years as President, and two years as Past President.
- 3.1.5 The Treasurer is nominated from the ICP membership in good standing for a term of three years. The standing Treasurer is eligible for re-election for renewed term(s).
- 3.1.6. The Secretary-General is appointed from the ICP Members in good standing by the Board of Directors for a term of three years. The term or terms are renewable.
- 3.1.7 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, but

there is a term-limit of two successive terms. Following this limit, individuals are eligible for nomination after one year. The Board of Directors includes a minimum of 6 and up to 10 Directors-at-Large of the Board, one of whom is a Student Member. For non-student Director-at-Large positions, at least 2 are elected each year to serve three-year terms.

3.1.8 The terms for Board members begin and end with the calendar year.

### 3.2 Meetings of the Board

**3.2.1** An annual meeting of the Board of Directors will be held at or around the time of the International Council of Psychologists, Inc. annual Conference.

**3.2.2** The annual meeting of the Board of Directors meeting may occur virtually.

**3.2.3** Additional meetings of the Board are held at regular intervals (at least once between Annual meetings, preferably quarterly), generally virtually (conference call or virtual conference meeting).

**3.2.4** A Special meeting of the Board may be called at any time with the concurrence of at least four members of the Board Directors.

**3.2.5** Each Board Member is expected to attend all regularly scheduled Board meetings (in person or virtually). If attendance is not possible a written excuse is expected. Failure to attend two unexcused regular board 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** 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, for membership vote, reviews and amends policies 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 ICP Conference 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, or proposals submitted by Committee Chairs and/or Board Members.
- 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 Standing Committee Chairs, and Editors.
- 3.4.8** The Board reviews and ratifies nominations slates and award recipients.

### **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 two years, automatically followed by two years as Past-President.

5.1.3 The President appoints Chairs to Standing 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 may serve as an ex- officio member of all committees.

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 during their term as President.

5.1.8 The President may serve as Chair of the Conference Organizing Committee or appoint another person to do so.

### 5.2 Duties of the President-Elect (elected)

5.2.1 The President Elect term of office is for two years, automatically followed by two years 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 for the annual ICP Conference, as committee member if the conference is virtual, and as Chair (or Co- Chair) of the Host (local) Organizing Committee if conference is in-person.
- 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.
  - 5.3.3 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 Procedures in case of resignation of the Presidential trio
  - 5.4.1 If the President-Elect resigns, the ICP will hold a special election for President-Elect to complete the President-Elect term, followed by a two-year term as President
  - 5.4.2 If the President resigns the President-Elect will assume the position of President, and there will be a special election for President-Elect.
  - 5.4.3 If there is no Past President, the Board shall appoint an Acting Past President drawn from past past-presidents or another member of the Extended Board.
- 5.5 Duties of the Treasurer (Elected)
  - 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.

5.5.2 The Treasurer chairs the finance committee.

5.6 Duties of the Secretary-General (appointed)

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

5.6.2 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.

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

5.7.1 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.

5.7.2 The Student Director-at-large is responsible for regular communication channels with the student members of the ICP, and for representing the ICP student voice to the Board of Directors.

ARTICLE 6: COMMITTEES, WORKING GROUPS, and REPRESENTATION

6.1 There are six-Standing Committees. Standing Committee Chairs are appointed by the President and ratified by the Board for a period of three years. Standing Committee chairs select committee member in consultation with the president and Board of Directors.

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.
- 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 the Board of Director. 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.
- 6.2.6 Long-Range Planning Committee. The Long-Range Planning Committee addresses the strategic plan and strategic directions of the ICP and other initiatives that would benefit the organization. It monitors the implementation of the Strategic Plan.
- 6.3 Other Committees, Activities and Ad Hoc Groups.
  - 6.3.1 The Board can establish other committees, task forces, work groups, and other activities, and will regularly review their activities and terms of reference. Chairs of regular Committees, and Work Groups are appointed by the President and ratified by

the Board. Chairs of Interest Groups are ratified by the Board. 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 Global Communication ~~Public Information~~ and Economic and Social Council at the United Nations. A UN Main Representative in the New York venue is appointed by the President with ratification by the Board of Directors for a 5- year term. The term(s) may be renewed. ICP may also appoint “additional representatives” and student interns, as allowed by UN procedures, in New York, Geneva and Vienna. The duties of the Main Representative, additional representatives and student interns are specified in the Handbook

#### ARTICLE 7: ICP CONFERENCE AND OTHER MEETINGS

7.1. The Conference of ICP occurs annually.

7.2 The Annual Conference is planned by an Organizing Committee (if the conference is virtual) in cooperation with a Host Organizing Committee if the conference is in-person). The Conference theme and budget are approved by the Board of Directors. The tasks of the Conference Organizing Committee and the Host Organizing Committee are specified in the Handbook.

7.2 The Annual Conference will include recognition of ICP award winners and will include an annual meeting of the membership scheduled during the conference. These activities may be conducted virtually.

#### 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.

8.1.2 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 at least once a year. Details of the newsletter structure and format are specified in the

Handbook.

8.1.3 Web: <https://icpweb.org> is the official internet website for the Council. The website is maintained by the Secretariat.

8.1.4 The ICP Handbook contains rules, procedures and operational information. The Secretariat is responsible for coordinating updates to the Handbook.

#### ARTICLE 9: AMENDMENTS

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.

9.2 Votes on Bylaws changes are conducted by ballots sent to all ICP members in good standing. Bylaws changes must be approved by at least two thirds of those voting.

9.2 Bylaws changes must be consistent with maintaining a 501c3 status and current Certificate of Incorporation.