

SWPA—Southwestern Psychological Association Bylaws

(With changes adopted June, 2016)

Article I

Name

The name of the corporation is SWPA--Southwestern Psychological Association.

Article II

Purpose

The purpose of the corporation shall be to advance psychology as a science, as a profession, and as a means of promoting human welfare in the Southwest through the education of those practicing psychology.

The corporation is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article III

Members

A. Classes of Members. There shall be two classes of members:

Professional Members: Professional Members are those who, by virtue of their employment, education, and/or professional interests, identify with the discipline of psychology, apply for membership, and pay their dues. Professional Members are entitled to all the rights and privileges of the corporation without restriction.

Student Members: Student Members are those who, by virtue of their current educational work and their interests, identify with the discipline of psychology, apply for membership, and pay their dues. Student Members must be able to document their student status, if requested by the Membership Registrar, either with a current student identification card or a current unofficial transcript indicating that they are enrolled in an educational program. Student Members are entitled to all rights and privileges of the corporation except holding any office other than Student Representatives.

B. Voting Rights. Each Professional Member and Student Member is entitled to one vote on each matter submitted to a vote of the membership.

C. Resignation of Members. Failure to pay dues in any fiscal year will automatically constitute a resignation by the member in arrears. Any member may resign by filing a written resignation with the Membership Registrar. There is no refund of dues for members who resign during a given fiscal year.

D. Termination of Membership. The Executive Council, by affirmative vote of two-thirds of its members, may suspend or expel a member for cause after an appropriate hearing. By a majority vote of those present at any regularly constituted meeting, the Executive Council may terminate any member who becomes ineligible for membership.

E. Dues. The annual dues of the corporation and methods of payment shall be determined by the Executive Council. Membership dues are payable on a fiscal year basis to be assessed each July.

Article IV

Meetings of Members

A. Annual Meetings. An annual meeting of the members will be held at such place as the Executive Council determines. The annual meeting will be held in conjunction with the annual convention.

B. Special Meetings. Special meetings of the members may be called by the President, the Secretary, the Treasurer, the Executive Council, or not less than one-tenth of the voting members and will be held at the time and place designated by the person or persons calling the meeting.

C. Notice of Meetings. Written notice stating the place, day and hour of any meeting of members shall be delivered, either personally, by mail or by electronic media, to each member entitled to vote at such meeting, not less than thirty nor more than fifty days before the date of such meeting, by or at the direction of the President, or the Secretary or Treasurer, or the Executive Council or persons calling the meeting. In case of a special meeting or when required by statute or by these bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed delivered when deposited in the United States mail and addressed to the member at his address as it appears on the records of the corporation, with postage prepaid.

Article V

Officers

The officers of the corporation are President, President-Elect, Past President, Secretary, and Treasurer.

A. The President-Elect will succeed automatically to the presidency upon the expiration of his/her term. The President will serve a one-year term. The Past President shall be the most recently retired President.

B. The Secretary and Treasurer will be appointed to office on the recommendation of the President-Elect, President, and Past President with the approval of the Executive Council. The terms of both offices will be three years.

C. The Presidents' Council shall consist of the President, President-Elect and the Past President. The Presidents' Council will meet (in person, voice, email) regularly as determined by the President to carry out the routine business of the corporation between Executive Council meetings.

Article VI

Nomination and Elections

A. The Presidents' Council shall designate an election commissioner.

B. Nominations. At least 60 days before the annual convention, the election commissioner shall issue a call, by mail or by electronics means, to all members of the corporation for nominations for the positions (officers, Professional Member Representatives, and Student Representatives) to be filled. A nomination ballot, which may be electronic, shall be used with provision for nominating members for each position to be filled.

C. Final Election Ballot. Not later than 30 days before the annual convention, the election commissioner shall mail the final election ballot or make it available electronically to all members of the corporation. Each slate shall be derived from the nomination ballots and will consist of those qualified nominees who agree to stand for each position.

D. Elections. Members must return their ballots by mail or in person to the election commissioner or fill out the electronic ballot by the published deadline.

E. Tabulation of Ballots. A minimum of two weeks before the annual convention, the election commissioner shall close the election and either tabulate election ballots or receive the results of the electronic poll. Winners are decided by means of simple plurality. Tie votes shall be resolved by drawing lots. Elected officers will be notified by the President immediately following the vote count.

F. Concurrent Position Prohibited. Not more than one office may be held concurrently by the same person. Officers may not serve as Professional Representatives during their term of office.

G. Election Process. Should any election problems arise, the Executive Council will determine the method by which such problems will be resolved.

H. Term Initiation: All newly-elected officers of the corporation begin their terms at the close of the annual meeting after their election. Notwithstanding, any retiring officer is responsible to complete work they initiated for the annual convention until all convention expenses are resolved.

