

Board of Directors Meeting Minutes
January 11, 2017

Officers:

President – Caron Harrang, LICSW, FIPA
Secretary/Treasurer – Maxine Nelson,
LICSW, FIPA
Director of Training – Dana Blue,
LICSW, FIPA

Directors:

David Jachim, PhD, FIPA
Candidate Representative – [Open
position]

Administrative Staff:

Recording Secretary – Hollee Sweet¹

Present: Dana Blue, Caron Harrang, David Jachim, Maxine Nelson

Absent: Hollee Sweet

The meeting was called at 6:15 pm.

I. December 2016 Minutes.

The December minutes were reviewed and unanimously approved.

II. Secretary-Treasurer's report. Maxine Nelson reporting:

Maxine Nelson reported that NPSI has \$18,937.63 in checking, \$15,125.89 in savings, \$24,169.82 in our investment account and \$3,640.26 in Pay Pal waiting to be transferred to savings. Total assets for the past two months and compared with last year are as follows: \$61,873.49 December 2016; \$58,522.64 November 2016; \$44,797.86 December 2015.

EBOR 2016 realized \$13,748.92 after expenses. Dana Blue noted this successful outcome was possible from the hard work of the EBOR Organizing Committee (Rikki Ricard, Chair) and her consulting with Rikki to carefully monitor food and beverage costs per the contract with Pan Pacific Hotel. This is a crucial detail to manage for future EBOR conferences.

Cash donations for December totaled \$3,850 including annual giving from Board directors. And we have \$5,134.73 in our scholarship fund.

The Board discussed the need to update policy on how scholarship funds are collected to more clearly define what events qualify for allocating to the fund. The new policy (2017-onward) will include allocating 10% of net revenue from EBOR, workshops, and scientific meetings. Previous policy (January 2013- December 2016) included only special events (e.g. EBOR and

¹ Caron Harrang acted as Recording Secretary for this meeting.

workshops). Policies and procedures for administering funds are established and administered by the Institute (Education Committee).

Action: The new policy (2017) on how scholarship funds are collected will be added to the Board Policies and Procedures Manual.

III. Board Development. David Jachim (Chair) and all Directors reporting:

A. Caron invited Seattle realtor John Petrov, a Seattle realtor with degrees in marketing and business management, to consider joining the Board as a Community Member. John expressed interest in joining if Board meetings can be moved to Mondays from our regularly scheduled time on Wednesdays.

Action: Caron will follow-up with John and let him know the Board will consider changing our schedule after meeting with other possible candidates for director positions and learning of their availability.

B. On recommendation from Community Member Bob Fahrer, Maxine Nelson reached out to Board Consultant and Executive Coach Sue Bloch for referrals to colleagues who might be interested in joining the NPSI Board. Sue currently holds leadership positions on two boards that focus on social justice issues: Splash, which provides clean water to children worldwide, and Kids4Peace, an interfaith youth movement dedicated to building understanding between teens of different faiths. She is savvy about the nonprofit climate in Seattle and suggested the following resources for us to consider:

1. Bob Ness — an Executive Coach and part of the Global Leadership Forum. Sue will facilitate an introduction to Maxine.
2. 501 Commons — a 501c(3) founded in 1989 devoted to helping nonprofit organizations thrive: www.501commons.org.
3. Seattle Works — connects volunteers with organizations seeking volunteers: www.seattleworks.org.
4. Using our LinkedIn account to recruit board members. She has done this and found 3 members for one of her boards.
5. Contacting a local legal firm (e.g. Perkins Coie) to see if any junior associates would work with us as part of their pro bono commitment.
6. Academics, particularly someone in the English, Humanities, or Social Science departments at the University of Washington.

Action: Maxine will contact Bob Ness, Perkins Coie, and Kathleen Woodward (Director of the UW Walter Chapin Center for the Humanities) to assess their skills and interest in serving on the NPSI Board.

C. David has been in touch with Kay Branz who has expressed interest in serving on the NPSI Board. Kay is Director of Marketing Communications and External Relations, Benaroya Research Institute at Virginia Mason. Her LinkedIn account describes her qualifications as “A leader of innovation who generates new strategic functions and marketing initiatives for organizations focused on health and wellness. Expertise in developing new capabilities, building high-performance teams and executing integrated communications that result in greater effectiveness, market alignment and value. Diverse experience in healthcare, professional associations and community-building ventures. Specialties: Strategic planning, leadership development, marketing strategy, marketing planning, branding and identity, marketing communications, publishing, non-profit, healthcare, wellness, team building, community building

Action: David and Caron have a lunch meeting scheduled with Kay on February 13 to explore her interest in joining the Board.

Actions Summary: The Board will evaluate the group of possible new Directors at the March Board meeting and plan our next steps. The overall goal remains to add two to four Community Members and a similar number of Full Member Directors, including someone who can be nominated for the position of President-Elect by the September 2017 Annual Membership Meeting.

IV. Director of Training report. Dana Blue reporting:

A. The Education Committee is currently exploring the idea of developing honoraria for full faculty. The Membership Assembly immediately following this meeting will explore the pros and cons of continuing to include academic students in The Fundamentals of Psychoanalysis Certificate Program on a case-by-case basis and whether to develop an Academic track in the Psychoanalytic Training Program.

B. Dana reported that Judy Eekhoff (Chair) announced that Mirta Berman-Oelsner resigned from the Progression Committee and asked for help from the Board to fill this vacancy. The Board noted that Esti Karson has expressed interest in the past in joining Progression.

Action: Dana will talk with Judy about inviting Esti Karson to join the Progression Committee.

To see the Education Committee minutes from December, please see Appendix B.

V. President's report. Caron Harrang reporting:

A. We need to change webhosting and email from Network Solutions due to poor customer service and technical problems such as recurring problems with email access, and customer service that does not have a long term solution to these problems, as well as the difficulty in reaching customer service representatives. Consultation with Donna Winter (Totera Web

Systems) reveals we may have a more satisfactory experience by moving webhosting to another company and recommended NameGig.com Domain and Hosting Services. We need to keep our domain name (npsi.us.com) registered with Network Solutions, because Name Gig is not able to host “.us.com” domains. We are currently paying \$67 for three years.

Here are the estimated costs of moving our website and email hosting:
Migration fee \$99.

We will pay \$218.76 hosting fee per year or 3 years for \$716.11 or 5 years for \$1082.37, including a 15% discount. If we stay with NS we will be paying \$290 per year. NameGig has unlimited storage and 24/7 US-based phone support.

Hollee will handle email migration. This may involve being offline for up to 48 hours. Caron and Hollee recommend migrating on a Tuesday/Wednesday.

Separately, Webmaster Donna Winter (Totera Web Systems) advises once webhosting is switched, we need a website software update to maintain optimal functionality. She estimates four hours for the update: \$435. The benefits are increased website security and making the web code compatible with modern web browsing.

Action: Hollee will oversee the change from Network Solutions to NameGig on a Tuesday for a three-year contract, as soon as possible after this meeting. She will notify the NPSI Community and Full Member listservs one week in advance of the change and to expect that she *may not* be able to reply to email for approximately 48 hours.

B. NPSI is in the process of renewing our office lease for another 5 years with landlord Mike Jonson (Jonson and Jonson).

Action: Caron and Maxine will seek legal counsel from an attorney Maxine knows specializing in real estate before finalizing an agreement with Jonson and Jonson.

C. Caron invited Don Ross to rejoin NPSI as a Full Member, which he readily accepted. Don was a founding training and supervising psychoanalyst member of NPSI who chose to resign as a Full Member and become a Community Member several years ago.

The Board discussed the need for policy regarding rejoining as compared with applying for membership for the first time, which per NPSI Bylaws requires the majority vote of Full Members. A motion was made and unanimously approved to follow the same procedure for members who want to rejoin (except they need only submit a written request, which can be by email, to the President of the Board of Directors rather than a complete written application).

Action: Caron will inform Don of the procedure for his changing his membership category from Community to Full Member. Upon receipt of written request from Don the Secretary-Treasurer will call for a confidential vote of Full Members to approve his rejoining as a Full Member, and in Don’s case, as a Training and Supervising Psychoanalyst.

