

**BYLAWS OF THE  
AMERICAN SOCIETY FOR ADOLESCENT PSYCHIATRY**

As Amended, March 24, 2013

**TABLE OF CONTENTS**

<b>ARTICLE I NAME .....</b>	<b>2</b>
<b>ARTICLE II ASAP PURPOSES .....</b>	<b>2</b>
<b>ARTICLE III MEMBERSHIP .....</b>	<b>2</b>
3.1 General Requirements .....	2
3.2 Regular Members .....	3
3.3 Associate Members .....	3
3.4 Honorary Members .....	4
3.5 Life Members .....	4
3.6 Members-in-Training .....	4
3.7 Institutional Members .....	5
3.8 Fellows .....	5
3.9 Annual Membership Business Meeting .....	6
3.10 Ethical Complaints .....	7
<b>ARTICLE IV CONSTITUENT SOCIETIES AND GROUPS .....</b>	<b>7</b>
4.1 Organizational Structure .....	7
4.2 Constituent Regional Societies .....	7
<b>ARTICLE V GOVERNING BOARD .....</b>	<b>8</b>
5.1 Purpose .....	8
The Governing Board is ASAP's governing body. ....	8
5.2 Composition .....	8
5.2.1. Voting Members .....	8
5.3 Powers and Functions .....	9
5.4 Governing Board Meetings .....	10
<b>ARTICLE VI. OFFICERS .....</b>	<b>10</b>
6.1 Officers and Elections .....	10
6.2 Duties of the President .....	11
6.3 Duties of the President-Elect .....	11
6.4 Duties of the Vice-President .....	12
6.5 Duties of the Secretary .....	12
6.6 Duties of the Treasurer .....	12
6.7 Duties of the Board Members-at-Large .....	13
6.8 Continuing Medical Education (CME) Officer and Assistant CME Officer .....	13
6.9 Vacancies in Office .....	13
<b>ARTICLE VII. EXECUTIVE COMMITTEE .....</b>	<b>13</b>
7.1 Membership .....	14
7.2 Duties .....	14
<b>ARTICLE VIII. COUNCIL ON CERTIFICATION (A-BAP) .....</b>	<b>14</b>
<b>ARTICLE IX. COMMITTEES .....</b>	<b>15</b>
9.1 Committees .....	15
9.3 Establishing and Discontinuing Committees .....	15
<b>ARTICLE X. FINANCES .....</b>	<b>15</b>

10.1	Dues .....	15
10.2	Failure to Pay Dues.....	15
10.3	Dues Year.....	15
10.4	Fiscal Year.....	16
10.5	Acceptance of Other Funds.....	16
<b>ARTICLE XI. AMENDMENTS .....</b>		<b>16</b>
11.1	Proposal of Amendments .....	16
11.2	Voting on the Proposed Amendment .....	16
11.3	Submission of Approved Amendments to ASAP Membership.....	16
<b>ARTICLE XII. ADOPTION.....</b>		<b>17</b>
12.1	Adoption Process.....	17
12.2	Effective Date.....	17

**BYLAWS OF THE  
AMERICAN SOCIETY FOR ADOLESCENT PSYCHIATRY**

**ARTICLE I NAME**

The name of the organization shall be the AMERICAN SOCIETY FOR ADOLESCENT PSYCHIATRY. The abbreviation of the name shall be ASAP.

**ARTICLE II ASAP PURPOSES**

The purpose of ASAP is to:

- To provide a national forum for the enhancement and dissemination of the knowledge and skills of physicians and mental health professionals, through local, regional, and national educational and scientific programs;
- To support the publication of clinical and scientific materials related to adolescent mental health and adolescent psychiatry; and
- To initiate efforts and to cooperate with other organizations on behalf of adolescents' mental health.

**ARTICLE III MEMBERSHIP**

**3.1 GENERAL REQUIREMENTS**

3.1.1. Categories of ASAP Membership

- a. Regular Members
- b. Associate Members
- c. Honorary Members
- d. Life Members
- e. Members-in-Training

f. Institutional Members

3.1.2. Except for Associate and Honorary Members, every ASAP Member must be:

- a. a member of the American Psychiatric Association (APA) or a member of the Canadian Psychiatric Association (CPA) and not be ineligible for membership in the other, except by reason of domicile or residence; or
- b. be eligible for membership in the APA or CPA, and not ineligible for membership in the CPA or APA, except by reason of domicile of residence

3.1.3. As used in these Bylaws, the term "ASAP Member(s)" refers to person(s) who are regular, associate, honorary, or life members, or members-in-training; and Institutional Members shall designate themselves as "Institutional Members of ASAP."

