**THE AMERICAN BOARD OF**

**GROUP PSYCHOLOGY (ABGP)**

*A Member Board of*

THE AMERICAN BOARD OF PROFESSIONAL PSYCHOLOGY (ABPP)

**BYLAWS**

October 15, 2009 (amended March 2015)

**CHAPTER 1**

Name

The name and title by which this organization shall be known is the American Board of Group Psychology (ABGP). The ABGP is affiliated with the American Board of Professional Psychology (ABPP) as a Member Specialty Board, with representation through a Board of Trustees (BOT). These Bylaws are consistent with those of the ABPP, and the ABGP has signed the Articles of Agreement between ABPP and ABGP (6/06) in accord with the ABPP Affiliations Manual.

The American Board of Group Psychology is a merged Board, comprised of the American Board of Group Psychology (ABGP), and The American Academy of Group Psychology. We maintain one merged Board of Trustees, with identified ABGP and Academy Directors.

**CHAPTER 2**

Purposes and Goals

The purposes and goals of the organization are:

A.1 To serve the public and the profession by ensuring that psychologists certified by the ABPP in Group Psychology aspire to ethical standards and have completed the education, training, and experience requirements of this specialty, including an examination designed to assess the competencies required to provide quality Group Psychology services.

A.2 To support those principles, policies and practices that seek attainment of the best in group psychology practice.

A.3 To promote the value of group psychology and group psychotherapy as subspecialties of psychology.

B. To function as a Member Specialty board in the ABPP and in doing so comply with the basic requirements for recognition, acceptance, and continued affiliation with the ABPP, Inc., as established by the BOT of the ABPP, Inc. Specific functions of ABGP as it relates to the ABPP, Inc., shall be:

1. To maintain a Board of Directors as the Executive Committee of the Group Specialty Board, actively responsible for designing and implementing the function of the examining body in the Specialty of Group Psychology;

 2. To function in accord with the organization’s established bylaws and the Policies and Procedures of the ABPP, Inc., and when circumstances arise that are not covered in these documents; they will be handled in accord with recommendations made by the ABGP Board of Directors and the ABPP Central Office;

 3. To maintain a close, collaborative relationships with the ABPP BOT;

 4. To relate and communicate with the profession of group psychology, the ABGP applicant base.

C. To coordinate with the American Academy of Group Psychology activities related to the promotion of the ABGP and the recruitment of candidates for the Specialty Board exam.

**CHAPTER 3**

Composition of the Board of Directors

 A. The organizational powers of the ABGP shall be vested in a self-perpetuating Board of Directors consisting of nine to fifteen persons who shall supervise, control, direct and manage the affairs and activities of the organization.

B. The Board of Directors shall be composed of members elected by the membership and selected from representative geographic regions of the United States. In addition, the Board of Directors shall strive for diversity in gender, ethnicity, and cultural background.

* The Board of Directors shall consist of members who have dedicated responsibility for exam development and administration. These Directorsshall be selected by invitation of the Board of Directors from all Group Specialists in good standing and then shall be ratified by a simple majority of the membership of the ABGP.
	+ Of these Directors, some will have responsibility for credentials review and exam coordination, and some will have responsibility for work sample review and exam coordination.
* Some will have duties as Academy Directors.
* Some will represent Early Career Group Psychologists.
* Each of the members of the Board will be responsible for promotion of the specialty to the professional community at large and to eligible applicants.
* The President, President-Elect and Secretary-Treasurer or Secretary and Treasurer will each be selected by the Board.

 1. The President of the Board of Directors shall be a Board Member who is selected for this office by majority vote of all of the Directors.

 2. The Secretary and Treasurer, (or Secretary-Treasurer) of the Board of Directors shall be Board members who are selected for these offices by all the other Directors, by majority vote.

 3. The President-Elect shall be a Board Member who is selected for this office by all of the Directors, by majority vote. He or she shall also serve as **Parliamentary Chair**.

 4. The Past-President shall act as Nominations and Elections Co-Chair as well as acting as a consultant to the Board.

 5. One Academy Director shall act as overseer of dues collection in order to fund meritorious awards, assist in projects that promote Academy visibility such as web design.

* A second Academy Director will serve to monitor and manage the ABGP web site, to be used as a primary extension to our ABGP membership, and to the public.

 6. The Examination Coordinator shall be a Board Member who is selected for this office by all of the Directors.

 7. One Early Career Psychologist (ECP) Director shall be an elected Board member who will represent the interests of Early Career Group Psychologists.

