

BOARD OF DIRECTORS

July 18, 2017

DRAFT MINUTES

Board Members Present: Antonio E. Puente, PhD; Susan H. McDaniel, PhD, ABPP; Jean A. Carter, PhD; Jennifer F. Kelly, PhD, ABPP; Arthur C. Evans Jr., PhD; Jean Lau Chin, EdD; Helen L. Coons, PhD, ABPP; Stewart E. Cooper, PhD, ABPP; Joseph J. Coyne, PhD; Ian A. Gutierrez, MS, MA; Richard M. McGraw, PhD; Peter L. Sheras, PhD, ABPP; Frank C. Worrell, PhD

Board Members Absent: Jessica Henderson Daniel, PhD, ABPP and Sandra L. Shullman, PhD

A. The Board voted to recommend that Council elect 70 members listed to initial Fellow status, on the nomination of the indicated divisions and on the recommendation of the Fellows Committee and the Board of Directors.

B. The Board voted to appoint the following members of the Task Force to Review and Revise the APA Recommended Postdoctoral Education and Training Curriculum in Psychopharmacology for Prescriptive Authority:

Rick Bevins, PhD
Ron Brown, PhD (Chair)
Elaine Orabona Foster, PhD
Mary Fristad, PhD
Swapnil Gupta, MD (public member)
Marlin Hoover, PhD
Elaine LeVine, PhD
Alan Lincoln, PhD

Peter L. Sheras, PhD, ABPP, recused from voting on this matter.

C. The Board discussed the item "Amendments to the Bylaws and Association Rules to Provide Council the Authority to Amend the APA Bylaws" and agreed to include it for discussion by Council at its August 2017 meeting. The Board also recommended that the suggested language be changed to require that a proposed Bylaw be made available to the Membership for comment at least 45 days prior to the meeting at which Council will vote on the amendments.

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BOARD OF DIRECTORS

August 1 & 3, 2017

DRAFT MINUTES

Board Members Present: Antonio E. Puente, PhD; Jessica Henderson Daniel, PhD, ABPP; Susan H. McDaniel, PhD, ABPP; Jean A. Carter, PhD; Jennifer F. Kelly, PhD, ABPP; Arthur C. Evans Jr., PhD; Jean Lau Chin, EdD; Helen L. Coons, PhD, ABPP; Stewart E. Cooper, PhD, ABPP; Joseph J. Coyne, PhD; Ian A. Gutierrez, MS, MA; Richard M. McGraw, PhD; Peter L. Sheras, PhD, ABPP; Sandra L. Shullman, PhD; Frank C. Worrell, PhD

I. MINUTES OF MEETING

A.(1) The Board voted to approve the minutes of its June 8 & 9, 2017, meeting and the minutes of its June 20, 2017, call.

VI. ORGANIZATION OF THE APA

A.(2) The Board voted to recommend that Council approve the following motion:

That Council receives the *Report of the APA Commission on Ethics Processes*. Council also requests that the Board of Directors consider the Commission's recommendations and that implementing motions under Council's purview be brought back to Council for action.

IX. EDUCATIONAL AFFAIRS

A.(2A) The Board voted to approve the following changes to Section 8 of the AOP (strikethrough/bracketed material to be deleted; underlined material to be added):

8.6 D Effective Date of a Decision

Award of "accreditation" (either "on contingency" or "full") [~~is effective on the final day of the site visit preceding the CoA decision.~~] and [O] other non-appealable accreditation decisions are effective as of the date of adjournment of the CoA meeting in which the decision was made.

Appealable decisions (as defined in Section 2.1) that are not appealed by the program are effective 30 days after receipt of the CoA's decision.

If a program elects to appeal a decision of "accredited, on probation," and the decision is upheld, the effective date of probation remains as 30 days after receipt of the CoA's decision, and the program must respond to the issues of probation in the same time frame as indicated in the CoA's decision. If a program elects to appeal any other decision other than probation, and the decision is upheld, the original CoA decision will take effect 30 days after the appeal panel hearing date.

For any appeal in which the decision is amended or reversed by the appeal panel, the new decision will be effective 30 days after the end of the appeal hearing.

8.6 I Effective Date of a Decision

Award of “accreditation” (either “contingent” or “full”) ~~[is effective on the final day of the site visit preceding the CoA decision.]~~ and [O]ther non-appealable accreditation decisions are effective as of the date of adjournment of the CoA meeting in which the decision was made. Appealable decisions (as defined in Section 2.1) that are not appealed by the program are effective 30 days after receipt of the CoA’s decision.