**3.2. REGULAR MEMBERS**

3.2.1. Any person who is a psychiatrist meeting the general requirements in Section 3.1.1 of this Article may apply for Regular Membership. Applications for Regular Membership shall be referred to the Membership Committee. If there is a Regional Society in the area where the applicant resides and/or practices, the recommendations of the Regional Society shall be requested.

3.2.2. Admission to Regular Membership in ASAP shall occur when the applicant is:

- a. provided with an application developed by the Membership Committee;
- b. recommended for approval by the Membership Committee as having met the qualifications for membership established by these Bylaws and the Governing Board; & approved by the Executive Committee.

3.2.3. Regular Members shall have all the rights and privileges of membership, including the right to vote, serve on ASAP Councils and Committees, and hold national office in ASAP.

3.2.4. Regular Members shall pay dues in the amount determined by the Governing Board.

**3.3. ASSOCIATE MEMBERS<sup>1</sup>**

3.3.1 An Associate Member shall be a person with education, training, and a post-baccalaureate degree in a mental health or related field.

3.3.2 This includes psychologists, social workers, nurses, physician extenders, counselors, non-psychiatrist physicians, and other disciplines as approved by the Governing Board from time to time.

3.3.3 An Associate Member shall be:

- a. licensed to practice in their field; or
- b. a faculty member of an accredited academic institution; or
- c. determined by the Governing Board to have commensurate standing (e.g., through research or publications).

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<sup>1</sup> Amended on October 6, 2007, to provide for Associate Members.

3.3.4 Applications for Associate Membership shall be referred to the Membership Committee. If there is a Regional Society in the area where the applicant resides and/or practices, the recommendations of the Regional Society shall be requested.

3.3.5 Admission to Associate Membership in ASAP shall occur when the applicant has:

- a. completed an application developed by the Membership Committee;
- b. been recommended for approval by the Membership Committee as having met the qualifications for membership established by these Bylaws and the Governing Board; and
- c. been approved by the Executive Committee.

3.3.6 An Associate Member must be a member of his/her discipline's national organization or is not ineligible for membership.

3.3.7 Associate Members are eligible to participate in all ASAP Councils and Committees, but do not have the right to vote or hold national office in ASAP

### **3.4 HONORARY MEMBERS**

3.4.1. An Honorary Member shall be a psychiatrist, physician, or non-psychiatric mental health professional who has made outstanding contributions to adolescent psychiatry. An invitation to be an Honorary Member shall be approved by the Governing Board.

3.4.2. Honorary Members shall not hold office nor pay dues. An Honorary Member does not receive the publications of the Society except by subscription.

### **3.5 LIFE MEMBERS**

3.5.1. Life Members are those whose years of membership in ASAP, plus age at the start of the fiscal year, equals or is greater than 95. Attainment of Life status shall be upon the Membership Committee's certification that the member has met the foregoing criteria. Life Members are recognized by the conferral of an appropriate certificate.

3.5.2 Life Members are exempt from all except 60% of the relevant ASAP Regular Member dues. Life Members will receive all ASAP publications. Life Members will also be eligible for conference registration rates of 75% the regular ASAP membership charge.

### **3.6 MEMBERS-IN-TRAINING**

3.6.1 A Member-in-Training shall be a physician who has completed at least one year of an accredited residency in psychiatry and who meets the general requirements for membership in Section 3.1 of this Article (except the APA or CPA membership or eligibility shall be for membership-in-training rather than for regular membership).

3.6.2. There is no Member-in-Training category for Associate Members.

3.6.3. Dues for a Member-in-Training shall be 20% of ASAP Regular Member dues, unless the person desires to receive the Annals in which case they shall be 60% of ASAP Regular Member dues.

### **3.7                    *INSTITUTIONAL MEMBERS***

3.7.1. There shall be a category named "ASAP Institutional Member," and those admitted to ASAP membership in this category shall be entitled to designate themselves as "ASAP Institutional Members."

