



AMERICAN PSYCHOLOGICAL ASSOCIATION

BOARD OF DIRECTORS

December 11-13, 2015

APPROVED MINUTES

Board Members Present: Barry S. Anton, PhD, ABPP; Susan H. McDaniel, PhD, ABPP; Nadine J. Kaslow, PhD; Jennifer F. Kelly, PhD, ABPP; Bonnie Markham, PhD, PsyD; Norman B. Anderson, PhD; Linda F. Campbell, PhD; Louise A. Douce, PhD; Richard M. McGraw, PhD; Diana L. Prescott, PhD; Sandra L. Shullman, PhD; William J. Strickland, PhD; Emily Voelkel, PhD; incoming Board members Helen L. Coons, PhD, ABPP, Christine M. Jehu, PhD, Antonio E. Puente, PhD, and Frank C. Worrell, PhD ; and incoming interim CEO Cynthia D. Belar, PhD, ABPP

Council Leadership Team Observers Present: Rodney L. Lowman, PhD; Douglas C. Haldeman, PhD

Absent: None.

I. MINUTES OF THE MEETING

A.(1) The Board voted to approve the minutes of its August 4 & 6, 2015, Board of Directors meeting.

II. ELECTIONS, AWARDS, MEMBERSHIP AND HUMAN RESOURCES

A. In executive session, the Board voted to approve the following appointments/awards:

1. The Board voted to reappoint Steven F. Stanton to serve as a non-voting audit community member on the Finance Committee for a three-year term (1/1/2016-12/31/2018).
2. The Board voted to reappoint John J. McCormack and Peter M. Ramsey to serve as non-voting investment community members for a three-year term (1/1/2016-12/31/2018).
3. The Board voted to appoint Andrea Barnes, JD, PhD, to the Committee on Professional Practice and Standards for a three-year term (1/1/2016-12/31/2018).
4. The Board voted to appoint John Hagen, PhD, to the Committee on Disability Issues in Psychology for a three-year term (1/1/2016-12/31/2018).
5. The Board vote to approve Donald N. Bersoff, PhD, JD, as the recipient of the 2016 Raymond D. Fowler Award – Member.
6. The Board voted to appoint the following members to the Working Group on End of Life Issues and Care: Rebecca S. Allen, PhD, ABPP, Brian D. Carpenter, PhD, Carol J. Gill, PhD, Elizabeth Goy, PhD, Julia Kasl-Godley, PhD, Maureen Ellen Lyon, PhD, and James L. Werth, Jr. PhD. Dr. Shullman recused herself from voting on these appointments.
7. The Board voted to approve the extension of the term of service for Janet Sigal, PhD, as the APA UN/NGO main representative until December 31, 2017.
8. On its December 1, 2015, call the Board voted to approve the 2016 continuing committee appointments (Attachment A).

B. On its November 10, 2015, conference call the Board voted to appoint Cynthia D. Belar, PhD, ABPP, as the interim Chief Executive Officer (CEO) of APA for a term starting January 1, 2016, and continuing until such time that the full-term CEO is appointed. Dr. Shullman abstained from the discussion and vote of this item. Dr. Anderson recused himself from the discussion of this item.

III. ETHICS

A.(2) The Board voted to approve the following revisions to the Ethics Committee's *Rules and Procedures* (bracketed/strikethrough material to be deleted and underlined material to be added):

Part II, 8.4 Service of Documents. For purposes of notice, service shall be made by delivery [~~to the respondent or the respondent's attorney or~~] by mail or common carrier to the [~~respondent or the respondent's attorney at the respondent's or attorney's last known address. Delivery within this rule means handing the correspondence to the~~] respondent's address on file with the Association. The Ethics Committee assumes that a member has updated his or her address as needed to ensure that the current address is on file with the Association and relies on such address. Service shall also be considered made if delivered to the address of the attorney or other agent of the respondent. [or the attorney or leaving it at the respondent's office or place of abode or the attorney's office with a receptionist, secretary, clerk, or other person in charge thereof, or, if there is no one in charge, leaving it in a mailbox or a conspicuous place at that address.] Service by mail is complete upon mailing. [~~Where, after good faith efforts, the Committee has been unable to locate the respondent, it may give notice by publishing in a newspaper of general circulation in the respondent's last known place of domicile a notice to contact the Ethics Office concerning an important matter.]~~]

