

B Y -- L A W S
of

LOS ANGELES INSTITUTE FOR PSYCHOANALYSIS

ARTICLE I

The name of this Corporation is LOS ANGELES INSTITUTE FOR PSYCHOANALYSIS.

ARTICLE II
Purpose

Section 1.

The purposes for which it is organized are (1) to instruct properly qualified physicians in the theory, technique and applications of psychoanalysis, as developed by Sigmund Freud and his pupils and followers; (2) to acquaint other qualified individuals in related professional, academic and educational fields with those aspects of psychoanalysis which are pertinent to their respective fields; (3) to conduct research in developments in the theory, technique and applications of psychoanalysis; (4) to provide a consultation service for, and facilities for psychoanalytically oriented treatment of, personality disturbances in individuals of limited means; and (5) to further such other useful applications of psychoanalysis as may become practicable.

Section 2.

This corporation does not contemplate pecuniary gain or profit to the members, officers or trustees thereof.

ARTICLE III
Divisions of the Institute

Section 1.

The above purposes are to be subserved by four or more main divisions of activities and facilities as follows:

I. A Training School to instruct properly qualified physicians in the theory, technique and therapeutic applications of psychoanalysis, in accordance with the training standards and regulations of the American Psychoanalytic Association.

II. An Extension Division to acquaint qualified individuals in related professional, academic, and educational fields with aspects of psychoanalysis pertinent to their respective fields.

III. A Clinic or other outpatient facilities to provide psychoanalytically oriented consultation and treatment for personality disturbances in individuals of limited means.

IV. A Research Division, under unified supervision of a Director of Research, for the promotion and coordination of the Institute's research program.

V. Such other divisions as the Board of Trustees may deem appropriate and desirable.

Section 2.

The above four or more divisions are to be founded and developed simultaneously or successively, as the Board of Trustees may find practicable.

ARTICLE IV Funds and Equipment

Section 1.

The corporation, through the Board of Trustees, is authorized to receive as gifts sums of money, securities, land, buildings, and/or equipment to be held in trust for the use of any of the divisions of the corporation as endowment or as running expenses. Such gifts may be given specifically for one definite division, or the use of the gifts may be left to the discretion of the Board of Trustees.

Section 2.

Each main division of the corporation is authorized to collect appropriate fees, charges and/or other emoluments as return for its services, to cover in whole or in part the expenses of its operation, subject to ratification by the Board of Trustees.

ARTICLE V
Members

Section 1. Classes of Members.

There shall be three classes of members of this corporation:

- (1) Training analysts who are members of the Los Angeles Psychoanalytic Society.
- (2) Other psychoanalysts who are members of the Los Angeles Psychoanalytic Society.
- (3) Non-psychoanalysts who become members of the Institute by invitation.

Section 2. Eligibility and Election.

- (1) All training analysts who are members of the Los Angeles Psychoanalytic Society shall be automatically members of the Los Angeles Institute for Psychoanalysis.
- (2) All other members, active and accredited, of the Los Angeles Psychoanalytic Society, who have been members of the Society for at least one year, are eligible for membership in the Institute. They may apply to the Board of Trustees for membership, and thereupon shall be elected members.
- (3) Non-psychoanalysts, residents of Southern California, who by virtue of their experience and position, and interest in psychoanalysis can be helpful to the Institute as Trustees may become members of the Institute by election by the Board of Trustees.

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Section 3. Duties and Privileges.

The psychoanalyst members of the corporation shall pay dues as established by the Board of Trustees with confirmation by the membership. Non-psychoanalyst members shall not pay dues. The members shall receive reports periodically from the Board of Trustees concerning the work and progress of the Institute; they shall elect the Board of Trustees in the manner established by these By-Laws.

Section 4. Meetings.

Meetings of the members shall be held semi-annually, and at such other times as may be deemed advisable by the Board of Trustees. A majority of the members shall constitute a quorum, provided that this majority include a majority of each class of psychoanalyst members.

The regular annual meeting of the membership shall be held in June of each year, near the end of the academic year of the Training School. Election of Trustees shall regularly take place at the annual meeting of the members.

Section 5. Revocation of Membership.

Membership may be revoked for demonstrated just cause by a two-thirds vote of the total number of Trustees, provided that this two-thirds majority includes two-thirds of the total number of training-analyst trustees and two-thirds of the total number of non-training psychoanalyst trustees.

If any psychoanalyst member of the Institute ceases to be a member in good standing of the Los Angeles Psychoanalytic Society, he automatically relinquishes his membership in the Institute together with any position held in the Institute.

