

**ROCHESTER AREA GROUP  
PSYCHOTHERAPY SOCIETY**

BY LAWS

ARTICLE I

Identification

Section 1. Name: The name of this society shall be the Rochester Area Group Psychotherapy Society (RAGPS), Inc. Hereinafter it shall be referred to in this document as the Society.

Section 2. Incorporation: The Society shall be incorporated under the provisions of the General Laws of the State of New York, as a non-profit organization exempt from Federal income tax under the name of the Rochester Area Group Psychotherapy Society.

Section 3. Affiliation: The Society is a Local Affiliate Society of the American Group Psychotherapy Association, Inc. (AGPA.).

Section 4. Geographic Boundaries: The Society's geographical area shall include the County of Monroe in the State of New York, and the adjacent counties of Ontario, Livingston, Genesee, Wayne, and Orleans.

ARTICLE II

Purposes

Section 1. The purposes for which the Society is formed are:

- a) To enhance and promote the development of high quality training in group psychotherapy and group dynamics.
- b) To nurture a community for professional growth and stimulation through educational exchange and professional networking.
- c) To encourage and promote local clinicians' writing, research, and presentation about group psychotherapy.
- d) To be caretakers of high standards of ethical group psychotherapy.

## ARTICLE III

### Membership

Section 1. Classes of Membership: There shall be four classes of membership of the Society: (a) Clinical Members, (b) Associate Clinical Members, (c) Affiliate Members, and (d) Student Members.

#### Section 2. Clinical Members:

- a) Qualification: Clinical professionals who are Fellows or Clinical Members in good standing with the AGPA.
- b) Rights and Privileges: Clinical Members in good standing may participate fully in the affairs of the Society by such activities as voting, serving on Committees, including in the capacity of the Chair, and holding any elected office.

#### Section 3. Associate Clinical Members

- a) Qualification: Associate Clinical professionals who are Associate Clinical Members in good standing with the AGPA.
- b) Rights and Privileges: Associate Clinical Members in good standing may participate fully in the affairs of the Society by such activities as voting, serving on Committees, including in the capacity of the Chair, and holding any elected office.

#### Section 4. Affiliate Members:

- a) Qualifications: Affiliate professionals in the field of mental health who, although not Members of AGPA, are interested in the practice and development of group psychotherapy.
- b) Rights and Privileges: Affiliate Members in good standing may participate fully in the affairs of the Society by such activities as voting, serving on Committees, including in the capacity of the Chair, and holding any elected office.

#### Section 5. Student Members:

- a) Qualifications: Student professionals in the field of mental healthy who may or may not be Members of AGPA, and are interested in the practice and development of group psychotherapy.

- b) Rights and Privileges: Student Members in good standing may participate fully in the affairs of the Society by such activities as voting, serving on Committees, including in the capacity of the Chair, and holding any elected office.

Section 6: Membership Subject to By-Laws: All members, by accepting such status, shall for all purposes be deemed to have accepted and to have agreed to be bound by the By-Laws of the Society as the same may then exist or as the same may, from time to time, be altered or amended.

- a) Membership Year: The membership year of the Society shall begin on January 1 of each year and end on December 31 of that same year.
- b) Membership Enrollment: Attendance at one conference during the calendar year enrolls attendees in RAGPS membership for that calendar year.

#### ARTICLE IV

##### Officers

Section 1. Officers: The officers of the Society shall be the President, President-Elect, Secretary, and Treasurer.

Section 2. Terms of Office: Elected officers shall take office January 1 of the year immediately following their election. Elected officers shall hold office for a period of two (2) years.

Section 3. Powers and Duties of Officers:

- a) President. The President shall preside at meetings, be the executive officer of the Society and of the Board of Directors, provide leadership and perform all duties usually pertaining to the office. After the term of office, the President shall serve for two years as the Past-President and ex-officio serving on the Executive Committee.
- b) President-Elect. The President-Elect shall fulfill the duties of the President in his-her absence and be responsible for duties as assigned by the President. The President-Elect shall assume office at the end of the President's term of office.
- c) Secretary. The Secretary shall keep records of the Society including minutes of the meetings, correspondence of the Society, and records of meetings and reports to the membership, and shall be responsible for the

dissemination of information to members. He/She shall take charge of the Society mailbox and disperse incoming mail.

- d) Treasurer. The Treasurer shall have custody of all funds of the Society and shall maintain a bank account in the Society's name. The names of the Treasurer and the President shall be maintained on the account. The Treasurer shall collect funds from Institutes, Conferences, Workshops, and other activities sponsored by the Society for a fee. He/She shall have custody of all property of the Society subject to the authority of the President.

Section 4. Nomination and Election Process:

- a) Officers shall be elected every other year. The Nominating Committee shall form a slate of nominees for each office for presentation to the Board of Directors.
- b) Election of the officers shall be conducted by the Nominating Committee and held every other year.
- c) Officers shall be elected by a majority of the votes cast by the Board of Directors.
- d) Vacancies: The Executive Committee shall fill unexpired terms of office in the Society until the next business meeting when the office shall be filled by a duly-elected officer by a majority vote of Board members present. The office of President shall be an exception. Whenever the office of President is vacant, the President-Elect shall immediately assume office. If this occurs, leaving the office potentially vacant for over one year, a special election will be held as early as possible by the Board of Directors in accordance with this section.

Section 5. Removal of Officers: The Board of Directors may remove Officers for cause. Cause is hereby defined as neglect of duty or conduct injurious to the Society.