Part II, 5.4.2 Resignation Under Ethics Investigation. A respondent may [~~in the alternative~~] accept [~~the~~] an opportunity to resign from membership [~~with the understanding that such resignation will be deemed for all purposes a resignation~~] "under ethics investigation [~~.-~~] This opportunity is available only if, within the required number of days (60 days in Part IV automatic expulsion cases; 30 days in Part V matters) after receiving his or her first notification of the ethics matter from the APA Ethics Office, the respondent provides to the APA Ethics Office a signed, notarized]," which shall be effective upon the Committee's timely receipt of the signed affidavit indicating [~~acceptance of the opportunity to resign while under ethics investigation.]~~ such resignation. Failure to return the affidavit within [~~the relevant time period~~] 60 days after the first notification that an ethics case under Part IV has been opened or 30 days after such notification for Part V will constitute a waiver of the right to resign [~~while~~] under ethics investigation. [~~Resignation shall be effective upon the Committee's timely receipt of the signed notarized affidavit.]~~ The Association may inform a complainant, the membership through the dues notice, and anyone who requests the information from APA that the respondent has [~~so~~]

resigned under ethics investigation. (See also Part IV, Subsection 2 and Part V, Subsections 4.3.2, 5.3 and 6.1 of these Rules and Procedures.

Part IV, 1.1 Felony or Equivalent Offense. If a member has been convicted of a felony (including any felony as defined by state/provincial law and any other criminal offense with a possible term of incarceration exceeding one year) and such conviction is not under appeal, the show cause process may be used, if determined by the Chair and the Director to be appropriate. A conviction within the meaning of this section includes a conviction following a *nolo contendere*, *Alford*, or other similar plea.

B.(3) The item “Request for Funding: APA Commission on Ethics Processes” was postponed to a future Board conference call or meeting.

C. At its September 19, 2015, meeting, the Board discussed the nomination and selection process for the APA Commission on Ethics Processes. A call for nominations was distributed widely to APA listservs on September 23, 2015 (Attachment B). In executive session at its December 2015 meeting, the Board approved a preliminary list of members to be considered for service on the APA Commission on Ethics. The Board also approved expanding the Commission to fourteen members and sending a separate call for nominations for an early career psychologist member on the Commission.

IV. BOARD OF DIRECTORS

A. On its September 15, 2015, conference call, the Board voted against a motion to request that Sidley Austin waive its interests and disclose the attorney notes taken during the interviews conducted by David Hoffman and other Sidley Austin LLC attorneys in preparation of the Independent Review (“IR”) report. Drs. Anton, Forrest, Shullman and Strickland recused themselves from voting on this item. Council was informed of the Board’s decision on October 29, 2015 (Attachment C).

B. At its December 11-13, 2015, meeting, the Board postponed discussion of the remaining Board motions related to the Independent Review (IR) Report to a future Board conference call. On its January 19, 2016, call, the Board voted to finalize its remaining motions related to the IR Report. The Board’s final actions on motions related to the IR Report are included in Attachment D. Council action taken in response to the IR report and the Board’s recommendations for future Council action are also included in Attachment D.

V. DIVISIONS AND STATE AND PROVINCIAL AND TERRITORIAL ASSOCIATIONS

A.(4) The Board voted to approve funding the following eight Interdivisional Grants for 2015:

1. A Survey of Ethical Beliefs, Attitudes, and Professional Practices of Psychologists Regarding Parental Use of Spanking
2. Developing Web-Based Trauma Psychology Resources On Underserved Health Priority Populations for Public and Professional Education
3. Increasing Global Access to Evidence-Based Assessment
4. Leadership Training for Psychology Leaders in Academic Health Centers, Community Hospitals and Health Systems: Challenges, Opportunities and Strategies

5. Minority-related Chronic Stress in Adolescents: Implications for Student Learning and Mental Health Outcomes
6. Sport Hazing: Awareness, Prevention and Intervention Training
7. Thirty-five Years of Influence of the Lifespan Developmental Approach: Past, Present, Future
8. Working Group Exploring Reduction of Racial Bias among Police Officers and Healing Communities

VI. ORGANIZATION OF THE APA

A.(5) The item “Request for Funding: Task Force on Re-envisioning the Multicultural Guidelines for the 21st Century” was postponed to a future Board conference call or meeting.

B.(6) The Board voted to recommend that Council extend the expiration date for the National Standards for High School Psychology Curricula to August 2021.

VII. PUBLICATIONS AND COMMUNICATIONS

A.(6A) On its January 19, 2016, call the Board voted to recommend that Council approve the Division 53 request for authorization to publish a divisional journal, to be titled *Evidence-based Practice of Child and Adolescent Mental Health*.

VIII. CONVENTION AFFAIRS

A.(7) The Board voted to request two convention program hours from the Board of Convention Affairs and its Central Programming Group to be used for a discussion on race, facilitated by the Public Conversations Project and sponsored by the Board of Directors.