8.5.3 Any psychiatric facility serving adolescents may apply to be an Institutional Member.

8.5.4 Such institutions shall be:

- a. Accredited by the Joint Commission on Accreditation of Healthcare Organizations (JCAHO),
- b. Have a Medical Director who is an Individual Member in good standing of ASAP,
- c. Be eligible for membership in the National Association for Psychiatric Treatment Centers for Children (NAPTCC), and/or the American Association for Children's Residential Centers (AACRC), and
- d. Be sponsored by an ASAP Individual Member.

3.7.3. Admission to institutional membership shall be by:

- a. Submission of an application for institutional membership to the Membership Committee;
- b. Membership Committee certification that the applicant meets the criteria and recommendation to the Governing Board for approval; and
- c. Approval of membership by the Governing Board.

3.7.4. An application fee and annual dues shall be assessed in the amount determined by the Governing Board .

3.7.5 Institutional Members shall be listed in the ASAP Newsletter and the ASAP Directory, and they will receive a copy of each ASAP publication.

3.7.6. Institutional Members shall not have the right to vote, serve on ASAP Councils and Committees, or hold national office in ASAP.

3.7.7. Removal from membership shall occur if the institution no longer meets the requirements for Institutional Membership (e.g., loss of licensure or accreditation) or for non-payment of annual dues.

### **3.8                    *FELLOWS***

3.8.1. To be a candidate for the honor of being an ASAP Fellow, the member must have been a member of the American Society for Adolescent Psychiatry (ASAP) for a minimum of eight years, and must have been actively involved in the affairs of ASAP, nationally or locally, through a constituent society or as a member-at-large.

- 3.8.2. Active and Life Members may be honored by election to Fellowship. A candidate for ASAP Fellowship shall be elevated on five parameters:
- a. Certification by the American Board of Psychiatry and Neurology, the Royal College of Physicians and Surgeons of Canada, the American Board of Adolescent Psychiatry, or their equivalent.
  - b. Active participation in the affairs of the community, particularly with reference to the psychiatric needs of youth.
  - c. Outstanding clinical and administrative contributions to mental health services, particularly those serving the needs of youth.
  - d. Outstanding contributions to the teaching programs of a hospital, clinical, medical school, or other academic institution, including aspects of adolescent psychiatry.
  - e. Contributions to psychiatric research and/or publications.
- 3.8.3 A candidate for ASAP Fellowship may be recommended by a constituent society, by members of the Governing Board, or upon recommendation of three ASAP Fellows.
- a. Nomination by a constituent society: The local society must thoroughly evaluate the candidate's credentials, including satisfactory completion of the Nomination for Fellowship Form and supporting letters. If the local society determines that the candidate qualifies to be a Fellow, all supporting material should be sent to the ASAP Membership Committee.
  - b. Nomination by a member of the Governing Board: The Board member should be personally familiar with the candidate's credentials, and whether he meets the criteria for fellowship, including satisfactory completion of the Nomination for Fellowship Form. If so, the Board member shall send all supporting material to the ASAP Membership Committee
  - c. An ASAP member in good standing who believes that he may meet the criteria for fellowship shall complete the Nomination for Fellowship Form, obtain letters of recommendation from at least three ASAP Fellows, and submit the Nomination for Fellowship Form, the recommendation letters, and any other supporting data to the ASAP Membership Committee.
  - d. If a nominee is a member of a constituent society, the Membership Committee shall ask the constituent society for its recommendation, and that recommendation will be taken into account in the Membership Committee deliberations.
  - e. In all cases, the Membership Committee will review the credentials and make a recommendation at the next Governing Board Meeting. Election to Fellowship shall be made by a two-thirds majority vote of the Governing Board.

### **3.9 ANNUAL MEMBERSHIP BUSINESS MEETING<sup>2</sup>**

8.5.3. There shall be an annual business meeting for all members.

8.5.4. The Governing Board shall schedule all membership meetings, as required in Section 5.3.6.

8.5.5. While all ASAP members may attend the annual business meeting, only Regular, Life, and Fellow Members are entitled to vote.

3.9.4. The annual Membership Business meeting may be held in conjunction with a Governing Board meeting, immediately before or after.

