

BOARD OF DIRECTORS

August 3, 2020

APPROVED MINUTES

Board Members Present: Sandra L. Shullman, PhD; Jennifer F. Kelly, PhD, ABPP; Rosie Phillips Davis, PhD, ABPP; Jean A. Carter, PhD; Diana Lee Prescott, PhD; Arthur C. Evans Jr., PhD; Anthony L. Chambers, PhD, ABPP; Le Ondra Clark Harvey, PhD; Susan D. Clayton, PhD; Cynthia de las Fuentes, PhD; Kevin Donnellan; Roseann Fish Getchell, PsyD; Mitchell J. Prinstein, PhD; Pamela E. Scott-Johnson, PhD; Shannon L. Wiltsey Stirman, PhD; Randall P. White, PhD

Board Members Absent: None.

I. MINUTES OF MEETING

A.(1) The Board voted to approve the minutes of its June 5 & 6, 2020, meeting and its following 2020 calls: May 26, June 2, June 16, June 23, July 7, July 14 and July 21.

II. ELECTIONS, AWARDS, MEMBERSHIP AND HUMAN RESOURCES

A. In executive session, the Board voted to recommend that Council elect 95 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. In executive session, the Board reviewed and recommended no changes to the two Board member-at-large slates recommended by the Need Assessment, Slating and Campaigns Committee (NASCC). The Board voted to appoint Robin E. Mockenhaupt as the Public Member of the Board for a term beginning January 1, 2021 and ending December 31, 2023.

III. ETHICS

No items.

IV. BOARD OF DIRECTORS

A. The Board discussed APA's work on population health following a presentation by Ben Miller, PsyD, on this topic.

V. DIVISIONS AND STATE AND PROVINCIAL AND TERRITORIAL ASSOCIATIONS

A.(2) In executive session, the Board discussed the request of Division 42, Psychologists in Independent Practice, to change its name to the Society of Practicing Psychologists and recommended advancing this item to Council for discussion and vote at its August 2020 meeting.

VI. ORGANIZATION OF APA

No items.

VII. PUBLICATIONS AND COMMUNICATIONS

No items.

VIII. CONVENTION AFFAIRS

No items.

IX. EDUCATIONAL AFFAIRS

No items.

X. PROFESSIONAL AFFAIRS

No items.

XII. PUBLIC INTEREST

A.(3) The Board voted to approve the establishment of an Ad Hoc Committee on Health Equity to address health equity and the social determinants of health. The Ad Hoc Committee shall consist of six APA members and one public member, to be appointed for staggered three-year terms. At least one member shall be an early career psychologist. The Ad Hoc Committee shall report to the Board of Directors through the Board for the Advancement of Psychology in the Public Interest. The Board of Directors authorizes the Ad Hoc Committee for five years and requests that consideration be given to asking Council to approve adding the committee as a continuing committee in the Association Rules no later than 2025.

The Ad Hoc Committee's mission is to advance health equity and reduce disparities, with a particular focus on addressing the systems, policies, regulations, and institutions that promote and maintain inequities and the resulting adverse health conditions and outcomes among marginalized communities and populations.

Within its purview, the Committee will:

- Promote the application of psychological knowledge to the health and health equity of individuals, communities, organizations and institutions, with special attention to the influences and intersectionalities of discrimination, poverty, stigma, racism, sexism, heterosexism, ableism, ageism, and xenophobia, and other marginalized populations, in science, practice and policy.
- Provide strong and visible advocacy for a scientific agenda on health equity issues and contribute to the formulation and support of public policies and associated regulations that promote optimal health and health equity, while expanding scientific understanding of health equity and populations experiencing health disparities/inequities.