B.(8) The Board voted to approve the use of the 2016 Abatement Funds for enhancing the annual convention in Denver, Colorado as follows: \$10,000-Travel assistance to APA international affiliates from developing countries; \$20,000 –Travel assistance to Early Career Psychologists in science, education, and practice to attend the convention; \$10,000 – Family Room in Convention Center; \$15,000 – Digital Photo Booth; \$5,000 – Block of tickets for a “night of baseball”; \$15,000 – traffic promotion in the exhibit area.

C.(9) The Board voted to approve increasing the convention registration fees beginning in 2016 by \$70 for nonmembers and \$25 for nonmember full-time students resulting in an increase in the differential in fees between members and nonmembers.

D.(10) The item “Request for Funding: Board of Convention Affairs Members Attendance at Convention” was postponed to a future Board conference call or meeting.

IX. EDUCATIONAL AFFAIRS

A.(11) The Board voted to recommend that Council approve the revised Criteria for the Recognition of Organizations that Provide Certifications in Specialties and Proficiencies in Professional Psychology.

B.(12) The Board voted to recommend that Council approve the revised Recognition of Organizations that Provide Certifications in Specialties and Proficiencies in Professional Psychology: Policy and Procedures Manual.

C.(13) The Board voted to approve a new financial plan with Liaison International for PSYCAS, setting a new fee-structure of \$50 for the first application and \$35 for each additional application, with anticipated price increases through 2020 that results in \$80 for the first application and \$40 for each additional application.

D.(14) The item “Request for Funding: BEA Working Group for Developing a Mechanism to Recognize Highly Effective Psychology Departments” was postponed to a future Board conference call or meeting.

E.(15) The item “Request for Funding: Developing a Mechanism to Recognize Highly Effective Psychology Departments” was postponed to a future Board conference call or meeting.

F.(16) The item “Request for Funding: Top 20 Badges” was postponed to a future Board conference call or meeting.

G.(17) The item “Request for Funding: APA Summit on High School Psychology Education” was postponed to a future Board conference call or meeting.

H.(18) The item “Request for Funding: Revisions to the APA Model Curriculum for Prescriptive Authority” was postponed to a future Board conference call or meeting.

X. PROFESSIONAL AFFAIRS

A.(19) The item “Request for Funding: Continuation of Clinical Practice Guidelines Initiative” was postponed to a future Board conference call or meeting.

B.(28) The Board received as information an update on the Development of Clinical Practice Guidelines by APA.

XI. SCIENTIFIC AFFAIRS

A.(20) In executive session, the Board voted to refer the item “Amendments to the Association Rules: Committee on Human Research” to the APA Commission on Ethics Processes.

XII. PUBLIC INTEREST

A.(21) The Board of Directors voted to recommend that Council approves amending the Association Rules as follows (bracketed material to be deleted; underlined material to be added):

The Board for the Advancement of Psychology in the Public Interest shall consist of ten members ~~[not more than three of whom shall be nonmembers of APA]~~ for staggered terms of three years each. Nine of the members must be members of the American Psychological Association elected by the Council of Representatives. At least one member of the Board for Advancement of

Psychology in the Public Interest shall be an early career psychologist. The tenth member shall be a public member appointed by BAPPI for up to a three-year term.”

B.(22) The item “Request for Funding: Task Force on Race and Ethnicity Psychology Competency Guidelines” was postponed to a future Board conference call or meeting.

C.(23) The item “Request for Funding: Working Group on End-of-Life Issues and Care” was postponed to a future Board conference call or meeting.

D.(24) The item “Request for Funding: A Human Rights Advisory Committee” was postponed to a future Board conference call or meeting.

XIII. ETHNIC MINORITY AFFAIRS

A.(25) The Board voted to approve funding in the amount of \$43,400 (\$15,100 annually) for the representatives from the Ethnic Minority Psychological Associations (EMPAs) to attend the February and August Council meetings in 2016-2018.

XIV. INTERNATIONAL AFFAIRS

A.(26) The item “Request for Funding: APA Response to International Humanitarian Emergencies” was postponed to a future Board conference call or meeting.

B.(27) The item “Request for Funding: APA Engagement in Global Mental Health – Developing Expertise and Networks” was postponed to a future Board conference call or meeting.

XVI. FINANCIAL AFFAIRS

A.(29) The Board received as information the 2014 IRS Tax Form 990 and 990-T.

B.(30) The Board received as information the minutes of the June 5 & 6, 2015, minutes.

C. On its September 9, 2015, call, the Board voted to approve the following motion:

For purposes of recapitalizing working capital based on current and immediate future cash needs, the Board authorizes management to liquidate up to \$25m from the long term investment portfolio using a phased approach based on the recommendations of our investment consultant and the Investment Subcommittee. The Board approves the Finance Committee and Investment Subcommittee’s recommendation of a multi-phased approach that calls for the full liquidation of the Emerging Market managers (Aberdeen and Laudus Mondrian) and a full liquidation of Jennison Natural Resources as phase 1. This first liquidation would result in approximately \$6.5m* of the \$25m total. The Board authorizes the Finance Committee, acting on the advice of the Investment Subcommittee, to determine the best approach for the remaining phases of the \$25m investment liquidation. The Finance Committee/Investment Subcommittee will conduct monthly conference calls for the remaining 4 months of 2015 to determine the best approach for the remaining phases of the \$25m

investment liquidation. During this period, Finance Office staff will continue to use the existing line of credit to manage ongoing cash requirements.

