

WISCONSIN PSYCHIATRIC ASSOCIATION BYLAWS

Identification

- 1.1 The name of this organization shall be the Wisconsin Psychiatric Association (herein referred to as the “WPA”), a District Branch of the APA (herein referred to as the “APA”)
- 1.2 The WPA is incorporated under the laws of the State of Wisconsin as a professional organization not organized for profit within the meaning of Section 501 (c)(6) of the Internal Revenue Code of 1986, as amended. No part of the net earnings of the WPA or APA shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the WPA and APA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
- 1.3 In the event of the WPA’s dissolution, all assets of this District Branch shall be forthwith distributed to the APA solely for scientific and educational purposes.

Objectives and Membership

2.1 The mission of the WPA is to advocate for service to patients, education, research, and the welfare of its members. Based on our understanding of biological, psychological, and social influences, psychiatrists are alone among physicians and mental health professionals in our unique ability to assess, diagnose, and treat patients using a comprehensive biopsychosocial framework. By virtue of this expertise, psychiatrists are equipped to help train, supervise, and collaborate with primary care physicians and other mental health professionals to accomplish the provision of integrated high quality biopsychosocial care.

Service to patients

- When public debate arises, the WPA will always be on the side of patient welfare and advocacy.
- We will seek to provide availability and accessibility to effective mental health and AODA services for all persons in need.
- We will seek to promote greater public understanding of the needs of the underserved,
- We will seek to establish practice parameters regarding treatment for mental disorders.
- In collaboration with other mental health professionals who serve the mentally ill, we will provide leadership, supervision, and training.

Education

- We will educate our patients, other professionals, the public, and ourselves about mental disorders.

- We will seek to continue educating ourselves about new advances in our own and related medical specialties.
- We will seek to improve psychiatric education and training through:
 - Education for medical students.
 - Quality training for psychiatric residents, including training in culturally diverse and underserved populations.
 - Training for psychiatrists to assume leadership positions in medical and mental health care.
 - Education of and collaboration with other medical practitioners.
 - Increased support for education and training from government and private sources.

Research

- We will encourage both basic and applied research in rural, urban, and underserved areas.
- We will seek to promote and direct clinical efficacy/outcome studies, to facilitate the establishment of appropriate practice parameters, and to improve our own treatment outcomes.

Professional Standards and Service to Members

- We will seek to promote credentialing, continuing education, and board certification for our members.
- We will promote membership in professional and scientific organizations.
- We will seek to facilitate collegial support, especially for psychiatrists in isolated or underserved practices.
- We will advocate for the identification, intervention, support, and assistance in the rehabilitation of the impaired psychiatrist.
- We will promote interprofessional consultation for support regarding clinical and administrative matters.

Interprofessional Relationships

- We will seek collegial relationships with other medical practitioners and professional organizations.
- We will maintain appropriate professional relationships with other mental health practitioners and organizations.

The WPA shall not participate or intervene in (including the publishing or distribution of statements of) any political campaign of any candidate for any public office.

2.2 For the objectives above stated, the territorial jurisdiction of this District Branch of the APA shall be delimited by the geographical boundaries of Wisconsin.

Categories of Membership

2.3 Requirements for membership in the Wisconsin Psychiatric Association shall be the same as those for the APA at the time of a prospective member's application for membership.

Any physician who is, or who is eligible to be, a Medical Student Member, a Resident-Fellow Member, Associate Member, General Member or Fellow of the APA and who resides or practices within the territorial jurisdiction of this District Branch shall be eligible for membership.

Qualifications. Any physician who is eligible for the any of the categories of membership below shall be eligible for membership.

There shall be the following categories of members who are to qualify according to the standards and procedures of the Association as set forth in Chapter 2 of the APA Bylaws. They are (a) Resident-Fellow Members; (b) Associate Members; (c) General Members; (d) Fellows; (e) Distinguished Fellows; (f) Life Members; (g) Life Fellows; (h) Life Associate Members; (i) Distinguished Life Fellows; (j) Inactive Members; or (k) Inactive Fellows.

Affiliates shall be physicians residing or practicing within the territorial jurisdiction of the District Branch who are not eligible for membership. Affiliates are not members, will be ineligible to vote or hold office, but may participate in scientific and social functions.

2.4 The right to vote will be the same as in the APA Constitution & Bylaws.

2.5 A Committee on Membership, consisting of the President-Elect and three chapter presidents, shall be appointed by the WPA President and approved by the WPA Council. Each member of this Committee will serve a two-year term. Terms of the first members appointed after adoption of this section shall be adjusted accordingly.

