

BOARD OF DIRECTORS

December 6, 2022

APPROVED MINUTES

Board Members Present: Frank C. Worrell, PhD; Thema S. Bryant, PhD; Jennifer F. Kelly, PhD, ABPP; Jean A. Carter, PhD; Kathleen S. Brown, PhD; Arthur C. Evans Jr., PhD; Eric M. Butter, PhD; Anthony L. Chambers, PhD, ABPP; Susan D. Clayton, PhD; M. Lynne Cooper, PhD; Mary Fernandes, PhD; Candice N. Hargons, PhD; Debra M. Kawahara, PhD; Tamara S. Lyn, PhD, ABPP; Robin E. Mockenhaupt, PhD; David T. Susman, PhD

Board Members Absent: None.

A. The Board voted to approve the following Resolution on the Transfer of PsycCareers Program from APA to APASI:

- | | |
|---------|---|
| WHEREAS | APA is an organization exempt from tax under Internal Revenue Code ("IRC") section 501(c)(3), the charitable and educational purposes of which are to advance psychology as a science and profession and as a means of promoting health, education and human welfare by the encouragement of psychology in all its branches in the broadest and most liberal manner; by the promotion of research in psychology and the improvement of research methods and conditions; by the improvement of the qualifications and usefulness of psychologists through high standards of ethics, conduct, education, and achievement; by the establishment and maintenance of the highest standards of professional ethics and conduct of the members of the Association; by the increase and diffusion of psychological knowledge through meetings, professional contacts, reports, papers, discussions, and publications; thereby to advance scientific interests and inquiry, and the application of research findings to the promotion of health, education and the public welfare; |
| WHEREAS | APASI is an organization exempt from tax under IRC section 501(c)(6), purpose of which is to promote the mutual professional, scientific and training interests of psychologists including advancing psychology's roles and interests in understanding behavior and advancing health, science, education, and human welfare; |
| WHEREAS | in furtherance of its exempt purposes stated above, APA established and has operated a program, PsycCareers (the "Program"), specifically to "advance psychology as a science and profession," to improve "the qualifications and usefulness of psychologists through high standards of ethics, conduct, education, and achievement," and to educate and provide information to psychologists and those entering the field about career opportunities; |
| WHEREAS | after careful and thorough review of the Program and its potential to grow as a resource for the profession, based on such factors that include the recent and unexpected growth of the Program in large extent due to the impact of COVID, |

the resources required to operate it, and the other areas to which APA chooses instead to focus its staff time and resources, the Board of Directors of APA has determined that it no longer wishes to operate and develop the Program; and

WHEREAS the Board of Directors of APA has determined that it is prudent and in the best interests of APA to sell and assign to APASI, and APASI has indicated that it wishes to purchase and assume from APA, in exchange for full reimbursement and payment to APA of an amount that reflects the investments APA has historically made in developing the Program, the rights and obligations of APA to the Program and website ("Purchased Assets") in order to invest in the growth and success of the Program to serve APA and APASI members and others that will benefit from the professional resources.

THEREFORE BE IT RESOLVED that the APA Board approves the transfer of the Purchased Assets to APASI in exchange for \$195,020 that reflects full reimbursement and payment to APA, and good and valuable consideration, for the investments made by APA and under the terms and conditions set forth in the PsycCareers Transfer Agreement;

THEREFORE BE IT RESOLVED that the officers and representatives of APA are hereby authorized to undertake such acts, to sign documents and certificates and to take all other actions as they may deem necessary, advisable, or prudent to carry out the intent of the foregoing resolution, including, without limitation, signing the PsycCareers Transfer Agreement.

B. The Board voted to receive the Chief Executive Officer (CEO) Transition Work Group Report and recommended that the plan be used as a framework for CEO succession that will be shared with the Board of Directors in future years.

C. The Board was provided an opportunity to review and ask questions about the 2023 APA Budget that the Board will be asked to approve at the December 2022 Board meeting.

D. The Board received as information the 2022 *American Psychologist* (AP) Report and had a discussion with AP editor M. Harris Cooper, PhD.

E. The Board received an update on the work of the Ethics Code Task Force (ECTF) from Linda F. Campbell, PhD, ECTF Chair, and Mark Leach, PhD, ECTF Vice-Chair.

F. In executive session, the Board voted to approve the following appointments:

- a) Appointment of Lynn Kahle, PhD, to the Finance Committee for a term that begins January 1, 2023 and ends December 31, 2023. Dr. Kahle will replace Dr. Michael Hendricks who was elected as Treasurer for a term beginning in 2023.
- b) Reappointment of Greg Mitchell to the Audit Subcommittee for a term that begins January 1, 2023 and ends December 31, 2025.
- c) Reappointment of Camille Alexander to the Investment Subcommittee for a term that begins January 1, 2023 and ends December 31, 2025.