Article VII

Executive Council

A. General Powers. The corporation will be managed by the Executive Council, which will have the general power and authority typically delegated to a Board of Directors.

B. Composition of the Executive Council. The Executive Council will consist of the President, President-Elect, Past President, four representatives from the Professional Membership, a Graduate Student Representative, and an Undergraduate Student Representative.

1. Length of service.

a. Officers from the Presidents' Council serve one year in each of the three presidential positions.

b. The Secretary and Treasurer serve as long as they remain in that office.

c. Professional Member representatives serve two year terms. Terms are staggered so that up to 2 Professional representatives are elected each year.

d. Student Member representatives serve a one-year term.

2. Representation of Professional Members.

a. SWPA includes Professional Members from its historic 9-state region (Arizona, Arkansas, Kansas, Louisiana, Missouri, New Mexico, Oklahoma, Tennessee, and Texas) and beyond. Basic representation is at-large.

b. Members may nominate candidates for at-large Professional Member Representative positions.

c. Nominees with the highest vote totals shall fill any open Professional Member Representative positions.

3. Representation of Student Members.

a. Student representatives must hold the student status commensurate with their elected position during the fiscal year for which they are elected. Student representatives serve the interests of students from their designated status for the entire region.

C. Secretary and Treasurer. The Secretary and Treasurer will be non-voting members of the Executive Council. The Secretary will take minutes of the Presidents' Council meetings, the Executive Council meetings, and the annual business meeting. The Treasurer will provide financial reports and financial advice to the Presidents' Council, the Executive Council, and the members at the annual business meeting.

D. Qualifications. Nominees for Officers, Professional Member Representatives, and Student Representatives must be current members in good standing of the Association.

E. Regular Meetings. An annual meeting of the Executive Council will be held without notice, other than as provided herein, at the annual convention of the Association.

F. Special Meetings. Special meetings of the Executive Council may be called by or at the request of the President or any other Executive Council member. The person or persons calling the meeting may fix the time and place of the meeting, either within or without the State. The meeting may be through electronic means.

G. At any meeting of the Executive Council, non-voting members may attend at the discretion of the President.

H. Notice. Notice of any special meeting of the Executive Council shall be given at least seven days before the meeting.

I. Quorum. A majority of the Executive Council shall constitute a quorum for the transaction of business at any meeting of the Executive Council, but if less than a majority of the Executive Council is present at the meeting, a majority of the Executive Council present may adjourn the meeting from time to time without further notice.

J. Manner of Acting. The act of a majority of the Executive Council present at a meeting at which a quorum is present shall be the act of the Executive Council, unless the act of a greater number is required by law or by these bylaws.

K. Compensation. Elected Executive Council members shall not receive any stated salaries for their services, but, by resolution for the Executive Council, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Executive Council. No elected Executive Council member may serve the Association in any other capacity and receive compensation therein.

L. Informal Action by Executive Council. Any action required by law to be taken at a meeting of the Executive Council, or any action that may be taken at a meeting of the Executive Council, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the Executive Council members.

Article VIII

Vacancies

In the event an office of the corporation becomes vacant because of the death, termination, or resignation of the incumbent, the vacancy shall be filled according to the following procedures, as applicable:

A. President. The President-Elect shall succeed to the unexpired remainder of the term and continue through his or her term.

B. President-Elect. The office shall be assumed by the person receiving the second largest number of votes for the office in the preceding annual election.

C. Secretary and Treasurer. The President, President-Elect and Past-President will appoint an individual to serve the remaining term, subject to the approval of the Executive Council.

D. Professional Member Representatives. The President, President-Elect, and Past-President will appoint an individual to serve the remaining term, subject to the approval of the Executive Council.

E. Student Representatives. The President, President-Elect, and Past-President will appoint an individual from the student membership to serve the remaining term, subject to the approval of the Executive Council.

Article IX

Staff and Committees

A. The President-Elect, President, and Past-President (Presidents' Council) will appoint all staff members (e.g. Convention Manager, Program Chair, Webmaster) and committee chairs. Staff member terms will commence on July 1 and end on June 30, unless otherwise clearly stipulated in the appointment agreement.

B. Committee Members. Committee chairs shall appoint as many committee members as are necessary.

C. Special Committees. Other committees as needed may be established by the Executive Council or by vote of the membership of the corporation at the annual convention.

Article X

Annual Convention

There shall be an annual convention of the corporation at the time and place to be determined by the Executive Council.

Article XI

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

Article XII

Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

Article XIII

Amendments

Amendments to these bylaws may be proposed by either the Executive Council or by a majority of those voting at any business meeting of the corporation. They may be enacted at any time by two-thirds vote of members responding to a mailed or electronic ballot within 60 days if mailed or 30 days if electronic of that mailing date. All amendments shall be submitted to the membership within 90 days after being proposed at the business meeting or the Executive Council.