

DRAFT OF PROPOSED
BY-LAWS OF THE LOS ANGELES PSYCHOANALYTIC
SOCIETY AND INSTITUTE

PREAMBLE

The name of this corporation is THE LOS ANGELES PSYCHOANALYTIC SOCIETY AND INSTITUTE (the Society-Institute).

The purpose for which this corporation is organized and is to be operated are the study, teaching and advancement of Psychoanalysis.

This corporation does not contemplate pecuniary gain or profit to the members, officers or directors hereof.

CHAPTER ONE - GENERAL PROVISIONS

ARTICLE I

Members

Section 1 - There shall be two basic classes of members, namely: Voting Members and Non-Voting Members.

Section 2 - Voting Members shall be classified into three groups, namely: (a) Active, (b) Accredited, and (c) Life.

(a) Active members shall fulfill the following requirements:

(1) They shall, at the time of the enactment of these By-Laws, be either active or honorary members of the Los Angeles Psychoanalytic Society, or

(2) They shall

(i) be Doctors of Medicine licensed to practice in the State of California, and

(ii) have obtained a Certificate of Completion of training from the Faculty of the Society-Institute or have otherwise completed training in Psychoanalysis in accordance with the standards established by the American Psychoanalytic Association or with standards equivalent thereto, and

(iii) be accepted for membership as active members by the Society-Institute.

(b) Accredited members shall fulfill the following requirements:

(1) They shall, at the time of the enactment of these By-Laws, be accredited members of the Los Angeles Psychoanalytic Society, or

(2) They shall

(i) be Doctors of Medicine not licensed to practice in California; or not be Doctors of Medicine, but be specially qualified to do research in the field of Psychoanalysis, and

(ii) have obtained a Certificate of Completion of training from the Faculty of the Society-Institute or have otherwise completed training in Psychoanalysis in accordance with the standards established by the American Psychoanalytic Association or with standards equivalent thereto, and

(iii) be accepted for membership as accredited members by the Society-Institute.

(c) Life members are those who are at the time of the enactment of these By-Laws active or accredited or honorary members of the Los Angeles Psychoanalytic Society and who have reached or hereafter reach their 70th birthday, or those who after such enactment become and remain active or accredited members of the Society-Institute for three full years and who reach or have reached their 70th birthday.

Section 3 - Non-Voting Members shall consist of honorary members.

Honorary Members shall be:

(a) Psychoanalysts who do not practice in Southern California and who are elected by the membership to honorary membership in recognition of their pre-eminence in the field of Psychoanalysis, and

(b) Local non-analysts who are elected by the membership to honorary membership in recognition of their special services to Psychoanalysis or to related sciences or to the Society-Institute.

Section 4 - No persons other than those listed under Section 2 and 3 of this Article shall be deemed to have any membership status. Subject to rules established by the Board of Directors,

candidates, retired members and other persons having a special interest, and all of the foregoing may be invited to scientific sessions.

ARTICLE II

Dues and Fees

Section 1 - (a) Active and accredited members shall pay dues and assessments as recommended by the Board of Directors and established by a majority vote of the membership.

(b) Life members and honorary members shall pay no dues.

(c) The Board of Directors may waive or defer the payment of dues by any active or accredited member.

Section 2 - Dues for each calendar year shall be payable on June 1.

Section 3 - The first notice for the payment of dues shall be sent to the membership on or before May 1 of each year. A first delinquency notice shall be sent on July 1. The second delinquency notice shall be sent on September 15. Any member who is delinquent on October 15 shall be given written notice by registered mail that he will be suspended from membership thirty (30) days after receipt of the notice unless payment is made in full within that period. If payment is not made within that period, suspension from membership will be automatic. The member will then be notified that he has been suspended and that he will be automatically expelled on the day of the next annual membership meeting unless he has brought his dues current by that time; if he does not pay his delinquent dues by that time, he shall be automatically expelled on that day.

ARTICLE III

Admission to Membership

Section 1 - All of the voting members of the Los Angeles Psychoanalytic Society at the time of the enactment of these By-Laws by the Board of Trustees of the Los Angeles Institute for Psychoanalysis will automatically constitute the initial membership of the Society-Institute, with such individual classification as is specified in Article I of this Chapter.

Section 2 - Application for voting membership in the Society-Institute shall be made in such form as shall be established by the Membership Committee

Section 3 - The Membership Committee shall process each application and shall act favorably or unfavorably upon each such application. Such processing shall include a study by the Membership Committee of the applicant's character, reputation, professional qualifications and eligibility under the criteria provided for in these By-Laws, and shall include circularization of all of the members of the Society-Institute requesting relevant information concerning the applicant. There shall also be announced at a business meeting of the Society-Institute prior to final decision by the Membership Committee, the fact of the application for membership. In the event of favorable action by the Membership Committee, the applicant's name shall be submitted to the members for election to the Society-Institute. Such election shall be by mail ballot and shall require a three fourths (3/4ths) majority of all members voting. If the Membership Committee acts unfavorably, the application will be denied forthwith unless a member of the Membership Committee requests that the Board of Directors review the action of the Membership Committee. If the Board of Directors agrees with the action of the Membership Committee, the application will be denied, and the applicant will be so notified. If the Board disagrees with the Membership Committee, the applicant's name shall be submitted to the membership for election, as though the Membership Committee had acted favorably upon his application.