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<sup>2</sup> Section 3.9 "Membership Business Meeting" amended March 30, 2008 to differentiate it from the Governing Board

### **3.10 ETHICAL COMPLAINTS**

- 3.10.1. Any complaint made to ASAP, to any ASAP officer, ASAP component, or to a Constituent Regional Society, containing allegations that an ASAP member acted in an unethical or unprofessional manner, must be in writing and signed by the complainant. Any such complaint made to a Constituent Regional Society shall be forwarded to ASAP for action pursuant to this Section.
- 3.10.2. All such complaints shall be handled by the Governing Board in the following manner:
- a. The complainant shall be informed of whether the member belongs to the national professional organization for his/her discipline. In the event that the member belongs to that organization, the complainant shall be informed of how to report his or her allegations to that organization. If the ASAP member does not belong to that organization, then the complainant shall be informed of how to report his or her allegations to the licensing body having jurisdiction over the ASAP member.
  - b. For complaints regarding Associate Members, complainants shall be informed of the Associate Members' membership in their respective professional organization.
  - c. If the complaint is about an Institutional Member, the complainant shall be promptly informed of whether the member belongs to NAPITCC or AACRC. In the event that the Institutional Member belongs to either organization, the complainant shall be informed of how to report his or her allegations to the organizations. If the ASAP Institution Member does not belong to one of these organizations, then the complainant shall be informed of how to report his or her allegations to the state licensing body with jurisdiction over the ASAP Institutional Member.
- 3.10.3. The ASAP Individual or Institutional Member named in the complaint shall be promptly notified that a complaint was received, of the substance of the allegations, and the recommendation made to the complainant.

## **ARTICLE IV CONSTITUENT SOCIETIES AND GROUPS**

### **4.1 ORGANIZATIONAL STRUCTURE**

- 4.1.1. Historically, ASAP was a confederation of constituent societies.
- 4.1.2. ASAP is now an organization of members, as defined in Article III, above. Members may be organized into constituent societies or groups.

### **4.2 CONSTITUENT REGIONAL SOCIETIES**

- 4.2.1. To be designated a Constituent Regional Society, a group must meet the following requirements:
- a. have at least ten ASAP individual members from a defined geographic region;
  - b. have aims and purposes consistent with those of ASAP;
  - c. have Bylaws approved by the Governing Board of ASAP
  - d. as meeting the requirements for admission into ASAP;

- e. be voted into membership by a two-thirds vote of the Governing Board; and agree to participate in the ASAP Governing Board, in accord with these Bylaws.

4.2.2. To maintain participation in ASAP as a Constituent Regional Society, the Regional Society shall:

- a. continue to meet the provisions of these Bylaws as outlined in Section 4.2.1.
- b. have any changes to the Regional Society Bylaws approved by the Governing Board of ASAP and be kept on file at the ASAP Office;
- c. have voting members and officers who are psychiatrists;
- d. continue to have at least ten ASAP individual members from their defined geographic region; and
- e. continue to participate in the ASAP Governing Board in accord with these Bylaws.

4.2.3. A Constituent Regional Society may be suspended or expelled for due cause by a two-thirds vote of the Governing Board. (This is at the Governing Board's discretion.)

4.2.4. A Constituent Regional Society may resign at any time but shall not be relieved from its obligations to pay its share of any expenses for which ASAP has been committed prior to its withdrawal.

## **ARTICLE V GOVERNING BOARD**

### **5.1 PURPOSE**

The Governing Board is ASAP's governing body.

### **5.2 COMPOSITION<sup>3</sup>**

#### 5.2.1. Voting Members

- a. Elected Officers
  - (1) President
  - (2) President-Elect
  - (3) Vice President
  - (4) Secretary
  - (5) Treasurer
  - (6) Four Members-at-Large
- b. Constituent Society Delegates

One delegate from each Society that has ten or more members 90 days prior to the annual business meeting. The President of the Constituent Society or his/her designee shall be the Constituent Society's member on the Governing Board. Each shall serve until a successor has been designated.
- c. Past Presidents
  - (1) Penultimate Past President
  - (2) Immediate Past President

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<sup>3</sup> Amended on March 30, 2008 for clarity



## 5.2.2. Non-voting Members

- a. Appointed Chairs of all committees
- b. Editors
  - (1.) Annals of Adolescent Psychiatry
  - (2.) ASAP Newsletter
- c. Continuing Medical Education (CME) Officer
- d. Former Past Presidents
- e. Committee Chairs
- f. Liaison Officers