D. Review and approve revisions to the NPSI Code of Ethics (Appendix A). The Executive Committee (President, Secretary-Treasurer, and Director of Training) reviewed the NPSI Code of Ethics (last updated 2016) and agreed it needed updating to include guidelines on Confidentiality present in the APsaA Code of Ethics, but missing from ours. Additionally, legal counsel was obtained to clarify the psychoanalyst's responsibility when communicating with insurance companies versus educational settings where patient identity must be disguised or permission sought from the patient to publish:

The psychoanalyst should never share confidential information about a patient, when the patient's identity is known, with non-clinical third parties (e.g. insurance companies) without the patient's or, in the case of a minor patient, the parent's informed consent. For the purpose of claims review or utilization management, it is not a violation of confidentiality for a psychoanalyst to disclose confidential information to a consultant psychoanalyst or other licensed mental health professional, provided the consultant is also bound by the same confidentiality standards and the informed consent of the patient or parent of a minor patient has first been obtained. If a third party payor or patient or parent of a minor patients demands that the psychoanalyst act contrary to these Principles, it is ethical for the psychoanalyst to refuse such demands, even with the patient's or, in the case of a minor patient, the parent's informed consent.³ The restrictions of this paragraph do not apply to clinical seminars, scientific meetings or similar educational activities provided the psychoanalyst either disguises patient identity to maintain confidentiality or obtains the patient's written consent (see also paragraph 6).

Action: Caron will review Code revisions at the Membership Assembly immediately following this meeting. The Revised Code will be posted on the NPSI website (http://npsi.us.com/uploads/NPSI_Code_of_Ethics_January_2017.pdf) and sent to the Full Member listserv. Candidate President David Parnes will send the Code to the candidate group.

VI. Liaison Committee report. Caron Harrang and Maxine Nelson reporting:

A. Caron Harrang and Maxine Nelson are directors on the North American Psychoanalytic Confederation and the Confederation of Independent Psychoanalytic Societies Boards of Directors representing the interests of NPSI.

NAPsaC requested NPSI discuss and vote to approve/not approve a change to its Voting Procedure (Appendix A). For the past two years voting has been by simple majority with each member organization having one vote (NPSI has one vote, as does APsaA, etc.).

CIPS requested that all member Societies discuss and vote to approve or not approve revisions to the CIPS Bylaws (Appendix B) and Procedure Code (Appendix C).

After discussion, the Board unanimously voted to approve the NAPsaC Voting Procedure and revisions to the CIPS Bylaws and Procedure Code.

Action: Caron or Maxine will report the vote to approve all of the abovementioned documents to the NAPsaC and CIPS Boards of Directors at their respective face-to-face meetings in New York City on Saturday, January 21, 2017.

B. Caron and Maxine reported that the IPA is proposing changes to the Eitingon model regarding control case frequency from 4x to 3-5x. NPSI does not need to report its vote by the Board of Directors until June 2017 and is asked to discuss proposed changes with the membership before voting. Notably, changing frequency in the Eitingon model to 3-5x/weekly does not mean that NPSI needs to change our standards. We can hold to 2 control cases at 4-5x/weekly and 1 case at 3-5x/weekly.

Action: IPA proposed changes to the Eitingon model will be discussed at a future Membership Assembly and/or Full Members will be polled by email for their views prior to the Board voting to approve or not approve these changes.

VII. New Business. David Jachim reporting:

David expressed his interest in writing a new column for Selected Facts: Newsletter of Northwestern Psychoanalytic Society and Institute on psychoanalysis applied to current local, regional, or national events. It is hoped that this column will be of interest to the general public as well as to psychoanalysts and psychotherapists. The Board heartily approved this new initiative.

Action: David will talk with Managing Editor, Hollee Sweet, about his intention to begin this column in the spring issue of Selected Facts.

VIII. Meeting adjourned at 7:15 pm.

The next Board meeting is scheduled for February 1, 2017 via videoconference (Zoom).

JoAnn Mills (NPSI Advisory Council) will attend during the first portion of the meeting and, following the Secretary-Treasurer's report, present on major gift giving. JoAnn, whose expertise is in fundraising, has offered to help us expand our newly formed Major Donor Program and build on the policy of asking Directors and members of the Advisory Council to contribute annually.

Becky McGuire will also join the Board as the new Candidate Representative (non-voting) replacing Julie Hendrickson who stepped down after the December 2016 Board meeting.

APPENDIX A

2017 Proposed Revision to NAPsaC Voting Procedure 2017

Note: This system is fixed. Voting cannot be changed by a quorum at any one meeting; all organizations must vote. Vote by proxy can be made if a director from a member society or organization will be absent.

Explanation:

First Tier (like in the US Senate): Each organization gets 1 vote, equaling 10 votes in all. A motion passes with simple majority passes with 6 votes.

Second Tier like in the US House of Representatives): Each organization gets a certain number of votes depending on the number of members represented (like the US House). The total tally of votes is: 26. A two-thirds (2/3) majority vote passes with 18 votes.

The number of votes per Society is according to the number of Full Members, with APsaA getting the total of all other Societies combined.

1 vote for any Society with 0-149 members;
2 votes for any Society with 149-299 members;
3 votes for any Society with 300-449 members;
APsaA gets a number equal to all other organizations combined (13).

The allocation of votes per organization's number of members is as follows:

APsaA	13 [the total of all other organizations combined]
Canada	3
CFS	2
IPTAR	2
LAISPS	1
PCC	1
PINC	1
NPSI	1
JPS	1
Korea	1
(Study groups do not vote)	

For a motion to pass it would need:
6 First Tier votes and 18 Second Tier votes.

APPENDIX B

CIPS Bylaws_Proposed Amendments
December 2016

(Approved by the CIPS Board of Directors in November 2016 and sent to member Societies for final approval)

**ARTICLE I
NAME, OFFICES, PURPOSE, AND ADMINISTRATIVE STRUCTURE**

1. Name. The name of this corporation shall be the "Confederation of Independent Psychoanalytic Societies of the United States" henceforth to be referred to in this document as "CIPS" or as "the corporation."

2. Offices. ~~The principal office of the corporation shall be at 1651 3rd Avenue, New York, New York 10128. The corporation may also have offices at such other places as the CIPS Board of Directors ("The Board") may from time to time appoint or the purposes of the corporation may require. However, the~~ **THE** corporation shall continuously maintain in Delaware a registered office and a registered agent and the office of the registered agent shall be identical with the registered office of the corporation. **THE CORPORATION MAY ALSO HAVE OFFICES AT SUCH OTHER PLACES AS THE CIPS BOARD OF DIRECTORS ("THE BOARD") MAY FROM TIME TO TIME APPOINT.**

3. Purposes and Objectives. The corporation's overall aim is the advancement of psychoanalytic knowledge and expertise and the promotion of awareness of its value in the multiple and diverse contexts in which it is relevant. Its purposes are as follows:

(A) It shall represent its membership and component societies in matters pertaining to the International Psychoanalytical Association (IPA), its administration and the relations between component societies and the IPA or IPA subgroups.

(B) It shall represent its membership and component societies in matters pertaining to IPA training standards and their implementation and application to health care.

(C) It shall represent its membership and component societies in matters pertaining to legislative issues.

(D) It shall promote scientific exchange among component societies and between those societies and other organizations with like interests.

(E) It shall encourage and promote public interest in psychoanalysis, its efficacy, and its validity.

(F) It shall encourage and facilitate the formation of psychoanalytic groups and their application for affiliation with the IPA.

4. Administrative Structure. The corporation is a confederation of component ~~independent~~ psychoanalytic societies and individual members.

~~A) Component societies of the IPA, including full component societies and provisional societies, as well as IPA study groups, may be admitted to CIPS by the affirmative vote of two thirds (2/3) of the Board and the subsequent endorsement of their admission by all of the boards of the CIPS component societies. Full component or provisional societies of the IPA may gain full admission to CIPS. Recognized study groups of the IPA may also gain admission to CIPS, and shall have one voting representative on the Board. (For purposes of these By Laws, full component, provisional societies, and study groups of the IPA admitted to membership, and the entity referred to in Article I.4 comprising 30 or more direct members, are a 'component society' when referred to individually and 'component societies' when referred to collectively.)~~

(A) COMPONENT PSYCHOANALYTIC SOCIETIES OF CIPS INCLUDE THE FOLLOWING:

I. INDEPENDENT COMPONENT SOCIETIES OF THE IPA, INCLUDING FULL COMPONENT SOCIETIES OF THE IPA, PROVISIONAL COMPONENT SOCIETIES OF THE IPA, AND IPA STUDY GROUPS THAT HAVE BEEN ADMITTED TO CIPS; AND,

II. THE DIRECT MEMBER SOCIETY OF CIPS. THE DIRECT MEMBER SOCIETY OF CIPS IS THE ORGANIZATIONAL GROUP ESTABLISHED BY CIPS TO SERVE AS THE HOME SOCIETY FOR DIRECT MEMBERS OF CIPS.