## ARTICLE V

### Board of Directors

Section 1. Composition: The management of the Society and all of its affairs shall be entrusted to a Board of Directors consisting of the President, President-Elect, Secretary, Treasurer, Members-at-Large, and Chairpersons of the

## Membership and Nominating Committees.

Section 2. Powers and Duties: The Board of Directors shall have the following powers and duties:

- a) To provide policy and planning for the Society.
- b) To carry out the purposes of the Society.
- c) To review and assess the affairs of the Society.
- d) To be responsible for the business and financial affairs of the Society.
- e) To appoint and dissolve all committees, except as herein otherwise provided for; to stimulate the activities of all committees; to coordinate the work of related committees of the Society, and to act on recommendations of such committees.
- f) To plan for the advancement of the Society's activities and welfare.

Section 3. Method of Election of Members-at-Large: The Member-at-Large shall be elected in the same year as the officers and by the same procedure, and shall hold this position for three (3) years.

Section 4: Vacancies: If a vacancy exists in an unexpired term of Secretary, Treasurer, or Member-at-Large, of the Board of Directors, such vacancy shall be filled by the Executive Committee's appointment of a successor to hold office until the net election. If a vacancy exists in an unexpired term of a President-elect, the Nominating Committee shall be directed by the Board to present names of eligible candidates for the office and a special election will be held.

Section 5: Meetings and Notice: The Board of Directors shall meet on a regular basis at times and places determined by its members. Special meetings of the Board of Directors may be called in one of two ways: by order of the President or by the President on written request of three members of the Board of Directors.

Section 6. Quorum. A majority of the Board of Directors in person or by proxy shall constitute a quorum at any meeting of the Board of Directors. When a quorum is present, the majority vote of these present in person or by proxy shall be necessary and sufficient to the decision of any question brought before the meeting unless otherwise required by these by-laws.

Section 7. Action without a Meeting: The Board of Directors, without assembling, may take action by the unanimous written consent or concurrence of

all Board members as if such action were taken at a meeting of the Board of Directors duly called and held with a quorum present and voting.

Section 8. Presiding Officer: The President of the Society shall preside at meetings of the Board of Directors, or in his/her absence, the President-Elect, or in her/his absence, the Secretary, or in his/her absence the Treasurer.

## ARTICLE VI

### Committees

#### Section 1. Procedures for Appointment

- a) Chairpersons: All chairpersons of the committees, with the exception of the Nominating Committee, shall be appointed by the President with the advice and consent of the Board. Chairperson's terms of office coincide with the term of the President. In case of a resignation or death of a committee chairperson, the President will appoint a successor immediately. The President shall serve as Chairperson of the Board of Directors and of the Executive Committee, and shall serve as an ex-officio member of all other committees.
- b) Committee Members: The Chairperson of each committee shall select other committee members and notify the Board of Directors of her/his selections.

#### Section 2. Types of Committees:

- a) Executive Committee: The Executive Committee shall be composed of the President, President-Elect as ex-officio, the Secretary, and the Treasurer of the Society. The tasks of the Executive Committee are (1) to review and assess the affairs of the Society; (2) to guide, oversee, and coordinate the activities of the Board of Directors and the Committees of the Society; and (3) to propose issues and items for the agenda of the meetings of the Board of Directors. The Executive Committee has the responsibility to make recommendations to the Board but does not have policy-making powers. The Executive Committee shall meet at regular intervals as deemed necessary to coordinate smooth functioning of the Society.
- b) Nominating Committee: The Nominating Committee, including the Chair, consists of three persons. The Chair shall be elected by a majority vote of the Board. The Chair will then recruit two candidates for the Nominating Committee whose members shall be sensitive to a reasonable balance of professional disciplines and geographic distribution of members.

The Nominating Committee shall carefully consider available and qualified candidates for elected office seeking potential leadership and enthusiasm for the Society's purposes among its nominees. The Nominating Committee shall ascertain the willingness of the proposed nominees to serve in the positions of President-Elect, Secretary, and Treasurer, and Member-at-Large of the Board of Directors and Nominating Committee Chair. The Nominating Committee shall present to the Board a slate of candidates for the office of the President-Elect, Secretary Treasurer, and Members-at-Large of the Board of Directors, and Nominating Committee Chair.

- c) The terms of appointment for committee membership shall be for one year and may be renewed. Committees shall consist of a minimum of three members and, unless otherwise indicated, shall strive to balance professional disciplines, geographic location, and levels of experience with the goals of encouraging participation of all classes of the membership.

## ARTICLE VII

### Parliamentary Authority

Section 1. The rules contained in the current edition of Robert's Rules of Order shall govern the Society in all cases in which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order the Society may adopt.

## ARTICLE VIII

### Fiscal Year

Section 1. The fiscal year of the Society shall commence on July 1 of any given year and end on June 30 of the next year.

## ARTICLE IX

### Amendments

Section 1. Amendments to these By-Laws may be proposed by any member of the Society at any meeting of its members or may originate at a meeting of the Board of Directors to be presented at the next meeting of Board members. A two-thirds vote of the Board members present in person or represented by proxy at the meeting of Board members at which the proposed amendment is voted upon shall be necessary and sufficient for the adoption of the proposed amendment,

provided that the proposed amendment has been read at a previous meeting of Board members as hereinbefore provided and provided further that notice of the proposed amendment has been given in the notice of the Board meeting at which the proposed amendment is voted on.

Section 2. Amendments:

- a) Board members have an obligation to report issues that could undermine public trust to the Executive Committee, including license suspension, sanctions, etc., as these could potentially be injurious to the Society. [Amendment approved on 07/27/2024]