- Promote access to and value of psychological practice by advocating for health equity policies that address the unmet needs for underserved and marginalized communities and populations.
- Promote inclusion of knowledge about health equity and social determinants of health in all levels of education, including Pre-K to 12, undergraduate, graduate, training programs, continuing education, and professional development of psychologists.
- Develop and disseminate information concerning the scientific findings and practice implications of health equity issues.
- Serve as a visible focus for the coordination of information among groups within APA that address health equity issues and offer consultation to relevant APA Central Office, APA boards and committees, divisions, as well as state, provincial and territorial psychological associations.

XIII. ETHNIC MINORITY AFFAIRS

A. The Board discussed the New Business Item on Seating the Ethnic Minority Psychological Associations on Council. The item will be introduced by the movers of the item at Council's August 5 & 6, 2020, meeting, along with a request that it be added to Council's agenda.

XIV. INTERNATIONAL AFFAIRS

No items.

XV. CENTRAL OFFICE

No items.

XVI. FINANCIAL AFFAIRS

A.(4) The Board voted to approve the Revised APA & APASI Investment Portfolio Policy Statements.

B. In executive session, the Board voted to approve APA management moving forward with the refinancing of 10G LLC with MetLife based on the following terms: an anticipated rate of 3.4% and a reserve of approximately \$17.5M to be held by MetLife to be used for future tenant improvements and leasing commissions.

BOARD OF DIRECTORS

August 11, 2020

APPROVED MINUTES

Board Members Present: Sandra L. Shullman, PhD; Jennifer F. Kelly, PhD, ABPP; Rosie Phillips Davis, PhD, ABPP; Jean A. Carter, PhD; Diana Lee Prescott, PhD; Arthur C. Evans Jr., PhD; Anthony L. Chambers, PhD, ABPP; Le Ondra Clark Harvey, PhD; Susan D. Clayton, PhD; Cynthia de las Fuentes, PhD; Kevin Donnellan; Roseann Fish Getchell, PsyD; Mitchell J. Prinstein, PhD; Pamela E. Scott-Johnson, PhD; Shannon L. Wiltsey Stirman, PhD; Randall P. White, PhD

Board Members Absent: None.

A. The Board was informed about the American Psychiatric Association Statement Regarding Interprofessional Practice.

B. The Board had a debrief regarding the August 2020 Council meeting and Convention.

BOARD OF DIRECTORS

September 15, 2020

APPROVED MINUTES

Board Members Present: Sandra L. Shullman, PhD; Jennifer F. Kelly, PhD, ABPP; Rosie Phillips Davis, PhD, ABPP; Jean A. Carter, PhD; Diana Lee Prescott, PhD; Arthur C. Evans Jr., PhD; Anthony L. Chambers, PhD, ABPP; Le Ondra Clark Harvey, PhD; Susan D. Clayton, PhD; Cynthia de las Fuentes, PhD; Kevin Donnellan; Roseann Fish Getchell, PsyD; Mitchell J. Prinstein, PhD; Pamela E. Scott-Johnson, PhD; Shannon L. Wiltsey Stirman, PhD; Randall P. White, PhD

Board Members Absent: None.

A. The Board discussed recommendations from the Policy and Planning Board (P&P) regarding Council restructuring. Dierdre Knapp, PhD, Chair of P&P, and Allison N. Ponce, PhD, Chair-Elect of P&P introduced P&P's annual report and recommendations regarding Council restructuring to the Board.

B. In executive session, the Board voted, in light of the continuing COVID-19 global pandemic and to minimize health risks to members and staff, to continue to hold Association meetings through June 30, 2021 in a virtual environment. The Board requested that CLT be consulted with respect to the February 2021 Council meeting and that a plan for announcement of this decision be developed for Board approval at its September 29 meeting.

BOARD OF DIRECTORS

November 10, 2020

APPROVED MINUTES

Board Members Present: Sandra L. Shullman, PhD; Jennifer F. Kelly, PhD, ABPP; Rosie Phillips Davis, PhD, ABPP; Jean A. Carter, PhD; Diana Lee Prescott, PhD; Arthur C. Evans Jr., PhD; Anthony L. Chambers, PhD, ABPP; Le Ondra Clark Harvey, PhD; Susan D. Clayton, PhD; Cynthia de las Fuentes, PhD; Kevin Donnellan; Roseann Fish Getchell, PsyD; Mitchell J. Prinstein, PhD; Pamela E. Scott-Johnson, PhD; Shannon L. Wiltsey Stirman, PhD; Randall P. White, PhD

Board Members Absent: None.