## **5.3 POWERS AND FUNCTIONS**

- 5.3.1. Set policy, aims, and goals
- 5.3.2. Define and regulate the relationships among ASAP, Constituent Regional Societies, Constituent Groups, and members.
- 5.3.3. Vote upon the admission of new Constituent Regional Societies and Constituent Groups;
- 5.3.4. Hold elections of ASAP Officers;
- 5.3.5. Instruct and review actions of its Executive Committee;
- 5.3.6. Set time and place of Annual Meetings and Special Meetings in conjunction with the President and Executive Committee;
- 5.3.7. Set the amount of dues and assessments upon the recommendation of the Treasurer and Executive Committee;
- 5.3.8. Oversee the operations of the Annals of Adolescent Psychiatry, the ASAP Website, the ASAP Newsletter, and other ASAP publications in conjunction with the Editors;
- 5.3.9. Take action to suspend or expel a Constituent Regional Society or Group, to drop an ASAP Member, the latter on account of loss of eligibility for membership;
- 5.3.10. Shall meet at least once annually in open meetings with the unit vote, as defined in this Article, Section 5.4.4; having given each Constituent Regional Society, Constituent Group, and the membership as a whole advance notice of meeting time and place, and having solicited agenda items from each Society, Group, and the membership.
- 5.3.11. Shall review and ratify or nullify all actions of the Executive Committee.
- 5.3.12. Amend these Bylaws in accordance with the procedures outlined in Article XI;
- 5.3.13. Perform all other duties of a governing body.

## **5.4 GOVERNING BOARD MEETINGS**

- 5.4.1. Advance notice of the date, time, and place of a meeting shall be given each member of the Governing Board. This information shall also be given in advance to all ASAP members. The Secretary will send the agenda and committee reports to all members 30 days before the meeting. This notice may be sent by the United States Postal Service, by e-mail, by publication in the Newsletter, and/or by posting on the ASAP Website,
- 5.4.2. Meetings shall be presided over by the President. In his/her absence, the President-Elect or the next ranking officer present shall preside.
- 5.4.3. A quorum shall consist of a 25% representation of the voting members.
- 5.4.4. Each member shall be entitled to cast only one vote, even if he or she holds more than one position. A tie vote means that a motion has failed since the President will have already cast his/her vote, and a simple majority is needed to pass a motion.
- 5.4.5. Unless otherwise stated in these Bylaws, a simple majority vote is required to carry a motion or resolution.
- 5.4.6. If a voting member is absent, he may cast a vote by written proxy by delivery of instructions on a specific issue to the ASAP Secretary.
- 5.4.7. All meetings of the Governing Board may be attended by any ASAP member without vote, except for any portion of a meeting in which personnel issues or the ethics of a particular ASAP member/applicant are discussed.
- 5.4.8. Special meetings may be called pursuant to Section 5.4.1, above.
- 5.4.9. The President may, upon the approval of the Executive Committee, have a written or electronic ballot on specific issues, without convening a meeting, with a majority and quorum for the purposes of the vote being the same as otherwise stated in these Bylaws.

## **ARTICLE VI. OFFICERS**

### **6.1 OFFICERS AND ELECTIONS<sup>4</sup>**

- 6.1.1. Elected officers of ASAP shall be: a President, a President-Elect, a Vice President, a Secretary, a Treasurer, and two Governing Board Members at Large.
- 6.1.2. Individual ASAP members present at the annual business meeting elect national officers.
- 6.1.3. Any ASAP member in good standing is eligible to be a candidate for office, including re-election, unless prohibited by these Bylaws.
- 6.1.4. Elections are held annually.
  - a. Annual elections shall be held for the President-Elect and the Vice President.

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<sup>4</sup> Amended March 18, 2006 to clarify nomination and election process.

- b. Biannual (every two-years) elections shall be held for the Secretary, Treasurer, and two of the Governing Board Members-at-Large. The Secretary and Treasurer shall be elected on alternate years. Two of the four Members-at-Large shall be elected every two years, and the other two shall be elected on alternate years.
- c. The President-Elect becomes President at the end of his term of office; therefore, there is no specific vote for President.