If a program elects to appeal a decision of “accredited, on probation,” and the decision is upheld, the effective date of probation remains as 30 days after receipt of the CoA’s decision, and the program must respond to the issues of probation in the same time frame as indicated in the CoA’s decision.

If a program elects to appeal any other decision other than probation, and the decision is upheld, the original CoA decision will take effect 30 days after the appeal panel hearing date.

For any appeal in which the decision is amended or reversed by the appeal panel, the new decision will be effective 30 days after the end of the appeal hearing.

8.6 P Effective Date of a Decision

Award of “accreditation” (either “contingent” or “full”) ~~[is effective on the final day of the site visit preceding the CoA decision.]~~ and [O]ther non-appealable accreditation decisions are effective as of the date of adjournment of the CoA meeting in which the decision was made.

Appealable decisions (as defined in Section 2.1) that are not appealed by the program are effective 30 days after receipt of the CoA’s decision.

If a program elects to appeal a decision of “accredited, on probation,” and the decision is upheld, the effective date of probation remains as 30 days after receipt of the CoA’s decision, and the program must respond to the issues of probation in the same time frame as indicated in the CoA’s decision.

If a program elects to appeal any other decision other than probation, and the decision is upheld, the original CoA decision will take effect 30 days after the appeal panel hearing date.

For any appeal in which the decision is amended or reversed by the appeal panel, the new decision will be effective 30 days after the end of the appeal hearing.

XII. PUBLIC INTEREST

A.(3) The Board voted to determine that the *Multicultural Guidelines: An Ecological Approach to Context, Identity and Intersectionality 2017*, are appropriate and do not present undue risk to the Association and refer the Guidelines to the Council Leadership Team for content review and to provide a recommendation to Council.

XIV. INTERNATIONAL AFFAIRS

A.(4) The Board voted to approve that APA sign a Memorandum of Understanding with the Association of Greek Psychologists and the Middle Eastern Psychological Association, if their respective boards also approve.

BOARD OF DIRECTORS

September 5, 2017

DRAFT MINUTES

Board Members Present: Antonio E. Puente, PhD; Jessica Henderson Daniel, PhD, ABPP; Susan H. McDaniel, PhD, ABPP; Jean A. Carter, PhD; Jennifer F. Kelly, PhD, ABPP; Jean Lau Chin, EdD; Helen L. Coons, PhD, ABPP; Stewart E. Cooper, PhD, ABPP; Joseph J. Coyne, PhD; Ian A. Gutierrez, MS, MA; Richard M. McGraw, PhD; Peter L. Sheras, PhD, ABPP; Sandra L. Shullman, PhD; Frank C. Worrell, PhD

Absent: Arthur C. Evans Jr., PhD

A. The Board voted to approve the reappointment of Stephen Howell to the Investment and Audit Subcommittees for three-year terms (1/1/2018-12/31/2020).

B. The Board voted to authorize the CFO to execute a \$90 million loan from PGIM to refinance the outstanding long-term debt on both APA and 750 First Street LLC and to create a strategic initiative fund based on the following terms:

Security:	750 First Street, NE, Washington, DC 20002
Borrower:	APA 750 LLC
Recourse:	Non-recourse loan. The loan is secured by the value of the building and not by other assets of APA.
Term:	20 years
Amortization:	20 years
Spread:	135 bps over interpolated 11.31 yr US Treasury
Interest Rate:	3.62%
Rate Lock:	The rate is locked for 90 days at no cost once the application is submitted to PGIM
Reserves:	None required
Covenants:	No liquidity, debt service coverage, or annual operating performance covenants.
Maximum Loan to Value:	None
Prepayment:	Allowable but with penalties based on a formula that is designed to protect the lender against loss of yield over the remaining life of the loan.
Additional Funding Provision:	Borrower will have right to request supplemental loan proceeds from lender, subject to sole discretion of lender
Secondary Financing Option:	No restrictions on pursuing secondary financing if PGIM is unwilling or unable to provide additional funding
Processing Fee:	.10% of loan amount (\$90,000)

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Good Faith Deposit:	2% (\$1,800,000) to be deposited prior to interest rate lock. Refunded at closing
Commitment Fee:	None

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BOARD OF DIRECTORS

October 3, 2017

DRAFT MINUTES

Board Members Present: Antonio E. Puente, PhD; Jessica Henderson Daniel, PhD, ABPP; Susan H. McDaniel, PhD, ABPP; Jean A. Carter, PhD; Jennifer F. Kelly, PhD, ABPP; Arthur C. Evans Jr., PhD; Jean Lau Chin, EdD; Helen L. Coons, PhD, ABPP; Stewart E. Cooper, PhD, ABPP; Joseph J. Coyne, PhD; Ian A. Gutierrez, MS, MA; Richard M. McGraw, PhD; Peter L. Sheras, PhD, ABPP; Sandra L. Shullman, PhD; Frank C. Worrell, PhD