Applications for membership, except Honorary, will be made in writing on forms approved by the Board of Trustees of the APA. Procedures regarding endorsement and submission shall be determined in collaboration with the appropriate officials of the APA. The Membership Committee shall inquire into the standing of each applicant and make a report and recommendation of the eligibility of applicants.

Once the WPA has made sure an application for membership in the APA membership is in order, the application shall without further process be forwarded to the APA. Upon approval of the application, the APA shall confer membership of the appropriate grade in the APA

The APA Secretary shall then notify the appropriate officials of the WPA of such election in accordance with the Bylaws and/or rules and regulations adopted from time to time by the APAAPA.

Applicants whose applications have not had action taken upon them within ninety days of receipt of the application by the membership committee, or who are rejected, may appeal according to the provisions

of the Bylaws of the APA. Rejected applicants who wish to reapply for membership to the WPA must wait at least one year before doing so.

The Board of Trustees of the APA shall be the final judge of the acceptability of all candidates for membership.

Article VI Section 2 of the Constitution of the APA requires that categories of membership and qualifications thereof in District Branches shall be consistent with Article III of that Constitution.

Following approval of this District Branch to process members, it shall have the responsibility to advance Resident-Fellow Members to General Members. This is an administrative action to be taken upon completion of four years of approved residency or at the end of residency if additional training is under way. The APA Membership Division shall be notified of the action by the Secretary of the District Branch.

Nominations of General Members to the status of Fellows is the responsibility primarily of the District Branch. Election of Fellows is by the Board of Trustees of the APA upon recommendation of the APA Membership Committee.

Whenever an Associate Member becomes qualified for General Membership, the WPA is responsible for the advancement and notification of the APA Membership division by the Secretary.

Dismissals and Resignations

3.1 Any member failing to pay his dues or other assessments for 18 months shall automatically be dropped from membership thirty days after written notice of such proposed action has been sent to the member concerned. This procedure may be waived for good cause by action of the Council. Any member who wishes to resign may do so at any time.

3.2 Any member found by the Council after due hearing to which he or she has been invited, to be unsuitable for continued membership for adequate reason, shall be notified in writing of the proposed action of dismissal. After thirty days notice, such member may be so dismissed by the affirmative closed ballot vote of three-fourths of the voting members present at a closed meeting, a quorum being present.

3.3 The members dismissed from the District Branch may appeal to the APA as described by its Constitution and Bylaws.

3.4 Loss of membership in the District Branch or in the APA shall entail loss of membership in both.

Officers

4.1 The officers of the District Branch shall be a President, President-Elect, a Secretary, and a Treasurer. These officers, the immediate Past-President, the Representatives to the Assembly of District Branches, and other voting members duly elected as Councilors shall constitute the Council. In addition, Chapter Presidents (or their designates), one Early Career Psychiatrist (ECP) from each Chapter, and one Resident Fellow Member (RFM) representative from each Wisconsin residency program shall become

members of the Council. All standing committee chairs shall be advisory members of the Council, unless elected as Councilors.

4.2 Only voting members shall be eligible for nomination and election to office.

4.3 The President is the Executive Officer of the District Branch. He or she shall preside at all meetings of the membership and of the Council and shall otherwise perform the duties as are customary for presiding officers.

4.4 The President-Elect, in the absence of the President, shall perform the duties of the President. The President-Elect shall assume the office of President as of the last day of the APA Annual Meeting on or about two years following his or her election as President-Elect. The President-Elect shall assist the President by acting as overall coordinator of all committee functions.

4.5 The Secretary shall keep a record of the proceedings of all meetings of the District Branch and of the Board of Directors; keep a list of the members; issue notices of all meetings; notify officers and members of committees of their election or appointment; and certify all official records.

4.6 The Treasurer shall have charge of all funds and collect all dues. He or she shall pay all expenses of the District Branch. He or she shall make an annual report to the District Branch at the annual meetings upon the official transactions of income and expenditures of the District Branch. He or she shall sign all checks of the District Branch.

4.7 The Representatives to the Assembly of District Branches of the APA will represent this District Branch in the Assembly, and/or its subgroups, at all official meetings of the APA, and report back to the District Branch.

4.8 All Officers and the Representatives shall enter upon their duties at the close of business on the last day of the Annual Meeting of the APA next following their election, shall continue in office for two years, or until their successors are duly elected and assume office.