A. In executive session, the Board voted to approve Linda M. Forrest, PhD, as the recipient of the 2020 Raymond D. Fowler Award-Member.

B. The Board received an update regarding the November 6-8, 2020, meeting of the Board of Educational Affairs.

BOARD OF DIRECTORS

November 17, 2020

APPROVED MINUTES

Board Members Present: Sandra L. Shullman, PhD; Jennifer F. Kelly, PhD, ABPP; Rosie Phillips Davis, PhD, ABPP; Jean A. Carter, PhD; Diana Lee Prescott, PhD; Arthur C. Evans Jr., PhD; Anthony L. Chambers, PhD, ABPP; Le Ondra Clark Harvey, PhD; Susan D. Clayton, PhD; Cynthia de las Fuentes, PhD; Kevin Donnellan; Roseann Fish Getchell, PsyD; Mitchell J. Prinstein, PhD; Pamela E. Scott-Johnson, PhD; Shannon L. Wiltsey Stirman, PhD; Randall P. White, PhD

Board Members Absent: None.

- A. The Board had a discussion with several members of the Committee on Early Career Psychologists (CECP) regarding CECP's 2020 and 2021 priorities.
- B. In executive session, The Board voted to approve the 2021 continuing committee appointments. (Attachment A).
- C. In executive session, the Board voted to approve the reappointment of Stephen Howell for an additional three-year term on the Audit Subcommittee beginning January 1, 2021 through December 31, 2023. The Board voted to approve the reappointment of Stephen Howell for an additional three-year term on the Investment Subcommittee beginning January 1, 2021 through December 31, 2023.
- D. In executive session, the Board voted to approve the following appointments to the Advisory Steering Committee for Clinical Practice Guideline Development: Stacy A. Ogbeide, PsyD, MS, ABPP; Jacqueline B. Persons, PhD; Anil Chacko, PhD; David A.F. Haaga, PhD.
- E. In executive session, the Board voted to approve the Resolution Authorizing Refinance of APA Ten G LLC (Attachment B).
- F. In executive session, the Board voted to approve a communication being sent to relevant APA members regarding rebuilding Division 23, Division of Consumer Psychology, due to the Society of Consumer Psychology no longer being affiliated with APA.
- G. In executive session, the Board discussed and voted to support the plans for APA's Division Services Office to change how it supports and engages with APA divisions, including changing the name of the office to the Division Engagement Office.
- H. In executive session, the Board received an update on the work of the Advocacy Coordinating Committee.
- I. The Board received an update on the Board of Scientific Affairs.

BOARD OF DIRECTORS

December 1, 2020

APPROVED MINUTES

Board Members Present: Sandra L. Shullman, PhD; Jennifer F. Kelly, PhD, ABPP; Rosie Phillips Davis, PhD, ABPP; Jean A. Carter, PhD; Diana Lee Prescott, PhD; Arthur C. Evans Jr., PhD; Anthony L. Chambers, PhD, ABPP; Le Ondra Clark Harvey, PhD; Susan D. Clayton, PhD; Cynthia de las Fuentes, PhD; Kevin Donnellan; Roseann Fish Getchell, PsyD; Mitchell J. Prinstein, PhD; Pamela E. Scott-Johnson, PhD; Shannon L. Wiltsey Stirman, PhD; Randall P. White, PhD

Board Members Absent: None.

A. The Board received an update from Michael Westerveld, PhD, Chair of the Board of Professional Affairs (BPA), on BPA's strategic integration and transformation of the BPA portfolio.