(B) INDIVIDUAL MEMBERS OF CIPS INCLUDE THE FOLLOWING:

I. MEMBERS OF INDEPENDENT COMPONENT SOCIETIES OF CIPS WHO ARE AUTOMATICALLY MEMBERS OF CIPS BY VIRTUE OF SUCH MEMBERSHIP; AND,

II. DIRECT MEMBERS OF CIPS. DIRECT MEMBERS OF CIPS ARE INDIVIDUAL PSYCHOANALYSTS WHO ARE ADMITTED TO CIPS. DIRECT MEMBERS OF CIPS CONSTITUTE THE DIRECT MEMBER SOCIETY OF CIPS.

(C) ADMISSION TO MEMBERSHIP IN CIPS:

~~I.~~ Component societies of the IPA, including full component societies, ~~and~~ provisional societies, ~~as well as~~ **AND** IPA study groups, may be admitted to CIPS by the affirmative vote of two-thirds (2/3) of the Board and the subsequent endorsement of their admission by ~~all of the boards of~~ **TWO-THIRDS (2/3)** OF the CIPS component societies. ~~Full component or provisional societies of the IPA may gain full admission to CIPS.~~

II. INDIVIDUALS WHO ARE MEMBERS OF THE IPA BUT WHO ARE NOT MEMBERS OF AN INDEPENDENT COMPONENT SOCIETY OF CIPS MAY BE ADMITTED TO CIPS AS DIRECT MEMBERS BY A TWO-THIRDS VOTE OF THE CIPS BOARD OF DIRECTORS.

~~(B)~~ **(D)** A component society of CIPS may be expelled or suspended for failure to maintain the qualifications and standards established for membership or for other good cause. A component society of CIPS that fails to maintain the qualifications, requirements, and standards or otherwise causes the Board to consider its termination or expulsion shall be notified of such pending action and shall be given an opportunity to be heard by the Board. Termination of membership or suspension of membership in CIPS shall require a two-thirds (2/3) vote of the Board.

~~(C)~~ **(E)** The policies and affairs of CIPS will be carried out in the manner described herein by the **CIPS Board OF DIRECTORS**, and by the Standing Committees and their respective Chairs or Co-Chairs. The Standing Committees shall include, but shall not be limited to, the following committees: the Executive Committee and the Nominating Committee. Additional Standing Committees may be created or disbanded by a majority vote of the Board.

~~(D)~~ **(F)** In addition to Standing Committees, the policies and affairs of CIPS may be carried out by Select Committees, which are ad hoc working groups, created by a majority vote of the Board, for the purpose of pursuing specific objectives and assignments in accordance with the directives of the Board.

~~(E)~~ **(G)** The Executive Committee shall consist of the officers of the Corporation. The Executive Committee shall be chaired by the President of CIPS. With the approval of the Board, the President may appoint additional members from the Board or the CIPS component societies to serve on the Executive Committee. The Executive Committee shall carry out the policies of the Board and the business of the corporation between meetings of the Board.

~~(F)~~ **(H)** The Nominating Committee shall be responsible for conducting the nomination and the election of the President and the Secretary by the national membership. The Nominating Committee shall be chaired by a member of a CIPS component society who

is appointed by the President with the approval of the Board.

5. Special Memberships. All candidates enrolled in training programs in psychoanalysis in Institutes of component societies shall be Affiliate Members of CIPS. Affiliate Members shall not be required to pay dues, and shall have no voting rights in CIPS.

Candidates enrolled in IPA training programs in psychoanalysis at institutes of societies outside of CIPS may become "direct affiliate members" of CIPS. Direct affiliate members shall be required to pay dues in an amount to be determined by the Board. A direct affiliate member shall have the same rights and privileges as candidates who are affiliates by virtue of candidacy in a training institute of a CIPS component society. A direct affiliate member shall be an affiliate member of the Direct Member Society of CIPS.

Individuals from any field of endeavor may be elected Honorary Members of CIPS by a majority vote of the Board of Directors. Honorary Members shall not be required to pay dues, and shall have no voting rights in CIPS.

6. Retired and Semi-retired Members: Individuals who are retired or semi-retired from practice, who remain members of their respective component societies, and whose dues obligations are reduced or waived by their respective societies, shall be registered as "retired" or "semi-retired" members of CIPS. Retired and semi-retired members of CIPS shall retain full membership in CIPS and shall be listed as regular members in all public representations with reduced dues obligations or with no concomitant dues obligations, as determined by the CIPS board.

7. Distinguished Life Members: The CIPS board of Directors may, by a unanimous vote, honor one or more CIPS members for their contributions to CIPS by electing them "Distinguished Life Members." Distinguished Life Members shall be exempt from all dues obligations to CIPS. Distinguished Life Members shall retain all the rights and privileges of dues paying members.

ARTICLE II BOARD OF DIRECTORS

1. Powers, Duties and Responsibilities. All the corporate powers, except those otherwise provided for by law or these By-Laws, are vested in and shall be exercised by the Board, subject to approval by two-thirds (2/3) of the component societies with respect to any Board action which is made subject to such approval by a one-third (1/3) vote of the Board. In addition, the Board shall:

(A) elect representatives to any external organization to which CIPS has representation;

(B) admit new IPA component and provisional societies, direct members and recognized IPA study groups;

(C) establish new Standing Committees and abolish existing Standing Committees when, in the opinion of the Board, a new committee would facilitate the administration and implementation of the policies and objectives of CIPS or an existing Committee is no longer needed;

(D) adopt and implement such programs and policies as will further the objectives and policies of CIPS.

2. Number. The Board shall consist of the Officers of the Corporation and two voting Directors/Representatives ("Directors") from each of the component societies **WITH THE FOLLOWING EXCEPTIONS:**

(A) A COMPONENT SOCIETY OF CIPS THAT IS A STUDY GROUP OF THE IPA SHALL HAVE ONE VOTING REPRESENTATIVE.

(B) IN THE EVENT THAT THE DIRECT MEMBER SOCIETY REPRESENTS FEWER THAN 30 MEMBERS, THE DIRECT MEMBER SOCIETY SHALL HAVE ONE REPRESENTATIVE.

~~The total number of Directors of the Board will be determined by the admission or reduction of component societies at any given time. One non-voting Representative may represent each IPA study group on the Board.~~

3. Special Members: **THE OFFICERS SHALL SERVE AS MEMBERS OF THE BOARD OF DIRECTORS.** Each **THE** Past President shall serve as a non-voting member of the Board until the completion of the term of his or her successor. Each **THE PAST** Vice President shall serve as a non-voting member of the Board until the completion of the term of his or her successor. The President Elect shall serve as a non-voting member of the Board for a one-year term following election to the ~~presidency~~ **OFFICE OF PRESIDENT-ELECT** as described in Article III herein. The Vice President Elect shall serve as a non-voting member of the Board for a one-year term following election to the office of Vice President-**ELECT**.

4. Election. Each component society of CIPS shall select, IN A MANNER OF THEIR OWN CHOOSING, two Directors of the Board, ~~which shall not include individuals elected as officers by a national balloting.~~ **SUBJECT TO THE PROVISION THAT NO DIRECTOR MAY BE AN ELECTED OFFICER OF CIPS.** ~~The two Directors from a component society shall serve a staggered term of two years, effective June 30 of a given year. Each of the component societies will thus be represented at all times on the Board by two Directors selected by and from among their respective membership, but~~

~~will introduce only one new Director each year.~~

5. Resignation, Vacancies, and Removal. Any member of the Board may resign at any time by giving written notice of such resignation to the Board. Any member of the Board (including the President or Vice President) may be removed by two thirds (2/3) vote of the Board.

Director vacancies on the Board may be filled for the unexpired portion of the term of the departing Director by the group that selected the departing Director.

6. Annual Meetings. There shall be an annual meeting of the Board to be held at such time and place as the Board shall designate.

7. Regular Meetings. The Board shall, in addition to the annual meeting, have at least three meetings from September to June, either in person or via conference telephone, and hold other meetings from time to time as necessary.

8. Special Meetings. Special meetings of the Board may be called by the President. The President shall be required to convene a meeting upon request of one-third (1/3) of the Board.

9. Notice Of Meetings. At least two (2) weeks notice shall be given of all meetings of the Board. If an emergency arises, the President may schedule a meeting at any time, as long as the two-week notice requirement is waived by a two-thirds (2/3) vote of the Board.