Section 4 - Application for honorary membership may be instituted by any member of the Society-Institute on behalf of such proposed honorary member. Following application, the procedure set forth in Section 3 of this Article shall apply to election for honorary membership.

ARTICLE IV

Discipline

The Membership Committee shall be charged with the responsibility of handling any charges and complaints which are brought to its attention from any source that any member has engaged in activity prejudicial to the best interest of the Society-Institute or of Psychoanalysis. If the Membership Committee determines that a

or two of its members to conduct such investigation as it directs and to report back to the Committee as a whole. Before such investigation commences, the member whose conduct is to be investigated shall be informed that such investigation was ordered to be made. The investigator or investigators shall consult with legal counsel for the Society-Institute with respect to the procedure to be followed in the investigation.

After the completion of the investigation, and the making of the report thereof to the Membership Committee, if the Membership Committee determines that there is a substantial possibility that disciplinary action should be taken, the Membership Committee as a whole shall conduct hearings. The hearings shall be conducted according to such rules of due process as shall be established by the legal advisers to the Society-Institute to insure a fair hearing. The member or members of the Membership Committee who performed the investigation shall not participate in the deliberations or vote at the hearings.

By majority vote of all of the participating members of the Membership Committee, findings shall be made as to whether the member involved has, or has not, engaged in such prejudicial activity. If the finding is in favor of the member, he shall be so notified in writing.

If the finding is against a member, the Membership Committee shall make the further finding as to whether the member shall:

- (a) be expelled from membership, or
- (b) be given a letter appropriate to the findings of the Membership Committee.

If the finding is in favor of expulsion, the member involved shall be so notified in writing, and shall be notified further that he has a right to demand a review by the Board of Directors. If he does not demand such review, the decision of the Membership Committee shall be final and he shall be expelled. If he does demand such review, the Board of Directors shall hold a review hearing according to such rules as shall be established by the legal advisers of the Society-Institute to insure a fair review. The action of the Board of Directors pursuant to such review shall

order that the member either:

- (a) be exonerated, or
- (b) be sent an appropriate letter, or
- (c) be expelled.

If the Membership Committee makes a finding that the member shall be sent an appropriate letter, such letter shall be sent to him together with the notice that he has the right to demand a review by the Board of Directors. The review shall then follow the same procedure as set forth above with respect to review of a finding by the Membership Committee in favor of expulsion. The Board of Directors shall have the right to order the letter rescinded and expunged and formal exoneration to be given, or it may ratify the action of the Membership Committee in sending the letter.

ARTICLE V

Membership Meetings

Section 1 - Classes of Meetings

There shall be three classes of meetings, namely: Regular, Special and Annual.

Section 2 - Regular Meetings

Regular meetings shall consist of scientific and/or business sessions. They shall be held monthly except as otherwise determined by the President, but not less than seven in one calendar year.

Section 3 - Special Meetings

The President shall call special meetings for any appropriate purpose whenever he deems necessary, or upon written petition of at least one-fifth of the membership entitled to vote.

Section 4 - Annual Meeting

- (a) There shall be an annual business meeting held in June of each year.
- (b) At the Annual Meeting the agenda shall include the following:
 - (1) Annual report of the President and the other officers and committees.
 - (2) The election of elected officers and committee members whose election at the Annual Meeting is required under election procedure herein elsewhere established.

(3) The installation of all elective officers and elective committee members.

Section 5 - Business Sessions

Only active, accredited and life members shall be entitled to attend business sessions, except that the President may by special invitation invite other persons to attend any such session.

Section 6 - Scientific Sessions

All members shall be entitled to attend scientific sessions and persons maintained on the special list of the Secretary may attend such sessions by invitation.

Section 7 - Notice

Notice of all meetings shall be mailed at least seven days in advance of the meeting. The notice for any business meeting shall whenever possible, include the agenda of all business on which any vote is to be taken, and no voting on any business at any meeting may be taken unless the notice for the meeting has specified that such voting will take place, or unless the members in attendance by a three-fourths (3/4ths) vote waive this notice requirement.

Section 8 - Voting at Membership Meetings

(a) Voting for election to office as herein elsewhere provided shall be by secret ballot.

(b) All other voting shall be by voice vote unless the presiding officer, at his own initiative, and in any event upon the request of two members, calls for a secret ballot.

(c) All action of the members shall require only a simple majority of the members present and entitled to vote, except as otherwise specified in these By-Laws.

(d) Proxy votes are not valid, and all voting must be done by the actual voting members in attendance at the meeting.

Section 9 - Quorum

Twenty-five percent (25%) of the voting members of the Society-Institute shall constitute a quorum.

ARTICLE VI

Elected Officers

Section 1 - Titles

The Elected Officers of the Society-Institute shall be the following:

- (a) President
- (b) President Elect
- (c) Past President
- (d) Executive Councillor
- (e) Alternate Executive Councillor
- (f) Secretary
- (g) Treasurer
- (h) Director of Education
- (i) Assistant Director of Education

Section 2 - President

The President shall be the chief executive officer of the Society-Institute. He shall prepare the agenda and preside at all meetings of the membership and the Board of Directors of the Society-Institute. The President shall appoint all committees, including the committee chairmen, except the Membership Committee and faculty committees. Before any such appointment becomes final, the President shall notify the Board of Directors of his selections, and the Board shall have the right to disapprove of any such appointment pursuant to such procedures as shall be established by the Board. The President shall supervise the functions of the following committees:

- (a) Arrangements Committee;
- (b) History of the Society Committee;
- (c) Library Committee;
- (d) Housing Committee;
- (e) Research Committee;
- (f) Special Services Committee;
- (g) Publications Committee.