- d) Appointment of Donelson Forsyth, PhD, to the Committee on Human Research for a term that begins January 1, 2023 and ends December 31, 2023. Dr. Forsyth will replace Dr. Norma Rodriguez who resigned from the committee.
- e) Appointment of Stephen Stark, PhD, to the Committee on Psychological Tests and Assessments for a term that begins immediately and ends on December 31, 2023. Dr. Stark will replace Dr. Nathan Kuncel.

BOARD OF DIRECTORS

December 9 & 10, 2022

APPROVED MINUTES

Board Members Present: Frank C. Worrell, PhD; Thema S. Bryant, PhD; Jennifer F. Kelly, PhD, ABPP; Jean A. Carter, PhD; Kathleen S. Brown, PhD; Arthur C. Evans Jr., PhD; Eric M. Butter, PhD; Anthony L. Chambers, PhD, ABPP; Susan D. Clayton, PhD; M. Lynne Cooper, PhD; Mary Fernandes, PhD; Candice N. Hargons, PhD; Debra M. Kawahara, PhD; Tamara S. Lyn, PhD, ABPP; Robin E. Mockenhaupt, PhD; David T. Susman, PhD

Board Members Absent: None.

I. MINUTES OF MEETING

A.(1) The Board voted to approve the minutes of its August 2, 2022, meeting; its following 2022 calls: August 9, September 6, November 1, and votes taken by unanimous written consent from August 3 through October 31, 2022.

II. ELECTIONS, AWARDS, MEMBERSHIP AND HUMAN RESOURCES

A.(2) Council voted to approve the following amendments to the Association Rules (bracketed/strikethrough material to be deleted; underlined material to be added):

110-14. RULES GOVERNING SIMULTANEOUS SERVICE

110-14.1 Members of the Board of Directors shall not serve simultaneously on APA advisory groups, other than as ex-officio or liaison; in any elected positions in any Divisions or state/provincial/territorial psychological associations; or on governing bodies of advocacy or political action organizations for psychologists or psychology that are national in scope.

110-14.2 Members shall not serve simultaneously on any of the following advisory groups, except as ex-officio and/or non-voting members or if other exceptions are provided below.

Boards

Advancement of Psychology in the Public Interest

Convention Affairs

Educational Affairs

Membership

Policy and Planning

Publications and Communications

Professional Affairs (except that one member is also a member of the Committee on

Professional Practice and Standards)

Scientific Affairs

Committees

Aging
Animal Research and Ethics
Associate and Baccalaureate
Education, Children, Youth and Families
Continuing Education
Council Leadership Team
Team Disability Issues in Psychology
Division/APA Relations
Early Career Psychologists
Ethics
Ethnic Minority Affairs Fellows
Finance
Global Psychology
Health Equity (ad hoc)
Human Research
Needs Assessment, Slating and Campaigns
Professional Practice and Standards (except that one member is also a member of the Board of Professional Affairs)
Rural Health
Sexual Orientation and Gender Diversity
Socioeconomic Status
Psychological Tests and Assessment
Teachers of Psychology in Secondary Schools
Women in Psychology

Commissions

Commission for the Recognition of Specialties and Subspecialties in Professional Psychology
Commission on Accreditation

110-14.3 Members shall not ~~[simultaneously]~~ run for election in the same calendar year for more than one of the following positions: President-Elect, Recording Secretary, Treasurer, member-at-large of the Board of Directors, Council Leadership Team Chair-Elect, early career representative of the Council Leadership Team, member-at-large of the Council Leadership Team.

110-14.4 Members shall not 1) simultaneously run for election (i.e., appear on an election ballot that is open for voting) for the Board of Directors and ~~[/or]~~ for ~~[more than]~~ any one of the following advisory groups; ~~[In addition, members shall not]~~ 2) run for election for one of the following advisory groups if the term of service will begin prior to the end of a term the member is currently or will be serving on one of the advisory groups listed in Association Rule 110-14.2; or 3) be appointed to one of the advisory groups listed in Association Rule 110-4.2 if service will begin prior to the end of a term the member is currently or will be serving on one of these groups.