10. Telephonic Participation in Meetings. Members of the Board may participate in regular and special meetings of the CIPS Board by means of telephone conference, so long as all members in the meeting can hear one another.

11. Quorum. At all meetings of the Board a simple majority of the voting members of the Board shall constitute a quorum for the transaction of business. At any meeting of the Board, business shall be transacted in such order and manner as the Board may from time to time determine. When procedures are not specified in the By-Laws or procedural manual Robert's Rules of Order will be employed.

12. Voting. Except as otherwise specified in these By-Laws, all acts of the corporation shall be by a simple majority vote of the Board present at a meeting. Each member of the Board shall have one vote, unless he/she is designated a non-voting member in these By-Laws. In the event of the inability of a voting member to attend a meeting, the component society that appointed such Director may designate another individual to act on its behalf for purposes of that meeting only. The designated individual shall be referred to as an "alternate," and shall have the full voting rights of the absent member.

13. Action Taken Without a Meeting. Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if all voting members consent in writing to the action.

14. Compensation. Members of the Board shall not receive any stated compensation for their services as such, but may be reimbursed for reasonable and necessary expenditures incurred on behalf of CIPS.

ARTICLE III OFFICERS AND COMMITTEES

1. Positions.

(A) ~~(A) The President, the Vice President, the Treasurer, as well as the President Elect or Past President and the Vice President Elect or the Past Vice President (whichever offices are occupied in accordance with the CIPS election cycle) shall serve as the officers of the corporation~~ **THE OFFICERS OF THE CORPORATION SHALL BE THE PRESIDENT, THE VICE PRESIDENT, THE TREASURER, THE PRESIDENT ELECT, VICE PRESIDENT ELECT, THE PAST PRESIDENT, AND THE PAST VICE PRESIDENT.**

(B) The Chair or Co-Chairs of the Standing Committees shall implement the policies, programs, and goals of the Board through their respective Committees.

2. Election, Term of Office, and Qualifications.

(A) The Nominating Committee shall be responsible for conducting the nomination and election of the President-**ELECT** and the Vice President-**ELECT** by the national membership.

(B) The President-**ELECT** and the Vice President-**ELECT** shall be elected by national balloting conducted prior to April 30th, during the first year of an incumbent President's two-year term.

(C) The successful candidates for President-**ELECT** and Vice President-**ELECT** shall be known as President Elect and Vice President Elect, and shall serve as non-voting members of the Board for one year, commencing on June 30, following the election.

(D) The President Elect and Vice President Elect shall assume their respective offices as President and Vice President on June 30, of the following year.

~~(E) The President shall serve as a non-voting member of the Board except on matters requiring a simple majority vote, in which case, the President may vote to break a tie vote of the Board.~~

~~(F) The Vice President shall serve as a voting member of the Board.~~

~~(G)~~ **(E)** The Board shall elect a member of the Board or a member of a component society of CIPS to serve as Treasurer of the corporation and of the Board for a two-year term. The Treasurer shall serve as a nonvoting member of the Board, unless the Treasurer is also a Director.

~~(H)~~ **(F)** The Chairs of all Standing Committees shall be appointed by the President with the approval of the Board **AND SHALL SERVE AT THE PLEASURE OF THE PRESIDENT.** Standing Committee Chairs shall serve terms of two years, and may be re-appointed.

3. President.

(A) The President shall preside at all meetings of the Board. **THE PRESIDENT SHALL NOT VOTE ON ANY MATTER BEFORE THE BOARD SUBJECT TO THE FOLLOWING EXCEPTIONS:**

I. THE PRESIDENT MAY VOTE WHEN THE VOTE IS TAKEN BY SECRET BALLOT.

II. THE PRESIDENT MAY VOTE WHEN THE VOTE OF THE PRESIDENT SHALL AFFECT THE OUTCOME OF THE VOTING.

(B) **THE PRESIDENT** shall sign, on behalf of the corporation, any leases, deeds, contracts, documents, or other instruments. In the event the President is temporarily unable to function, the Vice President shall assume the responsibilities of the office.

4. Vice President.

(A) **THE VICE PRESIDENT SHALL SERVE AS A VOTING MEMBER OF THE BOARD OF DIRECTORS.**

(B) The Vice President shall have charge of such books, documents, and papers as the Board may direct; shall give, or cause to be given, all notices in accordance with these By-laws, and shall attend, with vote, and be responsible for the meetings of the Board.

5. Treasurer. The Treasurer shall have the custody of all funds and financial records of the corporation, subject to such regulations as may be imposed by the Board. He or she shall maintain a bank account in the bank designated by the Board and may, on behalf of the corporation, endorse for collection, checks, notes, and other obligations, and shall

deposit the same to the credit of the corporation at such bank. The Treasurer shall be responsible for the collection of dues from the direct members, and annual dues from the treasurers of component societies, which collection of dues shall be initiated in December of each year, and for the dispersal of all funds for expenditures authorized by the Board. He or she shall regularly enter on the books of the corporation, to be kept by him or her for the purpose, full and accurate account of all moneys and obligations received and paid or incurred by him or her on account of the corporation, and shall exhibit such books at all reasonable times to any member of the Board. The Treasurer shall each year, preferably in October, and in any event not later than November 15, prepare an annual budget to be submitted and approved by the Board. He or she shall also make a report to the Board on the financial status of the corporation at least once a year.

6. Further Responsibilities of the Officers. The Officers shall have charge and exercise supervision of the affairs of the corporation. In general, the Officers shall perform all duties incident to those offices as described in these By Laws and as may be assigned to them by the Board. The President shall, in addition to his or her corporate obligations, be responsible for:

(A) setting the agenda for all meetings.

(B) overseeing the work of all Standing Committees and Ad Hoc work groups.

(C) maintaining communication with other professional groups and governance agencies.

(D) outlining policies and initiatives to be submitted to the Board, including proposals for new appointments to Standing Committee Chairs and Ad Hoc work group Chairs; and other administrative appointments.

(E) preparing regular reports about CIPS's activities to component societies and their membership.

7. Nominating Committee. The Nominating Committee shall be composed of one member from each component society. Committee members shall be appointed by the Chair of the Committee and shall serve for a two-year term. Committee members shall be neither current Board members, nor themselves running for the positions to be filled. If a member of the Nominating Committee desires to run for office, he or she must resign from the Nominating Committee. The Chair of the Committee shall be appointed by the President with the approval of the Board. The Committee shall determine by nominating ballot at least two nominees for each position, whenever possible. In addition, any member of CIPS receiving at least 25 nominating votes from the CIPS membership shall be included on the ballot. Additional procedures governing the actions of the Nominating Committee may be established by the Board.

8. Standing Committee Chairs. The Chairs or Co-Chairs of the Standing Committees shall be responsible for implementation of the policies, programs and goals of the Board through their respective Committees. They shall make regular reports to the Board. The Chair of each of these Standing Committees shall have the authority to select his or her Committee members. The Board may provide advice with respect to the selection of committee members.

9. Resignation, Vacancies, and Removal. In case any office of the corporation becomes vacant by resignation, retirement, disqualification or any other cause, the Board may elect an individual to fill such vacancy. The individual so elected shall hold office and serve until the next national membership election, or in the case of the Treasurer, until his or her term on the Board is completed.

The Board may remove an Officer from office by a two thirds (2/3) vote of the entire Board. Such vote may be taken by mail ballot, if all voting members are not in attendance at a meeting considering a vote to remove. Each member of the Board with a vote shall have a period of two weeks from the mailing of the ballots within which to vote. In the event a Director with a vote is unavailable during that two week period, the group selecting that Director may appoint an alternative representative to vote in the Director's place. The decision of the Board is final.

10. Compensation. Officers, Board members, and other representatives of CIPS shall not receive any salary or compensation for their services, but may be reimbursed for reasonable and necessary expenses incurred on behalf of CIPS.

ARTICLE IV MISCELLANEOUS

1. Dues. Component societies and direct members shall pay and remit to the Treasurer of CIPS annual dues in an amount to be decided by the Board each October, and collected during the following December. Each component society shall be responsible for the payment of dues in proportion to its total number of IPA members who pay their dues or are exempt from dues. Individuals who are members of more than one component society shall designate one society to be responsible for payment of dues on his or her behalf to CIPS. Direct members shall pay dues in an amount equal to the pro rata amount payable by a component society on behalf of component society members. Individuals who are honorary members of a component group are not required to pay dues, nor are they considered CIPS members. Any increase in the dues from a prior year must be approved by a two-thirds (2/3) vote of the Board, and the boards of all of the component societies. Study Groups admitted to CIPS are not responsible for dues, but assume responsibility for expenses incurred by their representation in CIPS.