B. In executive session, the Board voted to approve the appointment of Kendell L. Coker, PhD, JD; Andrea Barnes, JD, PhD; and Sharon Kelley, JD, PhD; to the Committee on Legal Issues for three-year terms (2021-2023).

C. In executive session, the Board voted to approve the appointment of Laura Dryjanska, PhD; Sade Soares, PhD; Jacks Cheng, PhD; and Dante Dixson, PhD; to the Committee on Early Career Psychologists for three-year terms (2021-2023).

D. In executive session, the Board voted to approve the following members of the Commission on Accreditation for a three-year term (2021-2023)

APPIC-Training Communities CoA Nominations Committee

Representing Professional Education and Training in Psychology

1. Aaron Joyce, PhD, ABPP
2. Krista Freece, PhD, ABN
3. Michele Di Carlo Willingham, PsyD

E. In executive session, the Board voted to approve the appointment of Leo Beletsky, JD, MPHP, as a public member of the Board for the Advancement of Psychology in the Public Interest for a three-year term (2021-2023).

F. In executive session, the Board voted to recommend that Council approve the following motion:

The issue of term limits is not new. In 2014, the Good Governance Project (GGP) Implementation Working Group asked APA boards and committees to respond to two specific motions. The one most relevant to this New Business Item (NBI) was (1) Members may serve up to two consecutive terms on boards and committees and would be required to have at least a one-year hiatus from service on boards and committees after serving two terms.

Although the focus of that NBI was on boards and committees, whereas this one is focused exclusively on Council service, the goals and concerns remain the same. In explaining the 2014 NBI, GGP stated that “there is dynamic competition for leadership positions and recycling is commonplace. As a result, there is widespread discouragement among those who seek to enter leadership roles. A primary goal of the new model is to increase new member engagement. The recommendations included in the above main motion are two ways to create space for fresh faces....”

APA boards and committees provided pros and cons regarding the proposal. We reviewed a total of 72 comments. We recognize that some APA governance members have expressed disapproval of some of the terminology in these comments, but we include them below as quotes, as they are part of APA’s historical record in response to the GGP discussion and reflect expressed opinions regarding uninterrupted APA service. Comments generally opposed uninterrupted, long-term APA service, stating that an unlimited model may not be in the best interest of APA because it can:

- “Decrease new talent, new ideas, and opportunities for involvement from a greater number of APA members”
- “Lead to in-group/out-group mentality and/or perception”
- “Reduce possibility of new and transformative ideas”
- Promote a “buddy system” which restricts access to leadership positions by new candidates
- Result in a series of “APA lifers” who use “APA governance as a career”

Analysis of the comments also identified a belief that long-term service without a hiatus could produce groupthink and recycled ideas, as well as burnout among long-serving members. Moreover, uninterrupted, long-term service “may not promote diversity within APA leadership.” One board expanded from the hiatus proposal, noting that “having term limits is good”, while others questioned if the one-year hiatus was enough.

The following limitation on Council service currently applies: “Representatives from a division or state/provincial/ territorial association are elected for a term of 3 consecutive years and may serve for not more than two consecutive terms. A Council member who has served for 6 consecutive years is not eligible for election or appointment for a period of 1 year from any division or state/provincial/territorial association.” (2018 Council of Representatives Handbook, p. 5; Bylaws of the American Psychological Association - Article V: Composition of the Council of Representatives, Item 7).

However, six years later, the concerns expressed in 2014 remain.

We seek to maintain the above rule requiring that Council members must take a one-year break after two consecutive terms. We now recommend adding a lifetime term limit to the APA Bylaws and APA Council Handbook.

We propose these term limits for members of Council to promote: bringing new individuals into APA leadership in order to offer new perspectives to new and longstanding Council areas of discussion, reducing perceptions that APA governance is only for select individuals, enhancing inclusion and diversity within APA governance, and reducing potential burnout for those who have served in APA

Council for an extended period. We believe that term limits will help APA stand firm in its commitment to inclusion and ensure that unrepresented and under-represented individuals have opportunities to serve on Council.