Boards

Advancement of Psychology in the Public Interest
Convention Affairs
Educational Affairs
Membership
Policy and Planning
Publications and Communications

Professional Affairs
Scientific Affairs

Committees

Council Leadership Team
Ethics
Finance
Global Psychology
Rural Health

Commissions

Commission for the Recognition of Specialties and Subspecialties in Professional Psychology

B.(3) The Board voted to recommend that Council approve the following amendments to the Association Rules (bracketed/strikethrough material to be deleted; underlined material to be added):

90-8. NEEDS ASSESSMENT, SLATING AND CAMPAIGNS COMMITTEE

With the exception of the President-elect, whose slate is developed by nominations from the membership, there shall be a Needs Assessment, Slating and Campaigns Committee (NASCC) that shall conduct an annual needs assessment and develop slates for any seats on the Board of Directors and on Council that are elected by and from the general membership, solicit and vet candidates for the election slates, and help the Election Committee set the criteria and procedures for campaigning and for disseminating information about the candidates to the membership. NASCC shall also develop the slate for the public member of the Board.

The Committee shall consist of seven members, including one public member. Members will have three-year terms and may only serve one term on the Committee.

The APA President, President-Elect and Past President shall appoint three of the members, including the public member, after broad consultation. On a rotating basis, each of the following boards shall appoint one member to the Committee: the Board for the Advancement of Psychology in the Public Interest, Board of Educational Affairs, Board of Professional Affairs, and Board of Scientific Affairs.

Each year two members shall be appointed for three-year terms, one by the APA President, President-Elect and Past President and one by the above named boards. Every third year the fourth board will appoint an additional member.

Individuals are not permitted to serve on NASCC if they have served on the Board of Directors^[,] or Council of Representatives^[, or any APA board or committee] in the past year and may not serve on [any] either of these groups for at least [two] one year[s] following the completion of their service on NASCC. ~~[Members of NASCC are not permitted to serve concurrently in any elected officer positions in any Divisions or state/provincial/territorial associations.]~~

C.(4) The Board voted to refer the item "Amendments to Association Rules: Selection Process for Board of Directors Candidates" to the Election Committee.

III. ETHICS

In executive session, the Board took action on one membership matter.

IV. BOARD OF DIRECTORS

No items.

V. DIVISIONS AND STATE AND PROVINCIAL AND TERRITORIAL PSYCHOLOGICAL ASSOCIATIONS

A.(5) The Board voted to approve funding the following three Interdivisional Grants for 2022: Awarding Student Advocates: An Equity, Diversity, and Inclusion Initiative (\$2,000); Children and Families in Military Conflicts: Supporting Development and Wellbeing (\$7,000); Fostering Policy-Relevant Psychological Research (\$8,475).

VI. ORGANIZATION OF THE APA

A.(6) The Board voted to recommend that Council approve amending the following Association Rules (bracketed/strikethrough material to be deleted; underlined material to be added):

50-4. CONTINUING COMMITTEES

50-4.1 In addition to the standing boards and committees authorized in the APA Bylaws, there shall be continuing committees of the Association which are selected by and report to Council through the board under which they are listed in the following rule. Unless otherwise stated in these rules, continuing committees that report directly to Council or through the Board of Directors are elected by Council.

50-5. LIST OF CONTINUING COMMITTEES

50-5.1 The list below presents APA continuing committees and their reporting lines.

Reporting directly to Council

Council Leadership Team

Reporting through the Board of Directors

Constitutional Issues

International Relations in Psychology

American Psychological Association of Graduate Students

Commission for the Recognition of Specialties and Proficiencies in Professional Psychology

Agenda Planning Group

Division/APA Relations

Early Career Psychologists

Needs Assessment, Slating and Campaigns

Applied Psychology

Reporting through the Membership Board

Fellows Committee

Reporting through the Publications and Communications Board

Council of Editors

Reporting through the Board of Educational Affairs

Commission on Accreditation

Continuing Education

Education and Training Awards

Committee on Associate and Baccalaureate Education
Committee of Teachers of Psychology in Secondary Schools

Reporting through the Board of Professional Affairs

Professional Practice and Standards
Committee on Rural Health

Reporting through the Board of Scientific Affairs

Animal Research and Ethics
Human Research
Psychological Tests and Assessment
Scientific Awards

Reporting through the Board for the Advancement of Psychology in the Public Interest

Women in Psychology
Psychology in the Public Interest Awards
Sexual Orientation and Gender Diversity
Disability Issues in Psychology
Children, Youth, and Families
Ethnic Minority Affairs
Aging
Socioeconomic Status

90-9. COMMITTEE ON APPLIED PSYCHOLOGY

90-9.1. There shall be a Committee on Applied Psychology that shall seek to promote, in settings outside the direct delivery of healthcare services, the utilization and advancement of psychological science and practice where psychologists work to enhance performance, learning, and well-being of individuals, groups, organizations, and society as a whole.

The Committee shall consist of nine Members of the Association, each elected for staggered three-year terms. At least one member of the committee shall be an early career psychologist.

110-14. RULES GOVERNING SIMULTANEOUS SERVICE

110-14.1 Members of the Board of Directors shall not serve simultaneously on APA advisory groups, other than as ex-officio or liaison; in any elected positions in any Divisions or state/provincial/territorial psychological associations; or on governing bodies of advocacy or political action organizations for psychologists or psychology that are national in scope.