2. Fiscal Year. The fiscal year of the corporation shall commence on December 1 of each year.

3. Ratification and Amendments. The adoption, alteration, amendment and repeal of the By-Laws of the corporation may be proposed either by the Board, or by fifty percent (50%) of the component societies.

(A) Where a proposal for change originates with the Board, the change shall be effective if it has been approved by a two-thirds (2/3) vote of the Board, and is thereafter approved by two-thirds (2/3) of the component societies.

(B) Where a proposal for change originates with the component societies, the change must be proposed by at least one-half (1/2) of the component societies, and shall be effective if it is thereafter approved by a two-thirds (2/3) vote of the Board, followed by the approval of two-thirds (2/3) of the component societies.

4. Prohibition Against Sharing in Corporate Earnings. No director, member, officer, employee, member of a committee, or person otherwise connected with the corporation, or any other private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation, provided that this shall not prevent the reimbursement of reasonable and necessary expenses incurred on behalf of CIPS; nor shall this prohibition prevent the payment of reasonable compensation for services rendered to or for the corporation in effecting any of its purposes as shall be fixed by the CIPS Board, and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the corporation. All members of the corporation shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the assets of the corporation, remaining in the hands of the CIPS Board after all debts have been satisfied, shall be distributed, transferred, conveyed, delivered and paid over, in such amounts as the CIPS Board may determine, exclusively to organizations which qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations, as they now exist, or as they may hereafter be amended.

5. Exempt Activities. Notwithstanding any other provision of these By-Laws, no member of the CIPS Board, officer, employee, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations, as they now exist, or as they may hereafter be amended, or by an organization, contributions to which are deductible, under Section 170(c)(2) of such Code and Regulations, as they now exist, or as they may hereafter be amended.

6. Indemnification. Every person who is, shall be, or shall have been a director, officer, employee of the corporation, and his or her personal representatives shall be

indemnified by the corporation for all costs and expenses reasonably incurred by or imposed upon him or her in connection with or resulting from any action, suit or proceeding to which he or she may be made a party by reason of being or having been a director, officer, employee of the corporation, except in relation to such matters as to which he or she shall finally be adjudicated in such action, suit or proceeding to have acted in bad faith and to have been liable by reason of willful misconduct in the performance of his or her duty as such director, officer, or employee . Costs and expenses shall include, but without limiting the generality thereof, attorney's fees, damages and reasonable amounts paid in settlement.

APPENDIX C

THE CIPS PROCEDURAL MANUAL

TABLE OF PROCEDURES

- I. ~~Procedures and their modification~~ Procedures, Purpose, Enactment, Rescission and Amendment
- II. Conduct of Board business
- III. Procedures for admission of new societies
- IV. Procedures regarding New Groups NEW
- V. Procedure for admission of new members
- VI. Procedures pertaining to Honorary Membership
- VII. Procedures for collection of dues
- ~~VII. Procedures regarding the use of Members and Affiliates Listserves~~ DELETE; We have no Listserves. Can be recreated in the future when we do have listserves.
- VIII. Procedures for appointments to positions within CIPS
- IX. Procedures for appointments to chairpersonships of standing committees, select committees, and special administrative positions within CIPS
- X. Procedures for the recommendation of persons to serve in special posts, governing bodies, committees, and workgroups of the IPA

~~XI. Procedures for appointments of members to represent CIPS at NAPsaC~~ DELETE

~~Xi. Procedures for appointments of members to represent CIPS to the Consortium or other national or international organizations~~

XII. Procedures for the conduct of CIPS Elections

XIII. Procedures for participation in IPA Elections

~~XIV. Allocation and Assignment of Seats for Special Events and Conferences~~ DELETE

~~XVI. Procedures governing CIPS participation in NAPSAC.~~ DELETE. CIPS no longer a component of NAPsaC.

XIV. CIPS Policies NEW

XIII. Procedures for the Administration of the CIPS Certification in Psychoanalysis Program

~~Addendum A: Qualifying criteria and procedures for selecting participants for the EPF-NAPsaC FEPAL Clinical Conferences.~~ DELETE

THE CIPS PROCEDURAL MANUAL

I. ~~Procedures and their Modification.~~ Procedures, Enactment, Rescission and Amendment.

A. This procedural manual shall contain operating procedures that are enacted by the Board to standardize the performance of tasks and functions. ~~The Confederation of Independent Psychoanalytic Societies shall maintain a code of procedures to regulate the performance of organizational tasks and functions.~~

B. The Procedure Code shall contain operating procedures that are enacted by the Board.

1. Procedures shall be enacted by a majority vote of the Board of Directors.

2. Proposed procedures may be ~~developed by the Standing Committee on Bylaws and Procedures and submitted to the Board for discussion and enactment~~ introduced by members of the Board.

3. ~~Any proposed procedure that is not enacted by the Board may be referred to the Standing Committee on Bylaws and Procedures for further development and recommendations~~ Proposed procedures may also be developed by the Standing Committee on Bylaws and Procedures and submitted to the Board for consideration
 4. All actions of the Board that pertain to the performance of organizational tasks and functions shall be referred to the Standing Committee on Bylaws and Procedures for codification, and shall be included in the Procedures Code subject to a majority vote of the Board.
- C. Any procedure contained in this ~~manual may be modified or limited by majority vote of the Board at any time.~~ code may be rescinded or amended by a vote of the Board subject to the following conditions:
1. Any member of the Board may make a motion to ~~reassess the provision~~ to rescind or amend any procedure in this code.
 2. If the motion to ~~reassess is seconded and passed,~~ the board will proceed to reassess the procedure in question. The board may then vote to retain the procedure, to modify the procedure, or to eliminate the procedure to rescind or amend a procedure is seconded and scheduled for a vote with a minimum prior notice of one month, the motion shall be enacted with a majority vote.
 3. ~~If the Board does not pass the motion to reassess the procedure in question, the Board will not entertain further discussion of the procedure~~ If a motion to rescind or amend a procedure is seconded and scheduled for a vote without a minimum prior notice of one month, the motion shall be enacted with a two-thirds (2/3) majority vote.
- ~~D. This procedural manual shall be reviewed by the Board at its annual meeting each year.~~
1. ~~Procedures shall be ratified at the annual meeting by a majority vote of the Board.~~
 2. ~~Procedures may be reassessed by the Board at the annual meeting. Following reassessment, the Board may, by majority vote, modify a procedure or eliminate the procedure refer the reassessment to the Standing Committee on Bylaws and Procedures for further study and recommendations back to the Board.~~ Rick Perlman recommends elimination of Section D. No need for it now.

II. Conduct of Board Business.

- A. Minutes and their correction.

1. The Recording Secretary shall compose Minutes of Board meetings in the week following each meeting.
2. The Recording Secretary shall submit drafts to the President ~~and secretary~~ for edits.
3. When the Minutes have been edited by ~~both officers~~ **the President**, the Recording Secretary shall circulate them to the Board by e-mail prior to the **next Board** meeting.
4. Editorial comments and trivial or typographic corrections should be addressed to the **Recording** Secretary before or after the **next** Board meeting, and should not be addressed during meeting time. Substantive additions, amendments, or corrections to the Minutes should be addressed during the Board meeting.
5. Once **the corrected Minutes** are approved by the Board, the Recording Secretary shall submit Minutes to the Webmaster for posting **on the CIPS Web**.

B. Committee Reports.

Committee chairs, and chairs of ad hoc workgroups shall submit written reports to the President and the **Recording Secretary**, at least seven days prior to each scheduled meeting of the Board of Directors. In the event that the committee or the chair have not taken any action, obtained any findings, or plan to submit any right recommendations to the Board at the upcoming meeting, this requirement is waived.

C. New Business.

If any Director wishes to place an item of new business on the Agenda, he/**she** should communicate this to the President, along with an assessment of its priority. The President will place **priority** items at the top of the proposed agenda to ensure adequate time for discussion and action, **otherwise the item will be placed under the New Business category on the Agenda**.

D. Appointment of Alternates for Board Meetings.

1. Component societies shall appoint one or more alternates who will be responsible for attending meetings of the Board of Directors in place of a sitting Director in the event a sitting director cannot attend a meeting.
2. In the event that a Director must be absent from a meeting of the Board, it shall be the responsibility of the Director to arrange for the alternate to take his place.
3. It shall be the responsibility of a Director to keep alternates informed about CIPS matters, and to brief the designated alternates about the particular matters

scheduled for discussion at any Board meeting at which the alternate will represent his or her society in place of the absent Director.