The setting of Council term limits is not intended to discount or devalue the critical contributions that more experienced APA members can make. We fully expect and hope that APA members who have reached their Council term limit will continue to provide valuable service to the organization through work on boards, committees, divisions, and state, provincial or territorial associations (SPTAs).

We recognize the importance of balancing the encouragement of new individuals within APA governance with the importance of historical continuity and the value of having experienced individuals in the process. We request the development of an expanded mentorship model that will further facilitate knowledge transfer in furtherance of APA's strategic priority to "Prepare the discipline and profession of psychology for the future."

In determining our recommended term limit, we examined how other professional associations have addressed term limits, as well as our own APA data. For example, the American Medical Association (AMA) limits service on many of their councils to "no more than 8 years", which is two terms. Another council limits members to "no more than eight terms" but a term there is only one year.

In analyzing the APA Council member data from 1992 to 2019 (the data made available by APA), we wanted to set a threshold where the proposed term limit would affect about 5% of APA Council members in that 27-year span. Our analysis indicated that 31 individuals have served four terms and 15 have served more than four terms. This does not include terms serving on the APA Board of Directors or on any APA Board or Committee, as our proposed term limit does not affect those APA governance opportunities. Combined, these 46 Council members represent about 4% of Council members in that 27-year span. The highest number of terms served across that period is seven. The mean number of terms served is 1.7 (± 0.9), whereas the median and mode are both one term.

Using those data and considering that a two-term limit was too stringent, a four-term limit establishes an acceptable balance that affects fewer than 5% of Council members serving in the past quarter century. Having four terms on Council allows an individual to gain and apply his/her experience and then move on to other governance roles in the organization if desired. Moreover, four terms would allow someone to serve up to two sets of back-to-back elected Council terms for one group (e.g., division, SPTA), maximizing the continuity of knowledge and his/her effectiveness. That person could choose to serve all four terms for a single group, or serve terms for up to four different groups.

Accordingly, we recommend a term limit of four terms on Council, across the lifetime of an individual. Specifically, we recommend the following change to the association bylaws: "Representatives from a division or state/provincial/ territorial association are elected for a term of 3 consecutive years and may serve for not more than two consecutive terms. A Council member who has served for 6 consecutive years is not eligible for election or appointment for a period of 1 year from any division or state/provincial/territorial association. An individual will be limited to serving four elected terms on APA Council across their lifetime. This does not include term of service

on the Board of Directors (including years as President-Elect, President, and Past President) or on any APA boards or committees.”

We believe this is a strong step toward bringing new members into APA governance. We believe term limits will help APA re-enforce the goals of the new Strategic Plan of the American Psychological Association/American Psychological Association Services, Inc. Expanding opportunities on Council for new members should promote “a strong, diverse, and unified psychology” (Vision) and support the guiding principles, including championing “diversity and inclusion” in order to “further the understanding and appreciation of differences and be inclusive in everything we do.” (Guiding Principles).

RESOLUTION

WHEREAS APA’s Council of Representatives (Council) is the legislative body of APA and its members seek to represent the more than 118,000 APA members;

WHEREAS Council members should represent the diversity of APA members, with diversity broadly defined (e.g., race, ethnicity, gender, age, religion, employment setting, disability, sexual orientation, gender identity, socioeconomic status, area of expertise);

WHEREAS In 2014, in response to the Good Governance Project, APA governance members identified significant concerns with uninterrupted, long-term APA service and many of those concerns remain;

WHEREAS According to the available data, fewer than 5% of Council members serving since 1992 have served four or more terms on Council, as 31 individuals have served four terms on Council and fifteen have served more than four terms;

WHEREAS Serving four terms on Council (elected by one group or across up to four different divisions/SPTAs/appropriate groups) gives Council members ample opportunity to gain experience and continue to use that experience;