C. Terms of Office: Each member of the Merged Board of Directors shall be elected to hold office for a term of four years, beginning January 1 and ending December 31. All elections will be for four-year terms and their terms will be staggered. No Director shall serve more than two consecutive four-year terms. Following two consecutive four-year terms, one year must pass before an individual may be re-nominated for election to the Board of Directors.

D. Qualifications: To serve as a Director, a person must hold ABPP Board Certification in Group Psychology and be in fees-paid good standing status with both the ABPP and ABGP.

E. Vacancies: In the case of a vacancy, resignation, or removal of a Director, the ABGP Board of Directors shall designate a person to fill the unexpired portion of the term. Previously elected officers (who have not exceeded term limits) will be initially considered to fill any vacancy temporarily until an election can be held.

F. Resignation: A Director may resign at any time by filing a written resignation with the ABGP President.

G. Removal: The Board of Directors may remove any Director for cause by two-thirds (2/3) vote of the entire Board of Directors during any regular meeting of the Board of Directors, provided that a statement of the reason(s) for removal shall have been mailed by Registered Mail to the Director proposed for removal, and to the other Directors, at least thirty (30) days before any final action is taken by the Board of Directors. This statement shall be accompanied by a notice of the time when, and the place where, the Board of Directors is to take action on the removal. The Director shall be given an opportunity to appear and be heard by the Board at the time and place stated in the notice. The only grounds for removal of a Director shall be:

1. Prejudicial loss of qualifying credentials leading to revocation of the ABGP Board Certification (Diploma);

 2. Nonfeasance of office or of duties as a member of the Board of Directors;

 3. Malfeasance of office as a member of the Board of Directors.

H. Consultants: The Board of Directors may utilize consultants whose specialized knowledge and ability would be of value in the conduct of the affairs of this organization.

**CHAPTER 4**

Functions of the Board of Directors

1. Consistent with the bylaws of the ABPP, the Merged Board of Directors shall have
	1. full legal control of the organization’s assets,
	2. shall have the power to make contracts on behalf of the organization,
	3. oversee the conduct of all the business affairs of the organization,
	4. and shall also have the authority and duty to establish, direct and promulgate the following policies and procedures:

 1. Policies which establish the qualifications for Board Certification in Group Psychology

 2. Policies regarding how credentialing activities of the Board are conducted;

 3. Policies in conjunction with the Board of Trustees of ABPP for recall, reinstatement and maintenance of Board-Certified status; and

 4. Policies for all other activities engaged in by the ABGP.

 5. An Academy Director will have control of the funds entitled The ABGP Academy Fund, which is comprised of funds from the original Group Academy, and the present Group Academy dues and contributions. This Academy Director will be empowered to collect Group Academy dues, which will be deposited into that separate account.

B. Policy manual: The Board of Directors shall maintain a policy manual in which to set forth the specific implementation of the bylaws and other actions taken by the Board.

C. Parliamentary Procedures: The Board shall be governed by its own bylaws. However, Board meetings shall be conducted according to Keesey’s abridged parliamentary procedures.

**CHAPTER 5**

Officers

A. Titles: The officers of the organization shall be a President, President-elect Secretary, Treasurer (or the Secretary/Treasurer), Past-president, two Academy Directors and Examination Coordinator. The Board shall, by a majority, elect these officers every two years at its last meeting of the year. The terms of the officers shall be two years (beginning January 1 and ending December 31, except for under extenuating circumstances). The Board President may not serve more than two consecutive two-year terms in office.

B. All officers shall have the following specific functions in addition to the general responsibilities of Directors.

 1. President: The President shall be the chief executive officer of the organization. The President shall preside at all meetings of the Board of Directors and the Executive Committee, shall have the power to transact all of the usual, necessary and regular business of the organization as may be required and, with such prior authorization of the Board as may be required by these bylaws, to execute such contracts, deeds, bonds and other evidence of indebtedness, leases and other documents as shall be required by the organization; and, in general, the President shall perform all such other duties incident to the office of President and chief executive officer, and such other duties as may from time to time be prescribed by the Board of Directors. The President shall also recommend formation of committees and the appointment of committee chairs.