*Due to market fluctuations, this amount will continue to change and will be unknown until the actual sale of these investments.

D. At its September 19, 2015, meeting, the Board of Directors voted to approve the following motion:

The Board of Directors supports the proposal from the CEO and CFO to postpone the 2016 budget process by three months in order to carefully examine spending priorities, assess program effectiveness, and explore opportunities to operate more efficiently. The postponement will also provide time to analyze the dues income pattern for 2016 so that the budget can be based on more accurate information.

EMG will lead this process during September-December and provide regular reporting to the Finance Committee. The official 2016 budget cycle will begin January 2016 culminating with Finance Committee review in March and Board of Directors review during the April 2016 Board Retreat Meeting.

2016 COMMITTEE APPOINTMENTS

The members below have been appointed for a three-year term (2016-2018) except where noted.

BOARD OF DIRECTORS

Committee on Early Career Psychologists

Robyn L. Gobin, PhD

Tyson D Bailey, PsyD

BOARD FOR THE ADVANCEMENT OF PSYCHOLOGY IN THE PUBLIC INTEREST

Committee on Disability Issues in Psychology

John Hagen, PhD

Treven Pickett, PhD

Karrie Shogren, PhD

Committee on Ethnic Minority Affairs

Rakshanda Saleem, PhD

Don Operario, PhD

Committee on Sexual Orientation and Gender Diversity

Arlene Noriega, PhD

Leo Wilton, PhD

Committee on Aging

Maggie Syme, PhD

Erin Emery, PhD

Committee on Psychology and AIDS

Tiffany Chenneville, PhD

Sherry C. Wang, PhD

Committee on Socioeconomic Status (CSES)

Wendy Williams, PhD

Patton Garriott, PhD

Committee on Women in Psychology

Alayne J. Ormerod, PhD

Sarah L. Cook, PhD

Committee on Children, Youth and Families

Kalina Brabeck, PhD

Christina Rodriguez, PhD

BOARD OF EDUCATIONAL AFFAIRS

Education and Training Awards Committee (two year terms through 2017)

Peter Sheras, PhD

Emil R. Rodolfa, PhD

Sylvia Rosenfield, PhD

Continuing Education Committee

Tanecia Blue, PhD, ABPP

Shannon M. Couture, PhD

Megan Joseph Freeman, PhD

Bruce S. Liese, PhD, ABPP

Karen B. Schmaling, PhD

Commission on Accreditation

APAGS: Allison Abrahamson, MS (one-year term)

APPIC: Emil R. Rodolfa, PhD

ATCCNC: MaryJan Murphy, PhD

ATCCNC: Stephen R. McCutcheon, PhD

BPA (Institutional Slate): Monica F. Kurylo, PhD, ABPP

BPA (Independent Slate): Cathy McDaniels Wilson, PhD, ABPP

CDSPP: Carlen Henington, PhD

COGDOP: Cindy Carlson, PhD

COGDOP: JoAnn M. Farver, PhD

CUDCP: Ellen I. Koch, PhD (Not an APA member)

NCSP: Clark D. Campbell, PhD, ABPP

Open Seat: Georita M. Frierson, PhD (Not an APA member)

RxP Designation Committee

Robert C. Rinaldi, PhD, MA, CAE

Yaron G. Rabinowitz, ABPP

Committee on Baccalaureate Education

Kimberly A. J. Coffman, PhD

Salvador Macias III, PhD

Jennifer Wagner Thompson, PhD

MEMBERSHIP BOARD

Fellows Committee

Frederick Rotgers, PsyD

Sarah Brosnan, PhD

BOARD OF PROFESSIONAL AFFAIRS

Committee on Professional Practice and Standards

Andrea Barnes, JD, PhD

Michael Edward Tansy, PhD

Femina P. Varghese, PhD

Advisory Committee on Colleague Assistance

Judith C. Holder, PhD

Rebecca Schwartz-Mette, PhD

BOARD OF SCIENTIFIC AFFAIRS

Committee on Scientific Awards

Megan R. Gunnar, PhD

Daniel N. Klein, PhD

Committee on Psychological Tests and Assessment

Laura E. Gutierrez, PhD

Patrick C. Kyllonen, PhD

Frederick L. Oswald, PhD

PUBLICATIONS AND COMMUNICATIONS BOARD

For the Board's information, the following are the new incoming editors for 2015. Their official terms begin January 1, 2016 and end December 31, 2021.