Section 3 - President Elect

In the absence of the President, the President Elect shall perform his duties. At the end of the President's term of office the President Elect shall automatically become the President.

The President Elect shall supervise the functions of the following committees:

- (a) Professional Program Committee, and
- (b) Community Education Committee.

Section 4 - Past President

The Past President shall be the person who has just completed his term of office as President. He shall supervise the functions of the Community Activities Committee and the Elections Committee.

Section 5 - Secretary

The Secretary shall keep the records of all meetings of the Society-Institute, conduct and keep records of official correspondence, certify official documents, maintain a list of members and their addresses and any special lists, and give proper notification of meetings and programs. The Secretary shall supervise the functions of the Administrative Committee.

Section 6 - Treasurer

The Treasurer shall supervise the collection and expenditure of all income and shall supervise the Finance Committee in its advisory functions in the preservation and investment of the assets of the Society-Institute. The Treasurer shall submit an audited financial statement at the expiration of his term of office and whenever required by the Board of Directors. His signature or that of the President shall be necessary for the withdrawal and expenditure of funds. There shall be responsible to him any bookkeepers or certified public accountants employed or retained by the Society-Institute.

Section 7 - Director of Education

The Director of Education shall be the Administrative Head of the Faculty. He shall have the functions set forth in Chapter Three of these By-Laws.

Section 8 - Assistant Director of Education

The Assistant Director of Education shall act as assistant to the Director. He shall have the functions set forth in Chapter Three of these By-Laws.

Section 9 - Executive Councillor:

The Executive Councillor shall be the representative of the Society-Institute on the American Psychoanalytic Association Executive Council.

Section 10 - Alternate Executive Councillor

The Alternate Executive Councillor shall act as the Executive Councillor in his absence or unavailability for any particular function.

Section 11 - Tenure of Offices

(a) President Elect, President and Past President.

The person elected President Elect shall serve successively one year in that capacity, one year as President and one year as Past President.

(b) The term of the Secretary shall be one year.

(c) The term of the Treasurer shall be one year.

(d) The term of the Executive Councillor shall be two years.

(e) The term of the Alternate Executive Councillor shall be two years.

(f) The term of the Director of Education shall be two years.

(g) The term of the Assistant Director of Education shall be two years.

(h) Only voting members are eligible for election to office or to the Membership Committee. No person may hold more than one office at one time. No officer may be the member of any committee except faculty committees and ad hoc committees.

(i) All officers are eligible for re-election, except:

(1) That no person may hold the same office for over two consecutive years; after holding any office for two consecutive years, there must be a two year hiatus for eligibility to election to the same office.

(2) No person may be on the Board of Directors more than five consecutive years.

(j) The tenure of each office shall begin at the moment of election at the Annual Meeting.

(k) The word "year" as used in this section shall mean the period from one annual meeting to the next annual meeting.

Section 12 - Initial Elections

The election of the first officers and of the members of the Membership Committee of the Society-Institute after the adoption of these By-Laws shall be made in accordance with the following initial, special election rules and procedures:

(a) Immediately after the adoption of these By-Laws, the Director of the Los Angeles Institute for Psychoanalysis, in cooperation with the President of the Los Angeles Psychoanalytic

Society, shall call a meeting of the initial members of the Society-Institute. This call shall be made by written notice to all such members, which notice shall be sent not less than seven (7) days before the meeting date. The meeting date shall be not more than fifteen (15) days after the date on which the Board of Trustees adopts these By-Laws.

(b) The call for the meeting shall inform all of the members that the purpose of the meeting is to elect the initial officers and the members of the Membership Committee of the Society-Institute.

(c) At the meeting, all of the initial members as defined in Section 1 of Article III of this Chapter, shall be eligible to vote.

(d) At the meeting, the election of all of the initial officers (except the Director of Education and the Assistant Director of Education) and the election of the members of the Membership Committee shall take place pursuant to nomination from the floor and secret written ballot.

(e) At the meeting, the membership shall elect seven (7) members of the Membership Committee, the President Elect, Executive Councillor, Alternate Executive Councillor, Secretary and Treasurer, and by reason of the fact that these are initial elections, will also elect a President and a Past President.

(f) At the meeting, there shall be no election of the Director of Education and Assistant Director of Education, both of which officers shall for the initial term be selected by the Faculty as soon as the Faculty is organized under these By-Laws. For this one term alone, the Director of Education and Assistant Director of Education will not be presented to the membership as a whole for election, and the Faculty shall set up its own procedure for this initial selection only.

(g) The initial officers and the initial members of the Membership Committee shall serve until the first annual meeting of the Society-Institute the June following their election, and in addition, shall serve a term thereafter as though they were first elected at such first annual meeting in June. At the first annual meeting there will, therefore, be no elections.

(h) The nomination and election of the initial officers and of the initial members of the Membership Committee shall take place in the following order:

- (1) President
- (2) President Elect
- (3) Past President
- (4) Executive Councillor
- (5) Secretary
- (6) Treasurer
- (7) Alternate Executive Councillor
- (8) Members of the Membership Committee

(i) The election for the seven (7) members of the Membership Committee shall take place as a unit; the seven (7) persons receiving the highest votes shall be elected. In the event of a tie, there shall be a run-off election.