2. President-elect: The elected President-elect shall assume the presidency after the President’s term is completed. The President-elect shall act as chief executive officer in the absence of the President and, when so acting, shall have all the power and authority of the President. The President-Elect is also the preferable representative to the BOT of the American Board of Professional Psychology. The President-Elect shall serve as the Parliamentary Chair with duties of bylaws maintenance and revisions. The President-elect shall have such other and further duties as may from time to time be assigned by the Board of Directors.

3. Past-president: The Past-President shall act as Nominations and Elections Chair and shall be responsible for soliciting the slates of candidates for the Board of Directors seats. The Past-president shall contribute advice and counsel drawn from his/her experience to the Board and its officers.

4. Secretary, Treasurer (or Secretary/Treasurer): The Secretary shall record and preserve the minutes of the meetings of the Board of Directors and all committees of the Board, shall cause notices and agendas of all meetings of the Board of Directors and committees to be given, and shall perform all other duties incident to the office of Secretary or as from time to time directed by the Board of Directors or the President. The Secretary-Treasurer, shall have charge of, and be responsible for, all funds of the organization and shall make reports to the Board of Directors as requested to ensure that ABGP adheres to the “Financial Plan: Policies and Procedures,” as described in the ABPP Policy and Procedures Manual, paying particular attention to the subsection on “Annual Budgets for Specialty Boards.” The Treasurer shall see that an accounting system is maintained in such a manner as to give a true and accurate accounting of the financial transactions of the organization, that reports of such transactions are presented promptly to the Board of Directors, that all expenditures are made to the best possible advantage, and that all accounts payable are presented promptly for payment. The Treasurer shall further perform such other duties incident to the office and as the Board of Directors and the President shall determine.

5. Academy Directors: One Academy Director shall be responsible for: overseeing the collection of dues from the broader membership in order to fund scholarships and awards, help inform the general membership about Academy functions (e.g. newsletter, website), and to solicit nominations for open positions on the ABGP Board of Directors. The second Academy Director shall monitor and manage the ABGP web site, and further perform such other duties incident to the office and as the Board of Directors and the President shall determine.

6. Examination Coordinator: The exam coordinator shall be responsible for: assigning a mentor for candidates as they proceed through the examination process; reviewing the credentials of applicants and ensuring that they meet the requirements of the specialty; ensuring that the professional sample is sufficient for the applicant to proceed forward for examination; selecting and assigning a chairperson for examinations as needed and aiding the chairperson in forming an examination committee; sending the necessary examination materials to the examination committee members; informing the ABPP central office of the applicant’s completion of credential review, professional sample review, and completion of the examination process; reviewing the examination and materials used for the examination to ensure that they remain appropriate and useful; and reviewing the by-laws to ensure that they remain informative and useful.

C. The Executive Committee: The ABGP Executive Committee shall consist of the elected Officers of the Board.

D. Removal and resignation: Any officer may be removed with or without cause, by vote of a majority of the entire Board of Directors at any regular meeting of the Board. Any officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary. Any such resignation shall take effect at the time specified therein, and unless specified therein, the acceptance of a resignation shall not be necessary to make it effective.

E. Replacements: In the event of absent positions due to removal or resignation, replacements will be sought from the previous Board leadership, including immediate Past-President, next Past-President, any Past-President, past-Secretary-Treasurer.

F. Salary: The officers of the organization shall receive no salary for serving as an officer. No officer shall be prevented, however, from receiving a salary as an employee of the organization. Officers may be reimbursed for expenses incurred in the performance of their duties.

G. Terms: Board of Directors terms are 4 years. Officer terms are 2 years. Therefore a person could be a Board member for 8 years and be elected to an officer position, resulting in 6 more years, i.e. 2 as pres. elect, 2 as pres., and 2 as past pres.

Specific Responsibilities of the Specialty Board

The following additional Specialty Board positions shall have the following specific functions in addition to the general other Specialty Board responsibilities.

A. Representative to the BOT of the American Board of Professional Psychology: The Representative shall be a current member of the Board, preferably the President-Elect, and shall represent the best interests of the specialty area of Group Psychology, appropriately balanced with the interests and viability of the ABPP.

B. Chair-person for Diversity: An existing member of the Specialty Board of Directors shall be responsible for implementing a continuing review of the Specialty Board’s goals and activities regarding multiculturalism and diversity.

**CHAPTER 6**

Committees

A. The Board of Directors may by resolution, adopted by a quorum of the Directors in office, establish one or more standing committees, each of which shall consist of two or more Directors and a number of additional Board Certified group psychologists deemed necessary, under such terms and powers as shall be specified in each resolution.