ARTICLE VI
Board of Trustees

Section 1.

The Board of Trustees shall consist of fifteen members of the Institute elected by the members, as follows:

Seven training analysts elected by the training analyst members.

Three psychoanalysts elected by the entire membership.

Five non-psychoanalysts elected by the entire membership.

Trustees shall hold office for a term of three years except that of the original Board, one third of the Trustees shall hold office for a term of one year and one third for a term of two years, so that one third of the Board shall be elected each year. Thus, of the five non-psychoanalysts on the original Board, two Trustees shall have a three year term, two shall have a two year term, and one shall have a one year term; and of the three non-training psychoanalysts on the original Board, one Trustee shall have a three year term, one shall have a two year term, and one shall have a one year term; and of the seven training analysts on the original Board of Trustees, three Trustees shall have one year terms, two shall have two year terms, and two shall have three year terms. In the carrying out of these provisions, the term of office of the individual Trustees shall be determined by drawing lots, except that among the training analyst Trustees, the Director of the Institute and the Dean of the Training School shall have three year terms.

Among the non-psychoanalyst Trustees there shall be at least one physician in the field of internal medicine, at least one educator, at least one business man or financier or lawyer.

Section 2. Election of Trustees

Trustees shall be elected as prescribed in Section 1 of this Article, and vacancies on the Board shall be filled, by majority vote of the total number entitled to elect. Vacancies shall be filled expressly for unexpired terms. Each Trustee shall hold office until his successor shall have been elected and qualified.

Section 3. Professional Committee

The ten psychoanalyst Trustees shall form a Professional Committee to make decisions concerning, and to oversee, the work and activities of the Institute in its several divisions, except the Training School. The Professional Committee may subdivide itself as it sees fit in order to aid in the operation of the various divisions of the Institute; and it may enlist the aid of other Trustees and members. It shall report to the Board of Trustees concerning the operation of the Institute in its several divisions.

The Director of the Institute shall be the Chairman of the Professional Committee.

Section 4. Authority of the Board of Trustees

The Board of Trustees shall have the direction and control of the property and affairs of the corporation through its Professional Committee and Education Committee, and through a Director of the Institute elected by the Professional Committee.

Appropriation of general funds for specific purposes shall be a prerogative of the Board of Trustees.

Section 5. Meetings of the Board

All meetings of the Board of Trustees shall be called by the President, or by the Director, or by any three Trustees on at least one week's notice, and shall be held at the time and place to be designated in such notice.

A majority of the Trustees shall constitute a quorum of the Board; provided that this majority include a majority of the training-analyst Trustees and a majority of the non-training psychoanalyst Trustees.

Action of the Board shall be by majority vote of the Trustees at any meeting at which a quorum shall be present, except as otherwise specifically provided in these By-Laws.

The regular annual meeting of the Board of Trustees shall be held in June of each year, near the end of the academic year of the Training School. The election of Trustees and of officers shall take place at the annual meeting.

There shall be regular quarterly meetings of the Board of Trustees.

Other meetings shall be called when necessary for ratifying appointments, appropriation of funds, or other purposes.

Section 6. Meetings of the Professional Committee

The Professional Committee shall meet regularly bi-monthly during the academic year for discussions and decisions regarding the operation of the divisions of the Institute. Special meetings may be called by its Chairman, the Director of the Institute.

ARTICLE VII
Officers

Section 1.

The officers of the Institute shall consist of a president, a secretary, a treasurer, and a director. The president and secretary shall be elected by the Board of Trustees from among their number and the treasurer and director shall be elected by the Professional Committee from among the training-analyst Trustees, each by majority vote of the total number qualified to elect.

Section 2. President

The President shall preside at the meetings of the corporation and shall perform the usual duties of his office. He shall be chairman of the Board of Trustees. In the absence or disability of the president, a president pro-tem shall be elected to serve temporarily in his place.

Section 3. Secretary

The secretary shall keep a record of the proceedings of all the meetings, and shall attend to the correspondence, of the corporation as a whole, and shall send notices of meetings of members and of Board of Trustees. He shall have custody of the corporate seal, and shall perform such other duties as may be assigned to or required of him by the Board of Trustees. -- The secretarial duties for the various divisions of the Institute shall be the responsibility of the associate directors thereof and their secretarial assistants.

Section 4. Treasurer

The treasurer shall receive, care for, and deposit the monies of the corporation and pay all proper vouchers and accounts, under such restrictions as the Board of Trustees may prescribe. He shall supervise the accounting of the corporation and its various divisions, and be custodian of its books, accounts and records, and shall perform such other duties as may be assigned to or required of him by the Board of Trustees.