6.1.5. The Nominating Committee (See Bylaws Section 9.1.1) shall present its slate of nominees to the Governing Board (for information only) and the national office at least 100 days before the date of the annual meeting.

6.1.6. At least 90 days before the date of the annual business meeting, the national office shall notify the membership of the Nominating Committee's slate, the petition process for nominating additional candidates for office, and the election schedule.

6.1.7. Additional candidates for any office may be nominated by petition of at least ten members in good standing. The petition shall be sent to the ASAP office by registered mail, for receipt no later than 60 days before the election date. The Governing Board may promulgate specific rules by which the candidates may campaign for office.

6.1.8. The ASAP office shall distribute information about the election process and about each candidate to the entire ASAP membership, at least 35 days before the business meeting. They may be sent by the United States Postal Service, by e-mail, by publication in the Newsletter, and/or by posting on the ASAP Website,

6.1.9. Each officer shall be elected by a plurality of ASAP members present at the Annual Membership Business Meeting voting for the specific office.

6.1.10. Newly elected officers shall take office at the conclusion of the Annual Membership Business Meeting, and each shall serve until a successor has been duly elected, qualified, and entitled to take office.

## **6.2                    *DUTIES OF THE PRESIDENT***

6.1.1. Preside over meetings of the Governing Board and the Executive Committee;

6.2.2. Appoint the chairs and membership of all Ad Hoc Committees and Liaison Officers in consultation with the Executive Committee;

6.2.3. Implement and carry out the functions of the organization within guidelines established by the Governing Board and shall be accountable to the Governing Board;

6.2.4. May delegate specific tasks to members of the Governing Board, E.g., coordination of Committees and Liaison Officers.

## **6.3                    *DUTIES OF THE PRESIDENT-ELECT***

6.3.1. The President-Elect shall automatically succeed the President at the conclusion of the term of office. If a vacancy should arise in the Office of President during the term, the

President-Elect would assume the duties of President for the remainder of the term and would then serve a full term as President.

6.3.2. The President-Elect shall assist the President in whatever duties the President shall assign.

6.3.3. During the absence or disability of the President, the President-Elect shall exercise the duties of the President.

6.3.4. The President-Elect shall serve as the Program Committee Chair for the Annual Meeting to be held at the end of his term of office.

#### **6.4                    *DUTIES OF THE VICE-PRESIDENT***

6.4.1. The Vice-President shall assist the President in carrying out the major functions of ASAP.

6.4.2. The Vice-President shall be elected for a one-year term.

6.4.3. The Vice-President shall be a member of the Programs Committee during his term in office.

#### **6.5                    *DUTIES OF THE SECRETARY***

6.5.1. The Secretary shall be elected for a two-year term of office, in alternate years with the Treasurer.

6.5.2. The Secretary shall supervise the keeping of the records of the meetings, the issuance of notices of Meetings, and the solicitation of agenda items; and shall oversee the maintenance and updating of the Bylaws

6.5.3. The Secretary shall perform the usual duties of a Secretary of an organization under the supervision of the President and the Governing Board.

#### **6.6                    *DUTIES OF THE TREASURER***

6.6.1. Supervise the collection of dues and assessments by the ASAP Executive Director.

6.6.2. Supervise the deposits and investment of ASAP funds by the ASAP Executive Director, subject to the approval of the ASAP President and Governing Board;

6.6.3. Prepare an annual budget and present it to the Governing Board for its approval at least 60 days before the beginning of the fiscal year.

6.6.4. Make recommendations for changes in dues structure and assessments when necessary.

6.6.5. Supervise the payment of bills properly rendered to the corporation.

6.6.6. Perform the usual duties of a Treasurer of a corporation under the supervision of the President and the Governing Board.

6.6.7. Supervise the financial duties of the Executive Director and any other persons employed by the organization.

**6.7**                    ***DUTIES OF THE BOARD MEMBERS-AT-LARGE***

6.7.1. Assist in the deliberations of the Governing Board

6.7.2. May succeed self in office.

**6.8**                    ***CONTINUING MEDICAL EDUCATION (CME) OFFICER AND ASSISTANT CME OFFICER***

6.8.1. Shall be appointed by the President for annual terms.

6.8.2. Shall be responsible for coordinating with any organization providing continuing medical education credit for ASAP scientific programs under Accreditation Council for Continuing Medical Education (ACCME) standards.