B. Standing Committees of the Board shall be:

1. Executive: The Executive Committee (EC) shall consist of the elected officers of the Board. The EC will have the responsibility for organizing the annual meeting and conducting business on behalf of the Board between all scheduled meetings.
2. Finance: The Finance Committee shall consist of the Secretary-Treasurer and two other board members selected at the annual meeting. The committee shall serve an oversight and consultative role to the Treasurer.

 3. Exam Committee: The Exam Committee will consist of the Exam Coordinator and three other board members. The exam committee will have responsibility for establishing criteria for eligibility to sit for the specialty examination, evaluating credentials of applicants, evaluating applicant practice samples, and responsibility for the ongoing review of all aspects of the evaluation of applicants and the exam process. The committee may function with co-leaders to enhance its functioning.

4. Nominations: The Nominations Committee shall consist of the Past President and two other board members. The committee shall have responsibility for board members who have expertise and experience relevant to the current needs of Board functions.

 **CHAPTER 7**

Meetings

A. Annual Meeting: The Annual meeting will be held in the fall (September-October) of each year or at a date agreed by the Executive Committee. Announcement of the date of the annual meeting will be sent, by e-mail or regular mail, at least thirty (30) days prior to the meeting.

B. Regular Meetings: The Board of Directors shall hold at least two meetings per year, one of which could be the annual meeting, for the purposes of choosing Directors, electing officers and transacting such other business as may come before the meeting.

C. Special Meetings: Special meetings of the Board of Directors may be convened by the President or any three Directors filing a written request for such a meeting with the Secretary.

D. Meeting Location and Business Year: All meetings of the Board, regular or special, shall be held at a location designated by the President, or if not designated by the President, then as determined by the convening Directors. The business year of the Board of Directors shall begin the first day of January and end on the final day of December. All elected officers of the Board of Directors take their positions on the first day of the business year (January 1).

E. Notice: Notice of all regular and special meetings of the Board of Directors and an agenda of all items to be discussed at such meetings shall, no less than thirty (30) days prior to the meeting date, be delivered personally or mailed to each Director at such Director’s business or home address, facsimile or e-mail. If mailed, such notice shall be deemed to have been delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by facsimile or e-mail, such notice shall be deemed to have been given when the facsimile or the e-mail transmission is sent.

F. The attendance of a member of the Board of Directors at any meeting shall constitute a waiver of notice of such meeting, except where a member of the Board of Directors attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting except as required by these Bylaws.

G. A simple majority of all incumbent members of the Board of Directors shall constitute a quorum for the transaction of business at regular or special meeting of the Board. If a quorum is not physically present, enough Directors must vote via mail, facsimile, e-mail or telephone conference call to obtain the necessary quorum. When not in meeting, should a matter requiring a vote of the Board of Directors arise, a ballot by mail, e-mail or fax, authorized by the President, may be taken.

H. The following applies to Director Presence at meetings:

 1. The President may authorize a telephone conference meeting of the Board of Directors when deemed necessary, and 10 days advance notice of such a call shall be given each member of the Board of Directors.

 2. Should an item of business require urgent attention and action by the Board of Directors, a telephone conference may be called without previous notice, as long as ALL of the members of the Board of Directors have been contacted. A two-thirds (2/3) roll call vote of the entire Board of Directors will be necessary to carry a motion presented during such an urgent meeting.

**CHAPTER 8**

Certification Maintenance, Fees and Assessments, Privileges and Designation of Status

In accordance with the American Board of Professional Psychology, Inc. Bylaws (07/05),

A. The BOT shall establish requirements for the maintenance of specialty certification, including fees and assessments, in order to ensure the integrity and fiscal stability of the organization and with approval of the BOT, ABGP may establish fees and assessments in addition to those established by the BOT.

B. Each Board Certified Group Specialist must meet the annual maintenance of specialty certification requirements established by the BOT in the ABPP, Inc., Bylaws (07/05).

C. Board Certified Specialists who are in compliance with Certification Maintenance requirements are designated as Board Certified Specialists or Retired Board Certified Specialists and are entitled to the following privileges:

1. To serve on the BOT of the Corporation

2. To participate in the election of Directors of the Group Psychology Board

3. To be listed in and to have access to the on-line Directory and to receive the publications of ABPP

4. To be selected to serve on committees and tasks groups of ABGP

5. Other privileges as may be granted by the BOT or ABGP

D. Board Certified Specialists or Retired Specialists who are not in compliance with Certification Maintenance requirements will be denied ALL privileges 1-5 above and will be assigned the certification status “should be archived” in the ABPP Directory.