(j) All officers, at this election only, must be elected by majority vote, and if on the voting for any office no person shall receive a majority vote on the first tally, the two plurality leaders shall have a run-off election. All officers and the members of the Membership Committee shall assume their office upon the completion of the election of all of the officers and the members of the Membership Committee.

Section 13 - Vacancies

(a) In the event of the death or resignation of any officer or any member of the Membership Committee, except the President or the Executive Councillor, the vacancy shall be filled at a business meeting which shall be held within thirty days of such death or resignation. The vacated office shall be filled by nomination from the floor (except as provided under (d) of this Section) and election by the membership at that meeting;

(b) In the event of the death or resignation of the President, the President Elect shall take over his functions for the balance of that year, and shall in addition serve his own term as President and Past President. The position of President Elect shall remain vacant until the next general election of the officers and the members of the Membership Committee.

(c) In the event of the death or resignation of the Executive Councillor, the Alternate Councillor shall take his place for the balance of his term, and a new Alternate Councillor shall be elected at a business meeting to be held within thirty days as set forth above;

(d) In the event of the death or resignation of the Director of Education or Assistant Director of Education, the Faculty shall nominate within fifteen days, for election at a business meeting held within thirty days as set forth above.

ARTICLE VII

Board of Directors

Section 1 - The Board of Directors shall consist of the following seven (7) elected officers:

- (a) President Elect;
- (b) President;
- (c) Past President;
- (d) Executive Councillor;
- (e) Secretary;
- (f) Treasurer; and
- (g) Director of Education.

Section 2 - Except as specifically limited by the Articles of Incorporation or the By-Laws, and subject to such restrictions as may be imposed by law, the Board of Directors shall manage the property, affairs and business of the Society-Institute and exercise all the powers of the Society-Institute. All appointive committees are responsible to the Board of Directors.

ARTICLE VIII

Election of Officers and Membership Committee

Section 1 - The election of officers and membership committee shall be under the administration of the Elections Committee.

Section 2 - The Elections Committee shall consist of four (4) members who shall be appointed by the Board of Directors no later than March 1 of each year.

Section 3 - Except for the office of Director of Education and Assistant Director of Education, nominations shall be made by

written petition signed by at least ten (10) voting members.

Section 4 - The Elections Committee shall have no nominating functions except with respect to any office or committee position for which no nominating petition has been filed by May 15.

Section 5 - On or before April 1, the Elections Committee shall circularize the membership with a request for nominations. All nominations which are duly certified by the Elections Committee to have been made by proper petition signed by the necessary ten (10) members shall be posted at the office of the Society-Institute.

On May 1 the Elections Committee will mail to the membership the list of the nominations which have been made. If by May 15 there are any offices for which nominations have not been received, the Elections Committee shall make its own nomination for such offices. No nominations shall be accepted from the membership after May 15.

Section 6 - The nominee or nominees for the office of Director of Education and Assistant Director of Education shall be selected by the Faculty as set forth in Chapter Three.

Section 7 - The Elections Committee shall mail ballots on or about June 1. All ballots received at the office of the Society-Institute by 5:00 P.M. of the twelfth day following the mailing of the ballots to the membership shall be counted by the Elections Committee at an open session of that Committee at the office of the Society-Institute.

Section 8 - In the case of the office of President Elect, a majority vote of all members voting is necessary for election. If by the mail ballot no such majority is obtained, there will be a run-off election between the two plurality leaders by secret ballot vote at the Annual Meeting.

Section 9 - With respect to all offices and elective committee positions other than the office of President Elect, the nominee receiving the largest number of votes shall be elected. In the event of tie vote by mail ballot for any office or committee position, there will be a run-off election by secret ballot vote at the Annual Meeting.

ARTICLE IX

Membership Committee

Section 1 - The membership of the Society-Institute shall elect

a Membership Committee consisting of seven (7) members. Their areas of responsibility shall be as set forth in Articles V and VI of this Chapter.

The Membership Committee shall select its own chairman from among its members.

Section 2 - The members of the Membership Committee shall serve for two years. They shall not be eligible for re-election until there has been a hiatus of two years.

ARTICLE X

Committees

Section 1 - The chairmen and members of all committees will be appointed by the President, subject to disapproval by the Board of Directors, excepting only the Membership Committee, which shall be elected by the membership, and committees of the Faculty.

Section 2 - Except as otherwise specified in these By-Laws, the chairmen and members of all committees shall serve one year.

ARTICLE XI

The Faculty

From the members of the Society-Institute there shall be selected a Faculty, whose composition, organization, and operation shall be governed by the provisions of Chapter Three, except as otherwise provided in this Chapter One. All functions of the Society-Institute with respect to the admission, education and graduation of candidates shall be exercised by the Faculty.

ARTICLE XII

Advisory Council

Section 1 - There shall be established an Advisory Council consisting of non-members of the Society-Institute, who shall be designated Advisory Councillors. The members of the Advisory Council shall consist of individuals of experience who are interested in the work of the Society-Institute and in Psychoanalysis, and who wish to give advice and assistance to the Society-Institute. All of such members shall be appointed by the Board of Directors and shall serve for such individual terms as are designated by the Board of Directors.