- A. The Board voted to appoint Kevin Donnellan to serve as the public member of the Board of Directors for a three-year term (1/1/2018-12/31-2020).
- B. The Board voted to reject the request from the Policy and Planning Board (P&P) to fund an in-person 2017 P&P retreat meeting.
- C. The Board discussed plans for its upcoming October 6-8 retreat meeting.

BOARD OF DIRECTORS

October 6-8, 2017

DRAFT MINUTES

Board Members Present: Antonio E. Puente, PhD; Jessica Henderson Daniel, PhD, ABPP; Susan H. McDaniel, PhD, ABPP; Jean A. Carter, PhD; Jennifer F. Kelly, PhD, ABPP; Arthur C. Evans Jr., PhD; Jean Lau Chin, EdD; Helen L. Coons, PhD, ABPP; Stewart E. Cooper, PhD, ABPP; Joseph J. Coyne, PhD; Ian A. Gutierrez, MS, MA; Richard M. McGraw, PhD; Peter L. Sheras, PhD, ABPP; Frank C. Worrell, PhD

Partial Attendance: Sandra L. Shullman, PhD

- A. The Board received an update on the process and timeline for bringing Council options for consideration regarding master's level training and practice in psychology.
- B. The Board received an update on the plans for the development of APA's next strategic plan.
- C. The Board received an update on the development of the 2018 budget.
- D. Barbara Van Dahlen, PhD, attended the Board meeting to share information with the Board on Give an Hour and the Campaign to Change Direction.
- E. The Board discussed next steps related to the Ethics Commission Report and appointed a subcommittee of the Board and staff (Jean Lau Chin, EdD, Stewart E. Cooper, PhD, Jennifer F. Kelly, PhD, Susan H. McDaniel, PhD, ABPP, Richard M. McGraw, PhD, Frank Worrell, PhD, Lindsay Childress-Beatty, Katherine C. Nordal, PhD, and Deanne Ottaviano) to develop and bring back to the Board a plan for addressing the recommendations in the report.
- F. The Board received an update on APA's Diversity and Inclusion Plan.
- G. The Board received an update from Tiffany Townsend, PhD, Senior Director, Ethnic Minority Affairs Office, on the ethnic minority initiatives of the Public Interest Directorate.
- H. The Board and the Presidents of three National Ethnic Minority Psychological Associations (NEMPAs) met to discuss topics of mutual interest and concern. The Board and NEMPA Presidents will continue discussions to determine if there are areas in which the NEMPAs and APA can work together in the future. NEMPA Presidents in attendance included Huberta Jackson-Lowman, PhD, Association of Black Psychologists, Yolanda Evie Garcia, PhD, National Latina/o Psychological Association and Gayle Morse, PhD, Society of Indian Psychologists.
- I. The Board voted to approve that APA sign a Memorandum of Understanding with the Brazilian Psychological Society, the Dominican Psychological Association, the Haitian Association of Psychology, and the Interamerican Society of Psychology, respectively. Each of their Boards has approved MOU's with the APA

BOARD OF DIRECTORS

October 31, 2017

DRAFT MINUTES

Board Members Present: Antonio E. Puente, PhD; Jessica Henderson Daniel, PhD, ABPP; Susan H. McDaniel, PhD, ABPP; Jean A. Carter, PhD; Jennifer F. Kelly, PhD, ABPP; Arthur C. Evans Jr., PhD; Jean Lau Chin, EdD; Helen L. Coons, PhD, ABPP; Stewart E. Cooper, PhD, ABPP; Joseph J. Coyne, PhD; Ian A. Gutierrez, MS, MA; Richard M. McGraw, PhD; Peter L. Sheras, PhD, ABPP; Sandra L. Shullman, PhD; Frank C. Worrell, PhD

The Board voted to approve offering sponsorship opportunities related to Convention shuttle buses to all potential Convention advertisers in accordance with existing APA policies.