6.8.3. Shall have responsibility for performing duties necessary for the planning and evaluation of all medical education sponsored by the Society

6.8.4. Shall maintain necessary records required for accreditation of the program.

6.8.5. Shall be members of the Annual Program Committee and of the Permanent Program Committee.

6.8.6. May succeed him/herself in office.

**6.9**                    ***VACANCIES IN OFFICE***

6.9.1. In the event of a vacancy in the Office of the President, the President-Elect shall succeed and assume all the duties of the President. A President-Elect who has completed his predecessor's term as President may continue as President during the following year when he was to be President. The Office of the President-Elect shall then be filled at the next Election of Officers.

6.9.2. In the event of a vacancy in any office other than the President, the vacancy shall be filled by a majority vote of the Governing Board. This vote may occur at a meeting, by mail, or electronically. The Governing Board shall appoint any ASAP member to fill the vacancy until the next regular Election of Officers.

6.9.3. In the event of incapacity or the non-performance of required duties and assignments, officers may be asked to resign or may be removed from office by action of the Governing Board with a 2/3 vote subject to a special quorum requirement of 2/3 of the voting members of the Governing Board.

**ARTICLE VII.            EXECUTIVE COMMITTEE**

**7.1 MEMBERSHIP**

The Executive Committee (of the Governing Board) shall consist of seven officers: the President, President-Elect, Vice President, Secretary, Treasurer, Immediate Past President, and Penultimate Past President.<sup>5</sup>

**7.2 DUTIES**

- 7.2.1. implementation of the mandates and recommendations of the Governing Board;
- 7.2.2. provide consultation to the President on appointments to Committees and other positions;
- 7.2.3. review of existing policies for consideration by the Governing Board;
- 7.2.4. review agenda and have input into agenda for meetings of the Governing Board;
- 7.2.5. assist the President in carrying out interim and emergency functions of ASAP between meetings of the Governing Board, subject to review and ratification by the Governing Board;
- 7.2.6. meet at the discretion of the President or at the request of a majority of the Executive Committee; and
- 7.2.7. fill vacancies in certain offices as outlined in Section 6.9.

**ARTICLE VIII. COUNCIL ON CERTIFICATION IN ADOLESCENT PSYCHIATRY**

- 8.1 The Council on Certification in Adolescent Psychiatry is the successor organization to the American Board of Adolescent Psychiatry (ABAP).
- 8.2 The Council is responsible for developing and administering certification and recertification examinations in Adolescent Psychiatry.
- 8.3 The Council maintains all ABAP records and provides confirmation of certification in Adolescent Psychiatry upon request.
- 8.4 The Council consists of at least five ASAP members who shall be known as directors of the “ASAP Board of Adolescent Psychiatry (A-BAP).” They are responsible for the creation and administration of examinations that will (a) evaluate a psychiatrist’s knowledge and ability to evaluate and treat adolescents, and (b) certify competence in evaluation and treatment of adolescents.
- 8.5 The ASAP President shall appoint the five A-BAP Directors, after consultation with the ASAP Governing Board. Initially, the five directors shall be appointed for one-, two-, three-, four-, and five-year terms. Subsequently, when a director’s term expires, each new A-BAP appointment will be for a full five-year term. Directors may be re-appointed to succeed

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themselves. If a director is unable to complete his or her term, the ASAP President shall appoint another individual to serve the remainder of that term.

8.6 The ASAP President shall appoint one of the A-BAP directors to serve as the Council Chair. The Council Chair will also serve as the A-BAP presiding officer.

8.7 The ASAP President may appoint additional ASAP members to the Council on Certification in Adolescent Psychiatry to serve as non-voting consultants and advisors to the five A-BAP directors.

8.8 The ASAP President and CME Officer shall serve as non-voting ex-officio members of the Council if they aren't already serving as A-BAP directors.

8.9 The Council Chairperson is an ex-officio member of the ASAP Governing Board.

8.10 Continuity: ASAP is committed to ensuring the integrity of the original ABAP certification process and to provide those individuals who have been certified by ABAP the opportunity to be recertified in adolescent psychiatry, at least through 2013. In order to accomplish that, the Council may continue to exist to fulfill that responsibility, even if ASAP itself is reorganized or dissolved. The Council is therefore a semi-autonomous organization within ASAP, under the ASAP Governing Board, with its own Bylaws.