E. Procedure for installation of new Board members

1. Pursuant to the By-Laws, the term of office for members of the Board commences and expires on June 30, each year. The annual June Board meeting shall be attended both by members whose terms are expiring, and by those whose terms are commencing. Only Board members whose terms are expiring shall be entitled to vote at this meeting.

F. Face-to-Face Meetings.

One face-to-face Board meeting (the Annual Meeting) shall be held each year. The location of the meeting shall alternate each year between an East Coast and a West Coast venue.

1. One half of the travel expenses for each Director attending the Annual Meeting as representatives of each component organization shall be paid/reimbursed by CIPS.
2. The remaining half of each Director's travel expenses shall be paid/reimbursed by each component organization for attendance by its representatives.
3. In the event that a Director is unable to attend an Annual Meeting, an alternate may be appointed pursuant to Article II, Section D, of the Procedure Manual ~~11, of the By-laws.~~
4. The Annual Face to Face Meeting shall be held at a time and place that is ~~independent of any other conference or professional meeting,~~ **may be scheduled in conjunction with another conference or professional meeting, in order to ensure providing that there is** sufficient time and focus for CIPS business.

G. The Board may go into Executive Session when conducting business deemed confidential by the Board.

1. To go into Executive Session, a motion to go into Executive Session must be made, seconded, and passed by a majority vote of the Board.
2. To end an Executive Session of the Board, a motion to end the Executive Session must be made, seconded, and passed by a majority vote of the Board.
3. Minutes of all Executive Sessions shall be corrected at a subsequent Executive Session.
4. Minutes of all Executive Sessions shall be confidential **and shall be stored** in the Executive Session Minutes Archive, to be maintained by the President and his/her

successors until such time as the matters addressed are no longer pertinent to the operations of the organization.

H. The conduct of the CIPS Board of Directors, including all actions taken by the Board, shall be recorded in the formal Minutes of each Board meeting and shall be made available to all members by Email and in the “Members’ Only” section of the CIPS website.

~~The only exception to this rule of transparency shall be made in the instance of meetings, or portions of meetings, that are conducted in Executive Session. The Board shall only conduct business in Executive Session when a motion to enter Executive Session has been approved by a majority vote of the Board for the purpose of protecting the reputation or privacy of a member. Minutes of board meetings conducted in Executive Session shall be confidential. This is already covered in Section G above.~~

I. Communications **regarding CIPS business** between Board members conducted at Board meetings, on the Board listserve, or in personal emails, or in private letters and conversations, are strictly confidential and may not be cited, quoted, forwarded, or distributed to others. Although communications between Board members may constitute the process by which the Board determines the actions it shall take, such communications shall be differentiated from the actions of the Board, which shall be fully transparent and reported in the Minutes. A Board member who violates this rule shall be subject to censure or removal from the Board in accordance with the Bylaws of the organization.

III. Procedures for admission of new societies.

A. Admission to CIPS is open to any study group, provisional society, or full component society of the International Psychoanalytic Association within the United States.

1. Societies seeking to join CIPS shall be directed to contact the President of CIPS or the Chair or **Co-Chairs** of the New Groups Committee.
2. The New Groups Committee shall prepare a report and make recommendations to the Board.
3. New groups shall be admitted to CIPS by ~~majority~~ **affirmative** vote of **two-thirds** of the CIPS Board and by a two-thirds ~~majority~~ vote of the component societies.

IV. Procedures Regarding New Groups. **NEW**

- A. CIPS supports the principle that admission of new groups in North America to membership in the IPA should be regulated by the International New Groups Committee of the IPA. (Enacted November, 2016)
- B. In support of the principle, CIPS shall maintain a CIPS Committee on New Groups for the following purposes:
 - 1. To identify and recruit psychoanalytic groups in North America that demonstrate the potential to become IPA study groups and component societies, and
- C. To provide such groups with guidance and whatever other assistance may be helpful to facilitate their admission to the IPA. IPA component groups seeking admission to CIPS, including provisional societies and study groups, shall be referred to the New Groups Committee, which shall review the group's functioning and suitability for membership in CIPS and make recommendations to the Board.

V. Procedure for admission of new members.

- A. Graduates of CIPS Institutes shall be admitted to CIPS membership automatically upon admission to any CIPS component society.
- B. All candidates enrolled in training programs in psychoanalysis in Institutes of component societies shall be Affiliate Members of CIPS. Affiliate Members shall not be required to pay dues and shall have no voting rights.
- C. IPA members who do not belong to any CIPS component society may ~~join~~ be admitted to CIPS as Direct Members by a two-thirds vote of the CIPS Board of Directors.
- D. Candidates enrolled in training programs in psychoanalysis in Institutes of IPA ~~institutes~~ societies outside of CIPS may ~~join~~ become CIPS Direct Affiliate Members. Direct Affiliate Members shall have the same rights and privileges as candidates who are Affiliate Members.
- C. Direct Members and Direct Affiliate Members are automatically enrolled in the Direct Members Society.
- D. The CIPS Committee on Direct Members, chaired by a CIPS Board representative of the Direct Members Society, shall oversee application procedures.

VI. Honorary Members.

- A. All Honorary Members of CIPS component societies shall ~~be invited to become~~

automatically be Honorary Members of CIPS.

B. Individuals from any field of endeavor may be nominated and elected Honorary Members of CIPS by a majority vote of the Board of Directors.

C. Honorary Members shall not be required to pay dues, and shall have no voting rights in CIPS.

D. Any Honorary Member of CIPS who is or becomes a regular dues-paying member of a CIPS component society shall become a regular member of CIPS while simultaneously retaining the status of Honorary Member.

VII. Procedures for collection of dues.

A. CIPS component societies are responsible for the payment of annual organizational dues each year.

B. The CIPS Treasurer shall distribute annual dues invoices to all CIPS component societies (except the Direct Member Society) in the month of January for the coming year.

1. The dues assessed to each society shall be based on the number of its IPA members on January 1. Each invoice shall list the names of members on which the CIPS dues assessment is based. Each component society shall provide the Treasurer with corrections to the assessment based on incorrect data. Reconciliation of society and CIPS records shall be completed and corrected dues assessments shall be distributed to societies no later than January 31st.

~~2. In the exceptional event that a society is unable to fulfill its responsibility to collect and remit CIPS dues, the Board may temporarily authorize the CIPS Treasurer to assess and collect dues on behalf of the affected society. See "D" below.~~

2. "Retired" and "Semi-retired" members shall be assessed in accordance with the dues policies in effect at each component society.

4. Payment of dues shall be made by each component society ~~during the course of the calendar year~~ by the last day of the month of February.

The Bylaws say that dues are collected from each society in December of each year. The procedures by which dues are collected need to be changed to be in conformance with the Bylaws.

C. Additions to the rosters of CIPS component societies occurring after January 1 of any year shall not result in additional dues until the following year.

D. In the event of hardship, the dues assessment of any component society may be reduced. A component society seeking a reduction in the dues shall make a request to the CIPS Board through its representatives to the Board. The Board shall determine any adjustments to be made and the Treasurer shall compute the dues assessment for that component society accordingly.

E. Special procedures shall apply with respect to the collection of dues from the Direct Members Society.

1. The Direct Members Society shall require each new Direct Member to pay CIPS dues at the time of admission to the Direct Member society. Individuals admitted to the Direct Member Society after June 30 of any year shall be credited for payment of dues for that year and for the following year.

3. Collection of dues from Direct Members shall be carried out by the CIPS ~~Administrator~~ **Treasurer (?)** on behalf of the Direct Member Society, in conjunction with the leadership of the Direct Member Society.