Section 5. Director

The Director shall have supervision of and management of the actual operation of the divisions of the Institute, in certain instances through Associate Directors of the Divisions to be appointed by him, subject to approval by the Professional Committee. He shall be the Chairman of the Professional Committee. The Director shall be responsible to the Board of Trustees for the satisfactory operation of the divisions of the Institute.

The Director shall appoint and hire the working personnel of the divisions of the Institute, subject to ratification by the Professional Committee and the Trustees, except as to the Training School, which shall be governed by Article VIII, Section 1, of these By-Laws.

Section 6. Assistant Director

The Professional Committee may elect an Assistant Director from among the training-analyst Trustees by majority vote of the total number of the Committee. He shall assist the Director in the management and operation of the Institute. He shall be Acting Director during the disability or absence of the Director.

Section 7. Terms of Office

All officers shall hold office for a term of one year, except the Director of the Institute and the Dean of the Training School whose terms of office shall be three years, all subject to re-election.

Section 8. Removal of Trustees and Officers

Trustees and officers of the Institute may be removed from their positions for demonstrated just cause by a two-thirds vote of the total number of that body qualified to elect. The Director may remove any Associate Director, subject to approval by the Professional Committee.

ARTICLE VIII

Organization of the Divisions of the Institute

Section 1. The Training School

The Training School of the Institute shall be expressly managed by the Education Committee, which shall consist of the seven training-analyst Trustees. This Education Committee shall elect its Chairman for a three year term by majority vote of its total number, and this Chairman shall be Dean of the Training School. The Dean of the Training School may be the same person as the Director of the Institute. -- If the Director of the Institute be

someone other than the Dean of the Training School, the Director is obligated to recognize the Dean as chief of the Training School and not responsible to the Director, but responsible only to the Education Committee and the Board of Trustees.

The Dean of the Training School shall direct the activities of the Training School, in accordance with the training standards and regulations of the American Psychoanalytic Association, and with the active cooperation of the Education Committee of the Institute.

The Dean of the Training School shall appoint the members of the faculty of the Training School, upon their election by the Education Committee as follows: Training analysts shall be elected by two-thirds vote of the total membership of the Committee, for initial three year terms, then successive re-elective five year terms. Lecturers shall be approved by majority vote for initial one year terms, then successive two year re-appointments.

The Dean of the Training School shall arrange the curriculum of the Training School in consultation with and subject to ratification by the Education Committee.

The fees charged by the Training School shall be subject to ratification by the Board of Trustees of the Institute, which also has the prerogative of appropriating additional funds for the operation of the Training School through scholarships, fellowships, professorships and/or other suitable arrangements.

Section 2. Other Divisions

The Director of the Institute, with the consent of the Professional Committee, may manage directly the other separate divisions of the Institute, or he may choose to appoint or hire one or more Associate Directors to manage one or more of the other divisions, subject to ratification by the Professional Committee.

The Associate Director for the Clinic shall be called Director of the Clinic.

The Associate Director for the Research Division shall be called Director of Research.

The Associate Director for the Extension Division shall be called Director of the Extension Division.

Each of these divisions is to be organized in a suitable way by its Associate Director, subject to the approval of the Director and the Professional Committee.

Section 3.

Each division may utilize the facilities of other divisions of the Institute, according to plans agreed upon with the associate directors thereof and approved by the Director of the Institute, subject to ratification by the Professional Committee.

ARTICLE IX Compensation

The compensation, if any, for the Director, the Assistant Director, Associate Directors and other personnel of the Institute shall be determined by the Board of Trustees.

ARTICLE X Board of Sponsors

The Board of Trustees may appoint a Board of Sponsors, to consist of individuals of experience who have an interest in the success of the Institute and who wish to give help, advice or support, or to act as a liaison with other localities and organizations of importance to the Institute. There shall be no limit to the number of members of the Board of Sponsors, who shall have such duties as may be suggested by the Board of Trustees.

ARTICLE XI
Amending By-Laws

These By-Laws may be altered, repealed or amended by the Board of Trustees at any meeting, by a two-thirds vote of the total number of Trustees, provided that the two-thirds majority includes two thirds of the total number of training-analyst Trustees and two-thirds of the total number of non-training psychoanalyst Trustees -- except as otherwise provided in these By-Laws.

ARTICLE XII
Seal

The Board of Trustees may adopt a seal for the corporation.