110-14.2 Members shall not serve simultaneously on any of the following advisory groups, except as ex-officio and/or non-voting members or if other exceptions are provided below.

Boards

Advancement of Psychology in the Public Interest
Convention Affairs
Educational Affairs
Membership
Policy and Planning
Publications and Communications

Professional Affairs (except that one member is also a member of the Committee on Professional Practice and Standards)
Scientific Affairs

Committees

Aging
Animal Research and Ethics
Applied Psychology
Associate and Baccalaureate
Education, Children, Youth and Families
Continuing Education
Council Leadership Team
Team Disability Issues in Psychology
Division/APA Relations
Early Career Psychologists
Ethics
Ethnic Minority Affairs Fellows
Finance
Health Equity (ad hoc)
Human Research
International Relations in Psychology
Needs Assessment, Slating and Campaigns
Professional Practice and Standards (except that one member is also a member of the Board of Professional Affairs)
Rural Health
Sexual Orientation and Gender Diversity
Socioeconomic Status
Psychological Tests and Assessment
Teachers of Psychology in Secondary Schools
Women in Psychology

Commissions

Commission for the Recognition of Specialties and Subspecialties in Professional Psychology
Commission on Accreditation

The Board voted to recommend that Council approves the following motion:

That Council requests that the Committee on Applied Psychology conduct an annual self-assessment and recommend any changes to its charge as defined in the Association Rules as necessary. Council also supports the Committee on Applied Psychology establishing a liaison relationship with APA boards and committees to ensure applied psychology is represented across the association.

B.(7) The Board voted to recommend that Council approve the following motion:

That Council receives the report of the Indigenous Apology Work Group entitled, “Report on an Offer of Apology, on Behalf of the American Psychological Association, To First Peoples in The United States,” and thanks the group for their important work.

Additionally, Council supports the Report’s proposed Offer of Apology to First Peoples on behalf of the Association, the discipline and the profession of psychology, and expresses appreciation to the APA President for her personal delivery of the statement to the Society of Indian Psychologists in their role as representatives of First Peoples so that they may carry the word forward to their communities.

C. The Board received an update from APA CEO Arthur C. Evans, Jr., PhD, and Chief Diversity Officer Maysa Akbar, PhD, ABPP, regarding plans for advancing EDI and Racial Equity within APA and the field of psychology.

VII. PUBLICATIONS AND COMMUNICATIONS

A. Jasper Simons, Chief Publishing Officer, provided an update on Open Access.

VIII. CONVENTION AFFAIRS

No items.

IX. EDUCATIONAL AFFAIRS

A.(8) The Board voted to recommend that Council adopt as APA policy revised *APA Principles for Quality Undergraduate Education in Psychology* and approves December 2032 as the expiration date for the *Principles*.

B.(9) The Board voted to recommend that Council adopt as APA policy the *Educational Guidelines for Equitable and Respectful Treatment of Students in Graduate Psychology Training Programs* and approve December 2032 as the expiration date for the Guidelines.

X. PROFESSIONAL AFFAIRS

A.(10) The Board received an updated on the work of the Advisory Steering Committee (ASC) for Development of Clinical Practice Guidelines and APA Guideline Development Panels and plans for 2022 and 2023.

B. Jared Skillings, PhD, Chief of Professional Practice, provided an update on Healthcare Finance.

XI. SCIENTIFIC AFFAIRS

A. Mitch Prinstein, PhD, Chief Science Officer, provided an update on Science at APA.

XII. PUBLIC INTEREST

None.

XIII. ETHNIC MINORITY AFFAIRS

A. The Board discussed the Draft Report of California Task Force to Study and Develop Reparations for African Americans and will discuss the report at a future meeting when the report is finalized.

XIV. INTERNATIONAL AFFAIRS

No items.

XV. CENTRAL OFFICE

No items.

XVI. FINANCIAL AFFAIRS

A. In executive session, the Board voted to approve the proposed budget for 2023 as presented with projected inflows of \$127.8M and projected outflows of \$132.9M, with the operating deficit to be funded from the long-term portfolio; and the proposed 2023 Strategic Investment Fund Initiatives in the amount of \$3.3 M. The Board also reaffirmed the overall financial goals to accomplish APA's commitment to providing programs and services that meet the scientific and charitable mission and the changing priorities of the association as provided in Association Rule 210-3. It shall be the goal to present a balanced integrated budget annually (after consideration of the cash flow from building operations and a draw of up to 5% from the long-term investment portfolio) and manage operations during the year to produce a positive integrated budget operating margin over a rolling three-year period.