VII. Procedures Regarding the Use of the Listserves: DELETE. We don't have any Listservs

~~A. The CIPS Members' listserv shall be operated for the use of members who elect to participate in the Members listserv. The CIPS Affiliates listserv shall be operated for the use of affiliate members who elect to participate in the Affiliates listserv.~~

~~B. The following rules shall apply to the use of both listservs: (Need help with this. Not sure if this is current policy or practice.)~~

~~1. The listserv may be used to post messages pertaining to psychoanalytic theory or practice, psychoanalytic education, organizational policies of CIPS, or to matters pertaining to psychoanalysis as a profession, such as professional credentialing, educational policies, public policies, insurance issues, or legislation pertaining to psychoanalysis. The listserv may not be used to promote candidates for public office, political parties, or political causes that are not directly related to psychoanalysis.~~

~~2. The listserv may be used to request information from other members, such as guidance regarding clinical literature, bibliographic citations, or referral information pertaining to professional mental health service and institutions. The listserv may not be used to advertise professional services, private clinics, clinical institutions, private enterprises or businesses, or privately organized professional events.~~

~~3. Every post must contain a substantive message of interest to CIPS members and affiliates, and must contain at least one or more substantive statements pertaining to psychoanalysis. The listserv may not be used to distribute posts whose only content is to direct attention to particular articles, books, or events or to direct members to visit~~

~~other websites.~~

~~4. In order to ensure the legitimacy of postings, every message posted on the listserv must include a subject line, describing the subject of the post. In addition, the initials of the member posting the message must precede the subject in the subject line.~~

~~5. Members are requested to be considerate in their use of the listserv. Excessive posting on the listserv is irritating to some members and may provoke their withdrawal from the listserv. Members are thereby encouraged to post no more than once or twice in a seven-day period unless there is compelling reason to do so.~~

~~6. Messages on the listserv may not contain "ad-hominem" attacks or other negative comments about persons. Messages pertaining to controversial matters shall address issues rather than persons.~~

~~B. A member who violates these rules will be subject to removal from the listserv by the Board.~~

The question has come up about combining a Nominations and Appointments Committee. At present, the Bylaws only provide for a Nominations Committee. If we institute both in a single committee, the procedures regarding appointments in Sections VI, VIII, IX & X will need to be changed.

VIII. Appointments to positions within CIPS

A. Except as otherwise set forth in Sections IX (below), unfilled positions within CIPS, including positions on CIPS committees, special positions created to carry out CIPS programs or initiatives, as well as positions created to represent CIPS to external organizations or umbrella groups of which CIPS is a component, shall be open to qualified CIPS members and shall be posted to the CIPS membership on the CIPS website or ~~ENewsletter~~ **or the CIPS News Brief.**

B. The Standing Committee on Appointments shall review the application of members for all posted positions and shall make recommendations for appointments to the Board. Appointments to all posted positions shall be by a majority vote of the Board.

C. In some instances, the Board may formulate minimum qualifications for appointments to positions within CIPS or may delegate this task to the Appointments Committee. Minimum qualifications developed by the Appointments Committee shall be subject to Board approval, unless the Appointments Committee is specifically empowered to act without further Board approval.

1. Where criteria have already been developed for comparable positions or opportunities, these existing criteria shall be applied automatically to the new open positions or opportunities, unless the Board specifically determines to act otherwise.

In such a case, the board shall develop a new set of criteria for the new position or opportunity, or delegate this task to the Appointments Committee.

2. Existing criteria shall be codified in the Appendices of this manual.

D. When special and unusual circumstances require immediate action to appoint a member to position, or when the Board agrees that a position should be restricted to a member of the Board (e.g., that chair of a committee of the Board), the Board may act expeditiously to fill the position without posting the position to the membership.

IX. Procedures for appointments to chairpersonships of standing committees and select committees, and special administrative positions within CIPS.

A. The President shall appoint the chairpersons of CIPS committees, subject the approval of the Board. Chairperson positions may be posted to the CIPS membership at the discretion of the President.

B. Committee chairpersons shall appoint members to their committees, subject to approval by the Board.

1. The Board may empower Committee chairpersons to appoint committee members without further Board approval.

2. Membership positions on CIPS committees may be posted to the CIPS Membership at the discretion of either the appointed chair or the Board.

X. Procedures for the recommendation of persons to serve in special posts, governing bodies, committees, and workgroups of the IPA.

A. When the time frame permits a search process, all open IPA positions for which CIPS may recommend persons for appointment shall be posted to the CIPS membership. The CIPS Appointments Committee shall review applications, report to the Board on all applications, and make recommendations to the Board. The Board shall make the final determination or recommendations by majority vote.

B. When conditions do not permit a search process, the President shall inform the Board of open positions to which appointments are to be made. Board members shall take responsibility to consult with their constituencies and make recommendations to the Board. The Board shall make the final determination by majority vote.

C. When conditions do not permit full Board participation, the Executive Committee shall act in place of the Board. The President shall judge when such conditions apply.

XI. Procedures for appointments of members to represent CIPS at NAPsaC. **DELETE**

- A. ~~The CIPS President shall serve as one of the two CIPS representatives to the NAPsaC Board.~~
- B. ~~Either the CIPS president elect or CIPS Past President (whichever office is filled in accordance with the CIPS election cycle) shall serve as the second representative to the NAPsaC Board .~~
- A. ~~CIPS component societies shall be invited to appoint additional representatives to join the CIPS delegation on the NAPsaC Board.~~

XI. Procedures for appointments of members to represent CIPS to the Consortium ~~or other national, regional or~~ international organization.

- A. The President shall appoint members to represent CIPS to the Consortium ~~or other national or international organizations, subject to the approval of the Board.~~
 - 1. ~~These positions may be posted to the membership at the discretion of the President.~~
 - 2. ~~If these positions are posted, the Appointments Committee may be requested to review the applications, and report and make recommendations to the President, at the discretion of the President.~~

XII. Procedures for the conduct of CIPS Elections.

- A. Procedures for the nomination of persons to run for CIPS President and Secretary Vice President.
 - 1. ~~The Secretary shall inform the membership of CIPS of the upcoming CIPS election in the month of January in the year that CIPS is scheduled to hold elections.~~ **The Chair of the Nominations Committee shall inform the membership of CIPS of the upcoming CIPS election in the month of January in the year that CIPS is scheduled to hold elections.**
 - 2. ~~CIPS members shall be notified of the activities of the Nominating Committee, and informed about how to submit the names of persons, including themselves, whom they wish to recommend for nomination.~~ **The Nominations Committee shall be responsible for conducting the nomination and election of the President-elect and the Vice President-elect by the national membership.**
 - 3. ~~CIPS elections shall be conducted prior to April 30th.~~ **The President-elect and**

the Vice President-elect shall be elected by national balloting conducted prior to April 30th, during the first year of an incumbent President's two-year term.

4. The successful candidates for President-elect and Vice President-elect shall serve as non-voting members of the Board for one year, commencing on June 30th following the election.

5. The President-elect and Vice President-elect shall assume their respective offices of President and Vice President on June 30th of the following year.

- B. The Board will elect a member of the Board or a member of a component society to serve as Treasurer for a two year term.
- C. The Chairs of all Standing Committees shall be appointed by the President with the approval of the Board. Standing Committee Chairs shall serve two year terms and may be reappointed.

XIII. Procedures for participation in IPA Elections.

A. Procedures for the initiating the CIPS election procedures for IPA elections.

1. The ~~Secretary~~ **President (?)** shall notify the CIPS Board of the upcoming IPA elections in the month of September in the year prior to the year of the scheduled IPA election (about 9 months prior to the nomination of candidates by the Regional Nominating Committee) and again the following January (about five months prior to the nomination of candidates).

2. The President shall place all matters pertaining to the IPA election on the agenda in a manner that ensures full participation of CIPS in the IPA elections.

B. Procedures for the selection of persons to serve on the Regional Nominating Committee.

1. The CIPS Board, by majority vote, shall select one board member to represent CIPS on the Regional Nominating Committee before March 1st. This decision shall be ratified by the component societies.

2. The President of CIPS shall inform the IPA of the Board selection.

C. Procedures for the proposal of prospective nominees to the Regional Nominating Committee.

1. Insofar as IPA Rules permit only component societies and groups of ten IPA members to propose prospective nominees to the Regional Nominating Committee,

CIPS shall not act to propose prospective nominees to the Regional Nominating Committee.

2. CIPS shall respect the right of component societies and groups of ten to make their own proposals without interference from CIPS.

3. CIPS shall act to publicize IPA elections and shall encourage cooperation among societies and groups of ten to nominate and elect the most qualified individuals in CIPS. This process should begin well before the IPA call for suggestions for nominations, i.e., in the Fall (about 9 months prior to the nomination of candidates).

D. Procedures for conducting the election process.

1. CIPS shall actively facilitate the election process by:

a. Encouraging all members to be informed about the candidates and to vote in the election.

b. Providing information to component societies, including notification of the IPA schedule for distributing ballots and the deadline for the return of ballots, as well as other relevant information.

c. Publishing the position statements of candidates in the CIPS Newsletter and on the CIPS Website.

d. Inviting statements or responses to specific questions from candidates, as long as all candidates for the same position are invited to do so and all statements received are distributed to all members.

e. Encouraging component societies to host meetings with all of the candidates to acquaint its members with their positions.