Section 2 - The Advisory Council shall function as consultants to the Board of Directors and to such officers or committees as the Board shall direct. Members of the Advisory Council, at the discretion of the Board of Directors, may be invited to participate in any meetings of the Board, committees or membership.

ARTICLE XIII

Amendments to By-Laws

Amendments to these By-Laws may be proposed by a majority vote of the Board of Directors, or by a petition in writing by not less than ten (10) voting members of the Society-Institute. All such proposals shall be submitted to the Secretary. In the agenda for the next succeeding business meeting of the membership, there shall be included the text of the proposed By-Laws change. At that business meeting the By-Laws change will be discussed. A vote shall then be taken at that meeting as to whether the By-Laws change should be submitted to the entire membership for vote. If the members in attendance disapprove the submission, the proposed By-Laws change shall fail. If the majority of members in attendance at the meeting approve the submission, the Secretary shall cause to be prepared a statement of representative arguments for and against the change, and within ten (10) days after such business meeting shall cause a mail ballot to be sent to the entire membership, together with the statement of representative arguments. All ballots received at the office of the Society-Institute by 5:00 P.M. of the twelfth day following the mailing of the ballots to the membership shall be counted by the Board at an open session of the Board at the office of the Society-Institute. A vote of two-thirds (2/3rds) of all of the members voting in such ballot shall be necessary to effect the By-Laws change.

CHAPTER TWO - APPOINTIVE ADMINISTRATIVE COMMITTEES

ARTICLE I

Professional Program Committee

The Professional Program Committee shall consist of at least four (4) members. It shall be responsible for all scientific programs of the Society-Institute, including:

- (a) The regular scientific program of the Society-Institute;
- (b) All other general or specialized scientific programs;
- (c) Society-Institute seminars;
- (d) Post-graduate activities;
- (e) Research seminars;
- (f) Collaborative programs with other psychoanalytic organizations.

ARTICLE II

Community Education Committee

The Community Education Committee shall consist of at least four (4) members. The Committee shall be responsible for all educational programs and seminars offered by the Society-Institute for allied professions and the general public.

ARTICLE III

Psychoanalytic Clinic Committee

The Psychoanalytic Clinic Committee shall consist of at least four (4) members. The chairman of this committee will be designated the Director of the Clinic. The President shall appoint an assistant committee chairman who shall be designated the Assistant Director of the Clinic.

This Committee shall maintain the Clinic:

- (a) For community service; and
- (b) As a resource for scientific research and related activities.

ARTICLE IV

Community Activities Committee

The Community Activities Committee shall consist of at least

four (4) members. This Committee is charged with planning the continuing enlargement of the services to be rendered by the Society-Institute to the general community and implementing such plans as directed by the Board of Directors.

ARTICLE V

Arrangements Committee

The Arrangements Committee shall consist of at least three (3) members. It shall be responsible for:

- (a) Convention planning;
- (b) Social events; and
- (c) Reception and housing of invited lecturers or consultants.

ARTICLE VI

Housing Committee

The Housing Committee shall consist of at least three (3) members. It shall, in collaboration with the Finance Committee, be charged with the selection and maintenance of housing, furnishings, and equipment of the Society-Institute.

ARTICLE VII

Library Committee

The Library Committee shall consist of at least three (3) members. It shall be responsible for the selection and maintenance of the library. It shall maintain its own liaison with the Faculty with respect to curriculum requirements.

ARTICLE VIII

Research Committee

The Research Committee shall consist of at least three (3) members. It shall encourage and coordinate the research activities of the members of the Society-Institute.

ARTICLE IX

Publications Committee

The Publications Committee shall consist of at least three (3) members. The chairman of this committee shall be designated the Editor of the Bulletin. The committee shall be responsible for the printing and distribution of the annual catalog and of scientific material such as papers presented at meetings and background

material. The committee shall designate one of its members to serve as correspondent to the Journal of the American Psychoanalytic Association and other professional publications.

ARTICLE X

History of the Society Committee

The History of the Society Committee shall consist of at least three (3) members. It shall record, display, and disseminate the historical material of the Society-Institute.

ARTICLE XI

Special Services Committee

The Special Services Committee shall consist of at least three (3) members. It shall be charged with the responsibility of handling such programs of benefit to the members as are consistent with the non-profit character of the organization. It shall also be charged with special activities as fund raising and other non-professional activities which are of benefit to the Society-Institute and to Psychoanalysis, including liaison with the Auxiliary.

ARTICLE XII

Finance Committee

The Finance Committee shall consist of at least three (3) members. It shall function as an advisory committee to the Treasurer.

ARTICLE XIII

Administrative Committee

The Administrative Committee shall consist of at least three (3) members. It shall function as an advisory committee to the Secretary.

ARTICLE XIV

Ad Hoc Committees

The President may at any time appoint ad hoc committees which shall be charged with such responsibility over such period of time as shall be designated by the President after consultation with the Board of Directors. The President shall also appoint such ad hoc committees as the membership shall direct upon appropriate resolution passed by the membership at any business meeting.