E. The revocation, suspension, voluntary resignation or failure to maintain Certification Status: A Board Certified Specialists who’s Certification is revoked or suspended by action of the BOT, who resigns voluntarily, or fails to maintain his/her certification, loses all privilege, including those specified above, and may no longer represent him/herself as a Specialist Certified by the ABGP.

**CHAPTER 9**

Income and Properties

In accordance with the American Board of Professional Psychology, Inc. Bylaws (07/05), the income and properties of the ABGP, whenever and however derived, shall be applied solely toward promoting the purposes of the Specialty Board. No portion of the income or properties shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise by way of profit to members of the organization. As agreed to in the Articles of Agreement, the ABGP will manage its financial affairs in accordance with the “Financial Plan: Policies and Procedures” of the ABPP Policies and Procedures, with special attention to the subsection on “Annual Budgets for Specialty Boards.”

**CHAPTER 10**

Liabilities of the Board of Directors

In accordance with the American Board of Professional Psychology, Inc. Bylaws (07/05), no member of the Board of Directors, no member of the Board of Directors or other officer or servant of the Corporation shall be liable for the accounts, receipts, neglects, or defaults of any other like member or agent, or for any loss or expense happening to the Corporation through the insufficiency or deficiency of any security in or upon which any of the money of the Corporation shall be invested or for any loss or damage arising from the bankruptcy, insolvency, or tortuous act of any person with whom any monies, securities, or effects shall be deposited or for any loss or damage occasioned by an error of judgment or oversight or the official duties or in the relation thereto, unless the same happened through dishonesty, willful neglect, or default.

**CHAPTER 11**

Indemnification of Officers, Directors, Employees and Board Certified Specialists

In accordance with the American Board of Professional Psychology, Inc. Bylaws (07/05), each trustee, officer, and employee of this Corporation, and each Board Certified specialist who is officially engaged in Corporation business, shall be indemnified by the Corporation against all costs and expenses (including counsel fees) actually and necessarily incurred by or imposed on him/her in connection with the defense of any action, suit or proceeding in which he/she may be involved or to which he/she may be made a party by reason of his being or having been such trustee, officer, employee, or Board Certified specialist, except in relation to matters as to which he/she shall be finally adjudged in such action, suit, or proceeding to be liable for dishonesty, willful neglect, or default. Such costs and expenses shall include amounts reasonably paid in settlement for the purpose of curtailing the costs of litigation, but only if a majority of the Board of Trustees (excluding the person indemnified) determines that the person indemnified did not commit such negligence or misconduct in any substantial way. The foregoing right of indemnification shall not be exclusive of any other rights to which he/she may be entitled as a matter of law or by agreement, by law, or otherwise. Any indemnification, however, shall not exceed the monetary limits of any insurance policy carried for such purposes by the Corporation regardless of the absolute monetary amount incurred by an individual trustee, officer, employee, or Board Certified specialist engaged in Corporation or organizational business.

**CHAPTER 12**

Ethical Principles

The ethical principles of the ABGP shall be consistent with the Ethical Principles of Psychologists and Code of Conduct promulgated by the American Psychological Association.

**CHAPTER 13**

Amendments

These bylaws may be amended in whole or in part at any regular or special meeting of the Board of Directors upon the receipt of the written proposed Amendment by all the Directors at least 45 days prior to the meeting at which the proposed Amendment is to be voted on. Upon approval of an action by the Board of Directors, reasonable advance notice will be given prior to implementation. The approval of at least two-thirds of the entire Board of Directors is required to adopt any Amendment. Following approval and adoption of amendments, the president of the Board of Directors will circulate the amended document to the ABGP.

The undersigned, the duly elected President of the American Board of Group Psychology and the duly elected President of the American Academy of Group Psychology, hereby certify that the aforesaid bylaws were duly approved and adopted by the Board of Directors of the American Board of Group Psychology at the meeting of said Board of Directors on the 26th day of September 2009.

\* Attached please find a copy of the ABPP Articles of Agreement (Appendix C of the ABPP Affiliations Manual)

Gloria Batkin Kahn, EdD, ABPP, President AAGP

Joseph Kobos, PhD, ABPP, President ABGP

Joel C Frost, Ed.D., ABPP, President ABGP

Bylaws Revised 3/14/2015