Nadine M. Weidman, PhD, *History of Psychology* (2016--2021) Barbara H. Fiese, PhD, *Journal of Family Psychology* (2016-21) M. Lynne Cooper, PhD, *Journal of Personality and Social Psychology: Personality Processes and Individual Differences* (2016-21)

Yossef S. Ben-Porath, PhD, *Psychological Assessment* (2016-21) Keith J. Holyoak, PhD, *Psychological Review* (2016-21)



APA COMMISSION ON ETHICS PROCESSES: CALL FOR NOMINATIONS

As one critical response to the Independent Review, APA is forming a Commission on Ethics Processes. We are inviting nominations of psychologists and non-psychologists to serve on this Commission.

The APA Council approved the establishment of a Commission to evaluate and recommend changes to APA's ethics processes (e.g., educative and adjudicative functions; potential conflicts in human rights considerations; assessment of current policies, practices and procedures of the Ethics Office). Further, the Commission will also be charged with benchmarking APA's Ethics Office processes with the ethics processes of other professional associations.

The Commission will be comprised of 12 members, including two co-chairs. Six of the members will be psychologists, including both members and non-members of APA. The remaining six members will come from related disciplines such as medicine, law, science, human rights, and bioethics.

The Commission is expected to begin its work in January, 2016 and conclude its work by May 31, 2016 in time for the APA Board and Council Leadership Team to review the findings and recommendations before the August 2016 Council meeting, during which time the report and recommendations will be presented to the Council. Commission members will be expected to participate in monthly conference calls and two face-to-face meetings in Washington DC. Travel expenses will be covered by APA.

Please nominate (or self-nominate) psychologists and non-psychologists who have substantial subject matter expertise in one or more of the following areas:

1. Ethics experience (e.g., experience on a state licensing board, state or national ethics committee)
2. Related professional ethics experience (e.g., teaching, publications)
3. Ethics philosophy and pedagogy
4. International ethics
5. Science, bioethics, healthcare
6. Legal issues and implications of ethical standards

Nominations of individuals who will enhance the diversity of the Commission are encouraged. Particular attention will be given to diversity in the areas of race, ethnicity, gender, sexual orientation, gender identity, disability, and career stage (students, early career, mid-career, late career). Additionally, attention will be given to applicants with expertise in the areas of advocacy specific to Independent Review concerns such as human rights, investigation and/or adjudication, institutional review, group

750 First Street, NE
Washington, DC 20002-4242
(202) 336-5500
(202) 336-6123 TDD

Web: www.apa.org



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dynamics, expert testimony, and impaired professionals. Finally, attention will be given to the diversity of Commission members' work settings (e.g., institutional practice, consulting, forensic practice, military experience, independent practice, Industrial/Organizational).

Individuals who self-nominate should provide the following materials:

- Letter indicating willingness to serve if appointed
- Brief statement of expertise and qualifications related to the criteria described above
- Current curriculum vitae.

If you are nominating another individual, please send full contact information for that individual to Katherine Nordal, Ph.D. (knordal@apa.org) so that the individual can be contacted regarding information that needs to be submitted for the nominations process. Additional endorsements of nominees from other individuals or groups are not expected or encouraged.

Nominees' materials will be reviewed initially by a group composed of 3 members of the Ethics Subcommittee of the APA Board of Directors, 3 members of the Council Leadership Team, and the chair and vice-chair of the APA Ethics Committee. The group will be chaired by the Board Ethics Subcommittee chair. A final list of candidates will be submitted to the Board of Directors and the Council Leadership Team for selection and appointment to the Commission. The co-chairs of the Panel will be appointed by the 2015 APA President.

The deadline for applications is October 23, 2015. Application materials should be submitted to Katherine Nordal, PhD, the interim Executive Director for Ethics. Materials should be submitted electronically at knordal@apa.org. Please call (202) 336-5913 in the event of questions regarding the Panel or difficulties regarding email transmissions.

Please feel free to forward this call to those whom you believe might be interested in serving.

SENT TO COR@LISTS.APA.ORG

October 29, 2015

Dear Council Members:

As you know, APA has received several requests to disclose the attorney notes taken during the interviews conducted by David Hoffman and other Sidley Austin LLC attorneys in preparation of the Independent Review ("IR") report.

In seriously considering these understandable requests, the Board sought legal advice from our outside litigation counsel, David Ogden and Jeannie Rhee of WilmerHale, who have served as counsel to APA in the IR matter, and also from Mr. Hoffman. The Board then considered the broader practical and policy implications of these requests beyond the legal risks.