4.9. All Wisconsin Psychiatric Association checks must be signed by the President, Executive Director, or the Treasurer.

4.10 Meetings of the Council

Clause a – Frequency and Notification: Regular meetings of the WPA Council shall be held as called as necessary. Notice of all such meetings shall be given to the Councilors not less than ten (10) days before the meeting is held. Special meetings of the Council may be called by the President or at the request of any three (3) members of the Council, by notice mailed, delivered, telephoned, or sent by electronic communications to each member of the Council not less than seventy-two (72) hours before meeting is held.

Clause b – Electronic Meetings: Meetings of the Council may be conducted by telephone or by other electronic means in accordance with Section 181.0820 of the Wisconsin Non-Stock Corporation law (or any successor statutory provision).

Clause c – Electronic Voting: Voting by Mail or Electronic Means: The Council may vote by written ballot or by e-mail, except no action may be taken by written ballot or e-mail ballot unless at least two-thirds of the Councilors then in office approve of such action.

Election of Officers

5.1. Nominating Committee

Clause a - Committee Members: The nominating committee for the election of officers shall consist of the President of each chapter or his or her designate and the Immediate Past President of the WPA. The current President may not serve on the nominating committee unless so specified by a majority of the Council.

Clause b - Duties: The nominating committee shall nominate a slate of candidates for the office of President-Elect, Secretary, Treasurer, Councilors, Representatives. The Resident-Fellow Member and Early Career Psychiatrist (ECP) representatives shall be proposed by the WPA Nominating Committee at the recommendation of the program director (for the Resident-Fellow Member position) and Chapter President (for the ECP position) and approved by the Council. Additional names may be placed in nomination from the floor at the annual meeting contingent upon the stated willingness to serve by such candidates. The committee shall report its findings and nominations to the membership at the annual meeting.

5.2. Election Term

Clause a - President-Elect, Secretary, Treasurer, Councilors ECP and RFM Representatives: In each odd numbered year the membership shall elect, for a two year term, a President-Elect, a Secretary, a Treasurer, and two or more councilors. One Early Career Psychiatrist (ECP) from each chapter and one Resident-Fellow Member representative from each Wisconsin residency program shall be approved by the Council every year. The number of Councilors shall not exceed the number of standing committees. The President-Elect shall assume the office of the President for two years at the end of his or her term.

Clause b: When the term begins, officers and councilors elected shall take office at the close of the business of the annual meeting of the APA following their election. Officers shall hold office until their successors have been elected or appointed and qualified.

5.3. Elections

Clause a - Election: Officers shall be elected by ballot. A candidate receiving the most votes by ballot should be elected to his or her respective office.

Clause b - Contents: The ballot shall list as nominees, for each respective office, the names of those persons nominated by the nominating committee at the annual meeting, as well as those names placed in nomination from the floor at the annual meeting. Ballots shall be prepared and distributed by the WPA Business Office.

Clause c - Return: Ballots shall be sent to each member no later than fourteen days following the conclusion of the annual meeting. All ballots must be returned to the office of the Wisconsin Psychiatric

Association no later than the return date specified on the ballot. The return date of the ballot shall be thirty-five days following the conclusion of the annual meeting of the Wisconsin Psychiatric Association.

Clause d - Voting Monitored: Voting shall be monitored by two tellers appointed by the President.

Clause e – Recall: An action for recall of an officer or any member of the Council of the WPA may be initiated by a petition signed by one quarter voting members of the WPA or by a majority of the voting members of this Council. The petitioners shall set forth the reasons for initiating the petition and this shall be forwarded to the Secretary with a copy to the officer in question. A ballot shall then be sent to the general voting membership of the WPA to be returned no later than twenty-one (21) days upon its issuance. Recall shall be effected if two-thirds of the voting membership so indicates.

Vacancies

6.1. In the event the office of President becomes vacant, the President-Elect will become Acting President for the remainder of the year and then will begin his or her term as President.

6.2. If the position of President-Elect becomes vacant, the President will request the Nominations and Elections Committee to meet at an early date for the purpose of selecting one or more candidates for President-Elect. As soon as practical, at a regular or special meeting, a new President-Elect will be chosen. The person so chosen will serve as Acting President-Elect until the end of the term of office, when he or she will become President.

6.3 In the event any other office becomes vacant before expiration of a term the Council shall elect a member to serve for the unexpired portion.

Representatives

7.1 The WPA shall be represented at the meetings of the APA Assembly of District Branches and the Area Council by duly elected Representatives

7.2 Such Representatives shall be elected as other officers of the Association by ballot and shall serve for a term of two years or until a successor is elected.