## **ARTICLE IX. COMMITTEES**

### **9.1 AD HOC COMMITTEES**

The President shall appoint as many Committees as are needed to implement the purposes and functions of ASAP.

### **9.2 ESTABLISHING AND DISCONTINUING COMMITTEES**

The President and Governing Board, pursuant to these Bylaws, are empowered to appoint, abolish, and/or reorganize the Committees.

## **ARTICLE X. FINANCES**

### **10.1 DUES**

Each ASAP member will pay dues as determined by the Governing Board. The Governing Board will determine the amount of dues and assessments upon the recommendation of the Treasurer and the Executive Committee.

### **10.2 FAILURE TO PAY DUES**

Any ASAP member failing to pay dues and assessment within one year will be dropped from membership.

**10.3 DUES YEAR**

The dues year shall begin on January 1 and end on December 31 of each calendar year.

**10.4 FISCAL YEAR**

The fiscal year shall be the same as the dues year.

**10.5 ACCEPTANCE OF OTHER FUNDS**

ASAP shall have the power to solicit and accept funds from foundations or other sources for such projects as the Governing Board may deem advisable.

**ARTICLE XI. AMENDMENTS**

**11.1 PROPOSAL OF AMENDMENTS**

11.1.1. A proposed amendment may be offered by:

- a. a petition signed by at least twenty (20) members in good standing,
- b. any Constituent Society,
- c. any Constituent Group,
- e. a Member of the Governing Board,
- f. the Executive Committee, or
- g. a duly designated Bylaws Committee

11.1.2. Anyone proposing an amendment shall submit it in writing to the Chair of the Bylaws Committee. The Committee shall review the wording and make changes only so phrasing is consistent with the existing Bylaws. Any changes must be approved by the individual or group submitting the amendment.

11.1.3. The Bylaws Committee will discuss the proposed amendment and, with input from the individual or group submitting the proposal, shall submit the proposal to the Governing Board at least thirty (30) days before it votes with the following information:

- a. the proposed amendment,
- b. a statement in support of the amendment,
- c. a statement in opposition to the amendment, and
- d. a recommendation for action by the Governing Board.

11.1.4. The proposal may be transmitted in writing by USPS mail, Fax, and/or E-Mail.

**11.2 VOTING ON THE PROPOSED AMENDMENT**

11.2.1. Voting may be in person, by telephone conference, and/or electronically.<sup>6</sup>

11.2.2. The Governing Board must approve an amendment by a two-thirds majority vote of those Board Members voting.

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<sup>6</sup> Amended on March 30, 2008 to clarify the processes of voting.



**11.3 SUBMISSION OF APPROVED AMENDMENTS TO ASAP MEMBERSHIP**

- 11.3.1. Unless waived unanimously by the Governing Board, the amendment shall be submitted to all voting members of the ASAP within thirty (30) days of the Governing Board's approval.<sup>7</sup>
- 11.3.2. In addition to the amendment, the Bylaws Committee statements in support and in opposition to the amendment, and the Bylaws Committee recommendation to the Governing Board shall be included.
- 11.3.3. The ASAP President may also include a statement on behalf of the Governing Board.
- 11.3.4. The Membership shall be asked to endorse or nullify the Governing Board's approval of the amendment.
- 11.4.5. For the Governing Board's action to be nullified, the vote shall:
- a. have at least thirty percent (30%) of the active membership voting, and
  - b. at least two-thirds of the numbers of votes cast to nullify the Governing Board action.

**ARTICLE XII. ADOPTION**

**12.1 ADOPTION PROCESS**

These Bylaws shall be adopted when approved according to the existing provisions to amend the Bylaws.

**12.2 EFFECTIVE DATE**

These Bylaws shall be effective as soon as a motion to accept the amendments is passed by the House of Delegates and announced by the presiding officer.

**BYLAWS HISTORY:** Adopted: January 1, 2005;  
Amended: March 18, 2006; March 1, 2007; October 6, 2007; March 30, 2008 and March 24, 2013

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<sup>7</sup> Amended on March 18, 2006 to allow minor changes in Bylaws without immediate membership vote.