The following is a summary of our deliberations related to this complex matter:

1. Consistent with the terms of its agreement with Sidley, APA has made public Mr. Hoffman's work product consisting of the final IR report, errata and documents accompanying the IR report. **APA does not own the attorney interview notes and they have never been provided to APA.** While APA could ask Sidley to waive its interests in the notes and provide them to APA for disclosure and waiver of privilege, such action would be contrary to Mr. Hoffman's advice, as well as that of WilmerHale. In addition, it would be counter to the original agreement.
2. **Mr. Hoffman did not tape the interviews.** As described above, APA does not have the Sidley attorneys' notes from the interviews and thus **we do not know the nature or the content of the notes.** Opening the interview files **would release all information both pertinent and not pertinent** to the issues under consideration. This would include personal information about interviewees or other information provided by individuals.
3. The doctrine of legal privilege protects from disclosure in litigation certain information that flows from the attorney-client relationship. In general, legal privilege covers both attorney-client privilege, which APA controls, and attorney work product privilege that addresses the interests of both the law firm and the client. This protection is generally lost when such information is disclosed to others outside that relationship. In this case, protecting interview notes and related materials gathered in the process of developing and writing the IR report was important in undertaking this project. **The retention letter APA entered into with Mr. Hoffman to serve as a completely independent investigator set forth both the well-established protections** for legally privileged materials in any attorney-client relationship, as well as additional conditions regarding confidentiality **to assure the complete independence of the review process Mr. Hoffman undertook.**

4. Our legal counsel has advised us that it would be highly unusual in any legal setting –let alone an independent review such as this –for there to be voluntary waiver of legal privilege and disclosure of all of the underlying attorney notes and other internal work product developed in the course of an attorney’s review. In this case, due to the confidential and independent nature of Mr. Hoffman’s undertaking, **further protections of attorney work were required to ensure that individuals would be forthcoming** and that Mr. Hoffman was not in any way constrained in weighing, assessing, or following any and all investigative leads. The APA Board has been advised that it is unlikely that Mr. Hoffman –or any lawyer experienced in this type of review --would have agreed to serve as an independent reviewer without protections for their iterative investigative steps along the way, as reflected in their underlying work product.
5. Both Mr. Ogden and Ms. Rhee, as well as Mr. Hoffman, opined that the notes and other sought-after materials are privileged and should not be disclosed. To disclose them would waive their privileged status irrevocably. All legal counsel advised the Board that protecting such information is in the best interests of APA and **waiver would pose uncertain but real legal risk**. This would also apply to unintentional consequences and for all participants interviewed, including many not mentioned in the report.

Taking all of these factors into account, as well as our understanding of the various reasons that individuals have requested the release of these notes, the Board concluded that it is not the best course of action for the organization-as-a-whole or for all those interviewed to disclose confidential interview materials beyond what is in the 542-page report and its exhibits.

We recognize that many individuals and groups may be displeased/disagree with this decision. The value of transparency, especially in light of the IR findings remains a strong value both of the Board and of APA. However, the rules of law are not the same as those of psychology and transparency assumes a different meaning when dealing with legal matters. At times, these values and rules may be in conflict with each other.

The primary fiduciary responsibility of the Board is to protect the organization and the total membership and to act in the organization’s best interests. Taking all factors into account, the most prudent decision for the organization is not to request the disclosure of the attorney notes taken during the interviews conducted by David Hoffman and other Sidley Austin LLC attorneys in preparation for the IR. Board members who were interviewed by Sidley attorneys for the IR did not vote on this matter.

The final IR report is an important assessment of the relevant issues regarding the history of APA’s policy statements on detainee interrogation, and it is now completed. The IR report cites over 1,100 supporting documents, many of which are contemporaneous emails and records of the events in question. Over 200 interviews of 148 people were conducted, not all of whom were mentioned in the IR report. Those interviewed were afforded an opportunity to object to the accuracy of the report, particularly regarding references to them, and Mr. Hoffman issued

an errata sheet and revised IR report in response to comments submitted to him. In addition, there is a website available at <http://www.apa.org/independent-review/responses.aspx> where individuals mentioned in or who have personal knowledge of the events discussed in the IR report are welcome to share their perspective on the report, findings, and interpretations.