7.3 When appropriate, such Representatives shall be instructed by Council and/or WPA as to its wishes on various matters. Representatives shall submit reports to the WPA on the activities of the Assembly and the Area Council.

Ethics

8.1 Code of Ethics. All members of the WPA shall be bound by the ethical code of the medical profession, specifically defined in the *Principles of Medical Ethics* of the American Medical Association and the APA's *Principles of Medical Ethics with Annotations Especially Applicable to Psychiatry*.

8.2 Ethics Complaints. Complaints charging members of the WPA with unethical behavior or practices shall be investigated, processed, and resolved in accordance with procedures approved by the Assembly and the Board of Trustees of the APA. The name of a member who resigns during an ethics investigation

will be reported to the membership.

Chapters

9.1 When a group of not less than ten members (not more than 20 per cent of whom may be Associate Members) residing in a contiguous geographical locality within the state of Wisconsin desire to create a Chapter of the WPA, they will proceed in the following manner:

At the time when Chapters are first formed, a smaller group may petition for Chapter status and be approved by the Council on grounds of distance from the center of other Chapter groups.

9.2 Following the approval of the first Chapter, the rest of the state may thereafter be organized into one or more Chapters in accordance with the procedure above.

9.3 Classification of membership and qualification for membership shall be the same as for the WPA. Persons applying for membership in the WPA from within the territorial jurisdiction of a Chapter shall apply for membership through the Chapter, and acceptance for membership in the WPA will be automatically followed by membership in the Chapter.

Physicians eligible for membership in the Wisconsin WPA residing or practicing within the boundaries of the state of Wisconsin, but outside the territorial jurisdiction of any approved WPA Chapter, may choose the Chapter to which they wish to belong until such time as a new Chapter may be formed to include their place of residence or practice.

9.4 The Officers of the Chapter will consist of a President, President-Elect, Secretary, Treasurer, and two Councilors. The President of the Chapter, or his or her designate, shall be a member of the Council of the Wisconsin WPA. Chapter Officers shall be elected at an annual meeting to take place prior to the Annual Meeting of the WPA, and will assume their new responsibilities every other year at the close of business of that Annual Meeting in the same manner as the officers of the WPA.

9.5 Chapters may form such committees as desired by the officers and the members. Chapters shall have equal representation on all WPA Committees insofar as possible, the members of which shall be chosen from nominees provided by the Chapter President.

9.6 All meetings of each Chapter shall be open to attendance by any member of the WPA. Each Chapter shall have sufficient meetings to conduct necessary business and to further the goals of the Chapter and the WPA.

Quorum

10. A quorum of the WPA shall be a majority of active dues-paying members in good standing attending a meeting. A quorum of Council shall be a majority of that body.

Meetings

11.1 There shall be one annual meeting of the WPA, unless otherwise determined by the Council.

11.2 Special meetings may be called by the President or upon petition signed by twenty members of the WPA.

11.3 Members shall be notified of meetings by the Secretary not less than one week before the meeting.

11.4 Consent without Meeting: Any action required or permitted by the Articles of Incorporation, Bylaws or any provision of law to be taken at a meeting or by resolution of the members may be taken without a meeting. Members may take action by a written resolution approved by 51% or more of members entitled to vote on the said resolution. Notice of such meeting shall be transmitted by US mail or electronic means to all members who shall be able to approve the resolution in writing or by transmitting such approval back to the sender by e-mail. When the resolution is adopted, all members, including those who did not vote, shall be notified of the approval. Such notification may be by e-mail.

Dues

12. Annual dues shall be determined by the Council with the approval of the membership for General Members, Associate Members, Fellows and Resident-Fellow Members. All other categories of membership shall be exempt from payment of dues.

Procedure

13. The procedure of the WPA shall be governed by *Robert's Rules of Order*.

Amendments

14. Amendments to the bylaws, or creation of a new Chapter may be initiated by a majority vote of members present at a business meeting of the WPA, a quorum being present. The Council will, at its next regular meeting, make a recommendation about the proposed amendment. Council may also originate amendments by three-fourths vote of its members. The Secretary will then send a ballot to all members by mail or electronic correspondence, including the full text of the proposed amendment, the recommendation about it made by the Council, and stating the date on which the ballots are to be counted. The amendment will become effective, if approved by a majority of the ballots returned by the specified tabulation date. An amendment may alternatively be approved by a two-thirds vote of the members of a regular meeting.