BOARD OF DIRECTORS

November 7, 2017

DRAFT MINUTES

Board Members Present: Antonio E. Puente, PhD; Jessica Henderson Daniel, PhD, ABPP; Susan H. McDaniel, PhD, ABPP; Jean A. Carter, PhD; Jennifer F. Kelly, PhD, ABPP; Arthur C. Evans Jr., PhD; Jean Lau Chin, EdD; Helen L. Coons, PhD, ABPP; Stewart E. Cooper, PhD, ABPP; Joseph J. Coyne, PhD; Ian A. Gutierrez, MS, MA; Richard M. McGraw, PhD; Peter L. Sheras, PhD, ABPP; Sandra L. Shullman, PhD; Frank C. Worrell, PhD

A. The Board was informed that Board members would be required to use APA email addresses designated for each Board member beginning on January 1, 2018, for all APA communications while serving on the Board. Staff will explore options for allowing Board members to access emails that are non-privileged communications following their term of service on the Board.

B. In executive session, the Board voted to approve the following Resolution on the Amendment to the APA 401(k) Plan:

Resolution on the Amendment to the APA 401(k) Plan

WHEREAS the APA maintains the American Psychological Association 401(k) Plan and the trust established thereunder (the “401(k) Plan”); and

WHEREAS pursuant to section 11.1 of the Plan the Board of Directors of the APA (the “Board”) has the right to amend the Plan;

WHEREAS it is desired that the Plan be amended effective as of the dates described herein to incorporate certain required changes:

NOW THEREFORE BE IT RESOLVED the Plan is hereby amended to read as follows:

1. Effective January 1, 2018, the Plan shall be amended as in the attached amendment to the Adoption Agreement to implement such action, and Section 3.2 of the Plan shall be amended as follows:

3.2.1 Eligibility for Matching Contributions and Employer Contributions. Each Employee who was eligible to receive Matching Contributions and Employer Contributions under the Plan on December 31, 2009 shall continue to be eligible to receive Matching Contributions under Section 4.2 and Employer Contributions under Section 4.3 as of January 1, 2010, if in employment on such date. Each other Covered Employee shall become eligible to receive Matching Contributions

under Section 4.2 and Employer Contributions under Section 4.3 on the first Entry Date ~~[following his or completion of one year of service]~~ and attainment of age 21.

C. In executive session, the Board took action on the following Psychology Defense Fund (PDF) request:

Petition #2017-001: On recommendation of the Executive Management Group, the Board voted to award a PDF grant in the the amount of \$31,186.08 to the District of Columbia Psychological Association to support its advocacy efforts to increase the provision of psychological services in the Washington, DC Medicaid system, specifically in integrated care settings. This award would be subject to the condition that all invoices for legal expenses incurred in this initiative be reviewed and approved by APA Practice's Office of Legal & Regulatory Affairs.

**BOARD OF DIRECTORS ACTIONS TAKEN BY UNANIMOUS WRITTEN CONSENT BETWEEN
JULY 18, 2017 AND NOVEMBER 7, 2017**

Board Members Present: Antonio E. Puente, PhD; Jessica Henderson Daniel, PhD, ABPP; Susan H. McDaniel, PhD, ABPP; Jean A. Carter, PhD; Jennifer F. Kelly, PhD, ABPP; Cynthia D. Belar, PhD, ABPP; Jean Lau Chin, EdD; Helen L. Coons, PhD, ABPP; Stewart E. Cooper, PhD, ABPP; Joseph J. Coyne, PhD; Ian A. Gutierrez, MS, MA; Robert E. McGrath, PhD; Richard M. McGraw, PhD; Sandra L. Shullman, PhD; Frank C. Worrell, PhD

Board Members Absent: None.

The Board confirmed the following actions by unanimous written consent

A. In late October, the Board voted to approve the appointment of Erika Carr, PhD, Abbey Hughes, PhD, and Chrysalis Wright, PhD, to the Committee on Early Career Psychologists (CECP) for three-year terms (1/1/2018-12/31/2020).

B. In late October, the Board voted to approve the following Policies Related to Communications Regarding Bylaw Amendment Ballots Outside of the Official Balloting Process:

- The Board of Directors and boards and committees are free to share opinions regarding Bylaw changes on APA listservs. The email should specify whom the message is from (e.g. the entire Board of Directors, entire board or committee or just one member of the group (e.g. the chair writing as an individual)).
- The Board of Directors and boards and committees will not be provided email addresses for all or a subset of APA members to use for the purpose of sharing opinions regarding a Bylaw amendment.
- APA staff should monitor listserv posts regarding Bylaw amendments. If a post is inaccurate, staff should note this and post the explanatory statement included with the Bylaw amendment which states the factual explanation in common language. If the explanatory statement doesn't address the inaccuracy, staff will work with the Chair of the Election Committee to develop a statement that properly corrects the inaccurate statement.