Sincerely,

The APA Board of Directors

BOARD AND COUNCIL ACTIONS RELATED TO THE REPORT OF THE INDEPENDENT REVIEW RELATING TO APA ETHICS GUIDELINES, NATIONAL SECURITY INTERROGATIONS AND TORTURE

COUNCIL ACTION TAKEN

Council voted at its August 2015 meeting to take the following actions:

1. Council approves the establishment of a blue ribbon panel to evaluate and recommend changes to APA ethics processes (including, but not limited to, the establishment of a Chief Ethics Officer, relation between ethics education and the ethics adjudication function, review of the efficacy and utility of the investigative and adjudication processes, and attention to the potential conflicts between human rights and other considerations), based on an assessment of current practices and procedures as well as benchmarking against ethics processes of other professional organizations. The panel will be appointed collaboratively by the Board and CLT and will include psychologist members and non-members of APA and relevant experts from other fields. A matrix of expertise needed will be composed of and will include diversity of perspective, specialty, practice setting, and human diversity. As part of this process the panel will be charged with ensuring that the process explicitly invites, explores, and does active research to generate and ensure feedback and voice from general members through direct forums. The panel will report back to Council in August 2016.
2. Council voted to adopt as APA policy the Resolution to Amend the 2006 and 2013 Council Resolutions to Clarify the Roles of Psychologists Related to Interrogation and Detainee Welfare in National Security Settings, to Further Implement the 2008 Petition Resolution, and to Safeguard Against Acts of Torture and Cruel, Inhuman, or Degrading Treatment or Punishment in All Settings.
3. Council voted to request the development of a statement of principles regarding conflict of interest for each board/committee/task force/Council member to sign on an annual basis. A subgroup of members of Council, boards, committees, and the membership will be formed by the Council Leadership Team to create virtually such a statement which will be finalized at the February 2016 Council meeting.
4. In executive session, Council voted to approve the following motion: Council requests that incurred costs to date related to the Independent Review public, with recognition that additional costs will be incurred. Updates on the costs will be provided in September and when all final costs are available. The costs as provided by the CFO will be provided along with the context of APA's overall financial situation. The results of this vote shall be included in the Council minutes. The costs billed from Sidley Austin, Wilmer Hale, and Powell Tate for professional fees and expenses in connection with the Independent Review are \$4.3 million through July 15, 2015. A final report will be provided once all of the costs have been billed. The costs will be paid from the net assets of the Association which were \$61.5 million on December 31, 2014, per the audited financial statements.

COUNCIL ACTION PENDING

The Board voted to recommend that Council take the following action at its February 2016 or other future meeting. The final language for the recommended Council actions below was approved by the Board at its September 19 meeting. The motions were subsequently revised by the Council Leadership Team based on feedback from Council, boards and committees, ethnic minority psychological associations, and divisions and state psychological associations. Revised versions are included in Council's February 2016 agenda.

1. Recommend that Council approves that the Board and Council will collaborate to create governance guidelines that provide a framework for the appropriate oversight of elected and appointed officials and members of leadership groups, (e.g. Council, Board of Directors, boards and committees, divisional executive committees, task forces, etc.), in the execution of their roles and responsibilities to ensure their adherence to the highest standards of professional behavior in accordance with APA ethical guidelines.
2. Recommend that Council approves that the Board and Council will collaborate to establish civility principles and procedures, for all forms of communication (in-person and online) within and on behalf of APA, that aim to promote opportunities for inclusion of a diversity of voices and perspectives and adherence to the highest standards of professionalism.
3. Recommend that Council amends the Guidelines for Council Resolutions to ensure that all content contained in future resolutions be anchored in APA's core values, as well as values promoting human rights, health and welfare, and ethics.
4. Recommend that that the Board and Council consider ethics, human rights and social justice as central foci of the next Strategic Plan. This will assist in setting the organization's ethical compass and asserting our commitment to "do no harm" as a core value.

BOARD ACTION TAKEN

The Board voted to approve the following actions under its purview. The final language on the motions below were approved at the Board's September 19 meeting:

1. The Board will establish a mechanism for immediate oversight in the processing of filed ethics complaints, including review of current adjudication and investigative procedures, and transparency and accuracy in the disclosure of current ethics office practices.
2. The Board will create clear procedures for appointing and making public the members of Task Forces, Commissions, etc. Procedures for appointment will include (a) a standard and robust conflict of interest assessment and (b) process for assuring needed content expertise and diversities.

3. The Board will ensure that on the APA website where the *Responses of the APA Ethics Committee to Questions, Comments, and Vignettes Regarding APA Policy on the Role of Psychologists in National Security-Related Activities* is located, a disclaimer will appear indicating the document is not relevant or valid.
4. The Board of Directors has determined there is an urgent concern about the Ethics Code that should not be delayed until the next major revision of the Code. Therefore, the Board asks the Ethics Committee to consider pursuing an appropriate course of action in as expeditious a manner as possible to incorporate into the Ethics Code the following prohibitions surrounding psychologists participation in national security interrogations, as set forth in the Resolution to Amend the 2006 and 2013 Council Resolutions to Clarify the Roles of Psychologists Related to Interrogation and Detainee Welfare in National Security Settings, to Further Implement the 2008 Petition Resolution, and to Safeguard Against Acts of Torture and Cruel, Inhuman, or Degrading Treatment or Punishment in All Settings, adopted by Council at its August 2015 meeting:

BE IT FURTHER RESOLVED that, in keeping with Principle A (Beneficence and Nonmaleficence) of the Ethics Code to “take care to do no harm,”^[1] psychologists shall not conduct, supervise, be in the presence of, or otherwise assist any national security interrogations^[2] for any military or intelligence entities, including private contractors working on their behalf, nor advise on conditions of confinement insofar as these might facilitate such an interrogation^[3]. This prohibition does not apply to domestic law enforcement interrogations or domestic detention settings where detainees are afforded all of the protections of the United States Constitution, including the 5th Amendment rights against self-incrimination (“Miranda” rights) and 6th Amendment rights to “effective assistance” of legal counsel.

^[1] Ethical Principles of Psychologists and Code of Conduct. (2002, as amended in 2010), *American Psychologist*, 57, 12, pp. 1060-1073.

^[2] For the purposes of this policy statement, “national security interrogations” refer to the interrogation of any detainee in the custody of any agency or subsidiary agency that reports to the Director of National Intelligence, the Secretary of Defense, the Director of Homeland Security, or the National Security Council, including joint elements such as the High-Value Detainee Interrogation Group. This also includes any operations by those agencies with any allied governments or non-state actors, including private contractors. This does not include those detainees held under domestic law enforcement where Miranda Rights and the U.S. Constitution apply.

^[3] Psychologists may provide consultation with regard to policy pertaining to information gathering methods which are humane so long as they do not violate the prohibitions of this Resolution and are not related to any specific national security interrogation or detention conditions.

(The above request is consistent with the one included in the implementation plan of the August 2015 Council Agenda Item on NBI #23B.)

5. At the request of the Board, an open meeting on the Independent Review Report will be held at both fall Consolidated Meetings. Boards and committees will be informed that Board members are available to attend meetings of any boards and committees who would like to discuss the Independent Review Report at their respective fall meetings. The Board supports the Council Leadership Team's plans to seek comments from boards and committees on the Board and Council recommended motions related to the IR Report.
6. The Board will create implementing criteria and procedures for emergency action by the Board in keeping with the authority established in the Bylaws.
7. The Board voted to postpone the following motion until the Conflict of Interest Policies Workgroup has completed its work: "The Board will evaluate and modify, as needed, conflict of interest policies regarding financial, policy, or relationship-based conflicts, and other associated processes to ensure that the policy is understood and followed. A mechanism will be developed to educate, enhance awareness, and provide ongoing updates to members of governing bodies and advisory groups of APA regarding those conflict of interest policies."

The Board voted to approve the following actions under its purview. The final language on the motions below was approved on the Board's January 19 conference call.

8. The Board asks that the Interim CEO provide a report to the Board on work done to assess current processes and procedures and checks and balances to assure appropriate oversight by supervisors of staff with respect to professionalism, decision-making, communication, interpersonal interactions, financial management, and adherence to APA core values. The Board also requests that the Interim CEO provide information about ways in which, if any, such processes and procedures and checks and balances need to be improved and steps being taken for such improvement. Updates on steps being taken should occur at appropriate intervals by the Interim CEO and the CEO. The Board understands that such oversight must be balanced with appropriate levels of autonomy for staff that communicate appreciation for their contributions and competence, support for their professional development, and encouragement of their creativity. This balance between oversight and autonomy should support a culture of collaboration, transparency, appreciation, mutual respect and individual and organizational integrity.
9. The Board recommends that APA actively promote the application of psychological science and practice to address human rights issues and enhance its engagement in human rights matters including through collaboration with other organizations. Developing a systematic plan for such engagement can be accomplished in part through the Board's request that an Advisory Committee on Human Rights be established for a one-year period. The mission of this Advisory Committee is to: examine APA's recent and ongoing work related to human rights; review governance group comments/recommendations; propose a working definition of human rights for the organization; recommend important human rights issues and activities to pursue; and consider the best structures for APA to ensure ongoing and visible commitment to human rights (which may include the establishment of an Office on Human Rights). The Advisory Committee is

to be composed of APA members and non-members with expertise in human rights and will build upon the activities of the Work Group for Human Rights of the Board for the Advancement of Psychology in the Public Interest.

10. The Board recommends that the Education Directorate promote a focus on human rights as a core element of psychology education and training from high school through continuing professional development.
11. The Board voted to approve the following statement in recognition of APA members who work in military settings: The Board acknowledges and appreciates the valuable and ethical behavior of the members of the American Psychological Association who work in military settings who make important and honorable contributions to those they serve and to the greater society. We commend the services they provide to military members and veterans and their families, as well as to the organizations in which they serve. The Board is committed to working actively and collaboratively with military psychologists.