WHEREAS Establishing a lifetime term limit for Council service will increase ballot openings and create new opportunities for unrepresented or under-represented individuals to run for Council positions and offer new experiences and perspectives to Council decision making;

WHEREAS We recognize the importance of balancing the encouragement of new individuals with the importance of historical continuity and the value of having experienced voices;

BE IT RESOLVED that APA will undertake the process to create a term limit of four lifetime terms on APA Council and that this term limit will apply only to Council service, not to board, committee, division, SPTA, or any other APA governance service;

Be it further resolved that completion of at least one calendar year of an elected term on APA Council will constitute a term for purposes of counting toward term limits;

Be it further resolved that the term limit will be inclusive to an APA member’s elected terms of service on Council across all entities that elect members to Council (e.g., divisions/SPTAs);

Be it further resolved that the current rule requiring a one-year break in service after two consecutive terms on Council will remain in effect;

Be it further resolved that Article V of the Bylaws will be amended to now include a statement regarding term limits: “An individual will be limited to serving four elected terms on APA Council across their lifetime. This does not include term of service on the Board of Directors (including years as President-Elect, President, and Past President) or on any APA boards or committees.”

Be it further resolved that upon passage of a Bylaws change to create term limits, if individuals have already served or are in the process of serving their fourth or greater term, they will be permitted to run for election to serve one additional term beyond the limit;

Be it further resolved that APA establish expanded mentorship opportunities that promote knowledge transfer between past, current, and future Council members in furtherance of APA’s strategic priority to “Prepare the discipline and profession of psychology for the future”.

BOARD OF DIRECTORS ACTION TAKEN BY UNANIMOUS WRITTEN CONSENT IN LIEU OF A MEETING

AUGUST 3, 2020 THROUGH DECEMBER 1, 2020

Board Members Present: Sandra L. Shullman, PhD; Jennifer F. Kelly, PhD, ABPP; Rosie Phillips Davis, PhD, ABPP; Jean A. Carter, PhD; Diana Lee Prescott, PhD; Arthur C. Evans Jr., PhD; Anthony L. Chambers, PhD, ABPP; Le Ondra Clark Harvey, PhD; Susan D. Clayton, PhD; Cynthia de las Fuentes, PhD; Kevin Donnellan; Roseann Fish Getchell, PsyD; Mitchell J. Prinstein, PhD; Pamela E. Scott-Johnson, PhD; Shannon L. Wiltsey Stirman, PhD; Randall P. White, PhD

Board Members Absent: None.

The Board confirmed the following actions by unanimous written consent in lieu of a meeting:

- A. In mid-August, the Board voted to appoint Louise Douce, PhD, to the Continuing Education Committee for a term starting immediately and ending December 31, 2022.
- B. In mid-September, the Board voted to approve the following resolution authorizing amendments to the American Psychological Association 401(k) Plan to move to a “true-up” plan:

WHEREAS, the American Psychological Association (“the Association”) maintains the American Psychological Association 401(k) Plan (“Plan”) effective 1-1-2001, and most recently restated 5-1-2015, for the benefit of eligible employees;

WHEREAS, the Association desires to amend the above-referenced Plan by changing the selections in the Plan’s Adoption Agreement to ensure that participants receive the maximum amount of safe harbor matching contributions available for their elective deferrals regardless of when in the plan year they make such elective deferrals;

WHEREAS, the Board of Directors has reviewed and evaluated the proposed amendment(s) to the Plan that change the period for which safe harbor matching contributions will be made from a payroll period to a plan year; and

WHEREAS, Section 14.01(b) of the Plan authorizes the Association to amend the selections under the Adoption Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves the proposed amendment to the American Psychological Association 401(k) Plan, and adopts the attached amendment to the Adoption Agreement to implement such action, to be effective on 1-1-2021.

RESOLVED FURTHER that the CEO of the Association or his designee is authorized to execute the Plan amendment and perform any other actions necessary to implement the Plan amendment.