CHAPTER THREE - FACULTY

ARTICLE I

Membership

The Faculty shall be composed of the following persons:

Section 1 - Members of the Society-Institute who were on the Faculty of the Los Angeles Institute for Psychoanalysis on June 30, 1966; and

Section 2 - Members of the Society-Institute who are nominated to the Faculty by the Faculty Committee and are appointed by the Board of Directors, in the following manner:

(a) At any time after one year from the date the applicant became a member of the Society-Institute (unless the Faculty Committee by two-thirds vote waives this restriction in an individual case), either the applicant or a member of the Faculty Committee may place the applicant's name before the Faculty Committee. After considering the applicant's qualifications, the Faculty Committee shall by majority vote, either:

(1) Nominate the applicant for membership on the Faculty, in which event the qualifications of the applicant shall be considered by the Board of Directors, which by majority vote shall:

- (i) appoint the applicant to the Faculty; or
- (ii) decline to appoint the applicant to the Faculty, and refer the application back to the Faculty Committee, accompanied by such confidential comments and/or recommendations as the Board deems proper;

or

(2) Decline to nominate the applicant for membership on the Faculty, and if the applicant so requests, provide him by confidential communication with the reasons for such declination.

(b) Should the Faculty Committee decline to nominate an applicant under the provisions of Section 2(a) of this Article, the applicant may:

(1) Re-apply to the Faculty Committee, provided that no such reapplication may be made less than twelve months after any such declination, except with the written consent of the Faculty Committee; or

(2) Apply to the Coordinating Council for consideration of his qualifications, and request it to recommend to the Faculty Committee that the application be reconsidered; or

(3) If he has proceeded under Section 2(b) (1) and (2) of this Article, but not otherwise, place his own name before the Board of Directors, in which event the Board shall:

(i) refer the application to the Faculty Committee for reconsideration, accompanied by such confidential comments and/or recommendations as the Board may deem proper; or

(ii) refuse to refer the application to the Faculty Committee for reconsideration.

(c) Nominations and appointments shall be in the sole discretion of the Faculty Committee and the Board of Directors, and except as provided in Section 1 of this Article, an applicant shall become a member of the Faculty only after nomination by the Faculty Committee and appointment by the Board of Directors as set forth in this Article.

ARTICLE II

Classification

The Faculty shall consist of the following:

Section 1 - Assistant Faculty Members: All members of the Faculty except those who qualify as Associates or Senior Faculty members shall be designated Assistant Faculty members. The appointment shall terminate after three years, unless within that period the Assistant Faculty member has become an Associate or Senior Faculty member. An Assistant Faculty member shall perform such teaching duties as may be assigned by the Curriculum Committee, and shall have such other duties as may be assigned to him; he may attend and participate, but not vote, in faculty meetings.

Section 2 - Associate Faculty Members: Those members who have served on the Faculty for one year or more and who have been appointed

Associate Faculty members by the Faculty Committee, or those who qualify for membership under the provisions of Section 1 of Article I of this Chapter and on June 30, 1966 had held an appointment by the Los Angeles Institute for Psychoanalysis as Assistant Instructor for at least one year shall be designated Associate Faculty members. Subject to the assignment of specific faculty functions to retired members as more fully set forth in Section 2 of Article IV of this Chapter, the appointment shall be terminated by the Associate Faculty member's retirement at the age of 70 years, or by his disability, or resignation. An Associate Faculty member shall perform such teaching duties as may be assigned by the Curriculum Committee, and shall have such other duties as may be assigned to him. He may attend, participate in and vote at faculty meetings, and, if the Coordinating Council determines that there is an inadequate number of Senior Faculty members available, he may serve on Faculty committees.

Section 3 - Senior Faculty Members: Those members who have served on the Faculty for four years or more, of which at least three years have been served as an Associate Faculty member, and who have been appointed as Senior Faculty members by the Faculty Committee, or who qualify for membership under the provisions of Section 1 of this Article and on June 30, 1966, held an appointment by the Los Angeles Institute for Psychoanalysis as Full Instructor, shall be designated Senior Faculty members. Subject to the assignment of specific faculty functions to retired members as more fully set forth in Section 2 of Article IV of this Chapter, the appointment shall be terminated by the Senior Faculty member's retirement at the age of 70 years, or by his disability or resignation. A Senior Faculty member shall:

- (a) Attend, participate in and vote at Faculty meetings, as set forth in Article III of this Chapter;
- (b) Perform such teaching duties as may be designated by the Curriculum Committee, and have such other duties as may be assigned to him;
- (c) Serve on the standing Faculty committees, as set forth in Article IV of this Chapter;

- (d) Conduct the psychoanalysis of candidates, as set forth in Article VI of this Chapter;
- (e) Supervise candidates' cases, as set forth in Article VI of this Chapter.

ARTICLE III

Faculty Meetings

Faculty meetings must be called no less often than annually, and in all events within thirty days of a request therefor made by any three members of the Coordinating Council. Meetings shall be called by the Director of Education, or in his absence by the Assistant Director of Education.

Section 1 - The Annual Meeting shall be held between April 1 and May 25 of each year, upon not less than fifteen days' written notice. This meeting shall include a business meeting, and in addition to such other business as may properly be brought before it, the Faculty shall at that time:

- (a) Nominate a Director of Education for election in accordance with Article VIII of Chapter One;
- (b) Nominate an Assistant Director of Education for election in accordance with Article VIII of Chapter One;
- (c) Elect the chairmen of the standing committees of the Faculty, as set forth in Article IV of this Chapter.