~~XV. Allocation and Assignment of Seats for Special Events and Conferences. DELETE~~

~~A. When CIPS is accorded a fixed number of seats at special events, the seats shall be allocated as follows:~~

~~1. If the event is a clinical event (such as the NAPsaC-EPS or FEPAL Clinical Conference), at which participants are not required to represent their societies for the purposes of exchange of information about the society or its institute, dialogue or deliberation with regard to policy, or legislative action of any kind:~~

~~a. the method of allocating seats shall ensure equal opportunity for all qualified members to participate, without regard to the societies to which they belong;~~

~~b. qualifying criteria for selection of participants shall be developed by the Board or by the Appointments Committee at the instruction of the Board, or existing criteria shall be applied;~~

~~c. Selection of participants shall be determined by a lottery from the pool of qualified applicants.~~

~~2. If the event is one at which participants are required to represent their societies for the purposes of exchange of information about the society or its institute, dialogue or deliberation with regard to policy, or legislative action of any kind, the Board shall determine how to arrange representation with consideration given to the interests of the organization, as well as the special circumstances of the conference or event. In principle:~~

~~a. If CIPS is allocate enough seats to do so, the Board shall allocate seats to ensure representation by each component society.~~

~~b. If CIPS is allocated more than one seat, but fewer seats than the number of component societies, the Board shall promote equal representation by rotation of appointments between CIPS component societies, or by lottery, or by other means to be determined by the Board.~~

~~XVI. Procedures governing CIPS participation in NAPSAC. DELETE~~

~~A. The CIPS delegation shall determine its vote by consensus.~~

~~1. The CIPS delegation to the NAPsaC Board shall vote in favor of a motion that has been made only when there is consensus on the delegation with respect to the motion in question. In the event that the CIPS societies or the CIPS delegation is divided with respect to a motion that has been made, the CIPS delegation shall vote against the motion.~~

~~2. The CIPS delegation shall introduce motions to the NAPsaC Board only when there is a consensus in support of the motion. When any component society of CIPS, or any member of the CIPS delegation to the NAPsaC Board, objects to a proposed motion, CIPS representatives shall refrain from introducing that motion.~~

XIV. CIPS Policies.

A. Policy regarding state licensing of Psychoanalysis

1. CIPS shall support the promotion of responsible licensing legislation for psychoanalysis in accordance with acceptable standards for training and practice and shall oppose legislation that is at variance with these standards.
2. CIPS shall support the efforts of local psychoanalytic societies to engage in public information and advocacy (lobbying) to promote responsible licensing legislation for psychoanalysis in accordance with acceptable standards, and to oppose licensing legislation for psychoanalysis that is at variance with these standards.
3. CIPS shall encourage psychoanalytic societies within states to organize state psychoanalytic confederations for the purpose of monitoring state legislation and acting in concert to protect and promote responsible psychoanalytic practice within their respective states.

B. Policy regarding patient privacy rights

1. CIPS affirms and supports the principle that communications between patient and analyst must be private and confidential. CIPS recognizes that the confidentiality of communications between patients and analysts, including the privacy of patient records, are prerequisite conditions for the conduct of psychoanalysis and psychotherapy.
2. CIPS affirms and supports the position that the disclosure of patient information to third parties must therefore be subject to explicit patient consent or be warranted by exceptional circumstances, as when disclosure is necessary to protect the life and safety of the patient.
3. CIPS recognizes that any legislation or public policy that poses an unwarranted threat to the privacy of the analytic relationship constitutes a threat to the viability of psychoanalysis as a profession.
4. Therefore, CIPS shall act, through its board and its committees, both independently and in concert with other groups, to protect and promote the confidentiality of patient-analyst communications and the privacy of patient records by means of public education and advocacy in support of legislation and public policies that promote patient privacy rights and in opposition to legislation and public policies that threaten patient privacy rights.

~~Addendum A: Qualifying criteria and procedures for selecting participants for the EPF-NAPsaC **FEPAL** Clinical Conferences: DELETE~~

~~A. Participants in the EPF—NAPsaC **FEPAL** Clinical Conference shall be selected by CIPS in accordance with the following criteria:~~

- ~~1. A minimum of five years experience as an IPA analyst.~~
- ~~2. At least one case now being see in psychoanalysis at least four times per week.~~

~~B. CIPS members shall be notified of the EPF-NAPsaC **FEPAL** Conference at the earliest possible date. Notification shall include information regarding the allocation of seats, criteria for selection, and assignment of seats.~~

- ~~1. Members who are interested in attending the conference shall be requested to signify their interest by an appropriate date.~~
- ~~2. If the number of applications exceeds the supply of available seats, assignment of seats shall be conducted by lottery. Those who are not assigned seats shall be designated as “alternates” in the event of cancellations.~~
- ~~3. If additional seats remain after the initial applications are received, additional notification shall be distributed to CIPS members, with subsequent applicants assigned seats in the order in which they apply.~~

XV. ADD CIPS CERTIFICATION PROGRAM PROCEDURE CODE HERE.

APPENDIX B

Education Committee Meeting Minutes December 6, 2016

Members:

Director of Training-Dana Blue
Progression-Judy Eekhoff
Curriculum-Barb Sewell
Admissions-Maxine Nelson

Candidates-Dave Parnes
Recording Secretary-
Connie Sais

Present: Dana Blue, Judy Eekhoff, Barb Sewell, Dave Parnes, Connie Sais

Absent: Maxine Nelson

The meeting was called to order by Dana Blue at 7:30pm

I. The November minutes were approved.

II. Announcements (Dana)

- The NPSI holiday party for faculty will be held on Saturday December 10, 2016.
- Adriana Prengler has accepted the position of Chair for the Special Events Committee. Adriana will develop and coordinate NPSI's scientific meeting, among other events.
- The Executive Committee has decided that NPSI Candidates will be able to attend the scientific meetings pro bono. In addition, there will be one or two spots for community members who wish to volunteer for special events as a work exchange.
- There will be a full membership meeting January 11, 2017 to discuss inclusion of academic candidates in NPSI training programs.

IV. New Business (Dana)

The EC discussed our PEP-Web subscription. Due to our membership in the Confederation of Independent Psychoanalytic Societies, (CIPS), NPSI candidates can join PEP for a subsidized rate via IPSO. Subscriptions are added to the annual membership dues, and the EC decided that all new candidates ought to be informed of this membership at orientation. The pre-didactic candidates will be brought up to speed on this policy.

Action items: Dana and Dave will inform the board and pre-didactic candidates of the timing of incorporating new candidates in our PEP-Web subscription.

V. Continuing Business (Dana)

A. Policy & Procedure Manual

The EC discussed the continued development and specifically the purpose of a policy and procedure manual. A P&P will be valuable for decision making and will act as part of NPSI's historical record. Dana suggested that we find time to meet as a group in a kind of retreat format.

IV. Committee Reports

A. Admissions

The admissions report will be deferred until next month.

B. Candidates (Dave)

To accommodate the pre-didactic candidates the monthly meeting has been changed from the second Friday of the month to the third Friday. Julie Hendrickson has transitioned out of the position of candidate representative. Becky McGuire has accepted the position of candidate representative to the NPSI Board.

C. Curriculum (Barb)

The EC discussed two new course offerings, The Contemporary Kleinians and French Psychoanalysis. These courses will be offered by NPSI faculty each for six weeks of a twelve week term. Curriculum is reviewing completed course evaluations, and looking at seminar attendance a topic that yielded a lively discussion about methods of working with absences, particularly in the clinical seminars. The EC also discussed offering a faculty honorarium as an incentive to teach, including different ways this could be accomplished, i.e., a flat fee, a fee split, per hour or by course type. Dana noted that this idea is in line with the creation of freestanding committee budgets, which will underlie the EC budget overall.

Action items: Dana will take these issues to the board for discussion, and Barb's committee will continue its work.

D. Progression (Judy)

The candidates continue to progress and respond well to one on one contacts. The PC recommended hosting a TA potluck, and the discussion of candidate attendance in seminars was also taken up in the area of progression.

Action item: The attendance policy will be reviewed with the faculty and candidate cohort. The attendance policy will be placed on the course syllabus including what occurs as a result of absences. Judy will organize a TA meeting.

E. Psychoanalytic Psychotherapy (Dana)

The psychoanalytic psychotherapy report will be deferred until next month.

F. Training Analyst Committee

In the absence of a current TA committee chair, a report is not forthcoming.

Meeting Adjourned at 9:00 pm

Next meeting: January 3, 2017 7:30-9 pm at NPSI

Respectfully submitted,

Connie Sais, Recording Secretary

Dana Blue, Editor