Section 2 - All other meetings shall be called upon not less than fifteen days' written notice, provided that if the Director of Education and three other members of the Coordinating Council so request, a meeting may be called upon not less than five days' written notice.

Section 3 - At all meetings the Faculty shall consider such matters as may be brought before it, but in no event shall a matter not on the agenda be brought to a vote. All notices of meetings must include the agenda.

ARTICLE IV

Standing Committees of the Faculty

Each standing committee of the Faculty shall be composed of six Faculty members, each of whom shall serve three years. Only Senior Faculty members may be appointed to committees, except that

in those cases where the Coordinating Council determines there is not available an adequate number of Senior Faculty members, Associate Faculty members may be appointed. The chairman of each such committee shall be elected annually by the Faculty from those members who are commencing their third consecutive year as members of that committee. No member shall serve on more than one standing committee at one time, and no member shall serve more than three consecutive years on any one standing committee. The standing committees are as follows:

Section 1 - The Admissions Committee, which shall:

- (a) Examine and act upon applications for psychoanalytic training;
- (b) Establish and revise as appropriate the admissions procedures for psychoanalytic training;
- (c) Recommend to the Coordinating Council appropriate professional relations activities.

Section 2 - The Faculty Committee, which shall:

- (a) Encourage and foster teaching;
- (b) Act upon applications for Faculty membership as set forth in Article I of this Chapter;
- (c) Review at regular intervals the eligibility of each Assistant and Associate Faculty member for elevation to Associate and Senior Faculty member status, respectively, and make appointments to such status;
- (d) In special cases, in conjunction with the Coordinating Council, recommend to the Board of Directors the assignment of certain Faculty functions to retired faculty members;
- (e) Consider and act upon applications for leave;
- (f) Consider teaching appointments for special subjects, as recommended by the Curriculum Committee, and make appropriate interim teaching appointments;
- (g) In conjunction with the Coordinating Council, as set forth in Section 7 of this Article, consider applications for authorization to psychoanalyze candidates, and make appropriate recommendations to the Board of Directors;
- (h) In conjunction with the Coordinating Council, recommend to the Board of Directors revocation of teaching appointments or

authorization to conduct psychoanalysis of candidates or to supervise cases;

(i) Consult with and advise Faculty members in all matters relating to special problems in teaching and supervision.

Section 3 - The Candidates' Evaluation Committee, which shall:

(a) Supervise, prepare, administer, and evaluate colloquia and examinations, and promote candidates;

(b) Receive and evaluate, on a confidential basis and without discussion with the candidate's psychoanalyst, reports and evaluations of students as submitted by members of the Faculty, recommending to the Coordinating Council that individual students be suspended or dropped from training should the quality of their work so require;

(c) Consider applications of candidates to conduct psychoanalyses under supervision and provide authorization therefor in such manner as it deems appropriate;

(d) Confer with supervisors and teachers concerning progress of students;

(e) Counsel students regularly with respect to their work, recommending additional supervised cases and/or a change of supervisors as appropriate, and provide students with appropriate assistance in the event of emergencies;

(f) Provide appropriate reports on student progress to the Coordinating Council, recommending that individual students be graduated upon successful completion of training;

(g) Communicate pertinent information from candidates' evaluations to other appropriate Faculty committees;

(h) Periodically review the applicable techniques of evaluation.

Section 4 - The Curriculum Committee, which shall:

(a) Determine the basic content of each course to be taught, and assign teachers as appropriate, provided that any changes which, in the judgment of the Coordinating Council, represent a substantial alteration of teaching technique or philosophy shall not be implemented without prior affirmative vote of the Faculty;

(b) Evaluate and refer to the Faculty Committee with appropriate recommendations for interim teaching appointments those who can present special subjects of value to the teaching program;

(c) In cooperation with the Professional Education Committee, provide guest lecturers.

Section 5 - The Committee for Special Projects, which shall:

(a) Periodically evaluate the function and operation of the Faculty and provide appropriate reports and recommendations for modifications and improvements;

(b) Serve as a general review and planning committee;

(c) Undertake ad hoc functions assigned to it by the Director of Education, such as the development of scholarship, loan, and grant programs;

(d) Maintain and advance the liaison between the Faculty and other psychoanalytic, psychiatric, and medical groups;

(e) Prepare the undergraduate education section of the annual catalog, and maintain the manuals of the Faculty.

Section 6 - Initial Committee Formation. Immediately upon the election of the initial officers of the Society-Institute, the entire Faculty will be convened by the Secretary for the purpose of electing the initial Director of Education and Assistant Director of Education, in accordance with Section 12 (f) of Article VI of Chapter One.

The Faculty at this meeting shall also elect a Senior Faculty member for the following assignment:

These three electees shall appoint the initial members of the committees of the Faculty.

(a) Immediately upon the appointment of the committee members, each committee will elect from its members one who shall serve as chairman and who will, at the end of one year, rotate off of the respective committee.

All of the members of each such initially appointed committee shall either by mutual agreement among themselves or by the drawing of lots be designated to serve staggered terms of one, two, and three years respectively on that committee.

(b) The initial Coordinating Council will consist of the initial chairmen of the standing committees, the Chairman of the Child Analysis Program, and the Assistant Director of Education, and the Director of Education, who will serve as the Chairman.

ARTICLE V

Faculty Councils

Section 1 - The Coordinating Council shall be composed of the chairmen of each of the standing committees of the Faculty, the Director of Education, the Assistant Director of Education, and the Chairman of the Child Analysis Program. This Council shall:

- (a) Provide to the Board of Directors such reports, information and recommendations concerning the function of the Faculty and the education of the candidates as the Board of Directors may from time to time require;
- (b) Coordinate and supervise the functions and duties of the standing committees of the Faculty;
- (c) Provide counsel and recommendations to the Director of Education and the Assistant Director of Education;
- (d) Appoint all members of standing committees of the Faculty; provide from time to time as circumstances require, appropriate rules and regulations governing membership on committees, rotation from committee to committee, and such other administrative details relating to the Faculty and its functions as are not set forth in these By-Laws;
- (e) Constitute the "Education Committee," within the meaning of that term as used in the rules and regulations of the American Psychoanalytic Association, and govern the relationship of the Faculty to the Board of Professional Standards of the American Psychoanalytic Association;
- (f) Govern the regular fiscal matters of the Faculty in cooperation with the Treasurer;
- (g) Exercise the authority of the Faculty to graduate candidates, after consideration of the recommendations of the Candidates' Evaluation Committee;
- (h) Elect a second Fellow, to serve with the Director of

Education on the Board of Professional Standards of the American Psychoanalytic Association, and elect two alternate Fellows thereto;

(i) Establish and implement a Child Analysis Program.

Section 2 - The Certification Council shall consist of the Faculty Committee and the Coordinating Council sitting as a single body.

This Council shall consider the qualifications of a Faculty member otherwise qualified who applies for certification to psychoanalyze candidates, and the Council shall by majority vote, either:

(a) Recommend the applicant to the Board of Directors as qualified, in which event the Board shall consider the applicant's qualifications and by majority vote, either:

(1) Certify the applicant as qualified to conduct the psychoanalysis of candidates, or

(2) Withhold certification of the applicant and refer his application back to the Certification Council with appropriate confidential comments and/or recommendations, or

(3) Decline to recommend to the Certification Council that the applicant be qualified, in which event that Council shall, if the applicant so requests, provide him by confidential communication with the reasons for such declination;

(b) Should the Certification Council decline to recommend an applicant to the Board of Directors, the applicant may place his own name before the Board of Directors, in which event the Board shall:

(1) Refer the application to the Certification Council for reconsideration, with appropriate confidential comments and/or recommendations; or

(2) Decline to refer the application to the Certification Council for reconsideration;

(c) Should the Board of Directors decline to certify an applicant, he may reapply for certification provided that no such reapplication may be made less than twelve months after any such declination;

(d) Certification shall be in the sole discretion of the Certification Council and the Board of Directors, and except

as provided in Section 1 of Article VI, an applicant shall be certified to conduct psychoanalyses of candidates only with the concurrence of the Certification Council and the Board of Directors as set forth in this Section;

(e) Certification to conduct psychoanalyses of candidates may be withdrawn by the Board of Directors upon the recommendation of the Certification Council, in which event a member may re-apply for certification as set forth in this Section;

(f) The Certification Council shall exercise such other administrative functions as it shall be called upon to perform;

(g) The term "Training Analyst" as used in the rules and regulations of the American Psychoanalytic Association shall refer to the Certified Faculty members, designated, Analyzing Instructors.

ARTICLE VI

Psychoanalysis and Supervision of Candidates

The psychoanalysis of candidates and supervision of cases shall be regulated as follows:

Section 1 - The psychoanalysis of candidates shall only be conducted by a Senior Faculty member who was on June 30, 1966, authorized to conduct such psychoanalyses under the applicable rules of the Los Angeles Institute for Psychoanalysis, or who:

- (a) Has been on the Faculty of the Society-Institute and/or the Los Angeles Institute for Psychoanalysis for a total of at least four years; and
- (b) Is a member in good standing of the American Psychoanalytic Association; and
- (c) Has been certified as an Analyzing Instructor by the Board of Directors as set forth in Section 2 of Article V of this Chapter.

Section 2 - Analyzing Instructors shall conduct at their own discretion the psychoanalysis of candidates, but they shall not conduct more than three such psychoanalyses at any one time without the approval of a majority of the Faculty Committee, nor shall they commence the psychoanalysis of a candidate after they reach the age of 68 years without the approval of the Certification Council and of the Board of Directors.

Section 3 - The Analyzing Instructors may supervise candidates' cases any time after one year following their certification date, but they shall not supervise more than four such cases at any one time without the approval of a majority of the Faculty Committee, nor shall they commence supervision of a case after they reach the age of 70 years without the approval of the Certification Council and of the Board of Directors.

ARTICLE VII

Director of Education and Assistant Director of Education

Section 1 - The Director of Education and the Assistant Director of Education shall be nominated from the Senior Faculty members by the Faculty as set forth in Article III of this Chapter. The nominations shall be made by the Faculty at the Annual Meeting of the Faculty, by majority vote.

Section 2 - The Director of Education and the Assistant Director of Education shall be elected as set forth in Article VIII of Chapter One.

Section 3 - Duties of the Director of Education. The Director of Education shall:

- (a) Serve as a member of the Board of Directors;
- (b) Serve as Fellow on the Board of Professional Standards of the American Psychoanalytic Association;
- (c) Serve as chairman of the Faculty;
- (d) Serve as chairman of the Coordinating Council;
- (e) Serve ex officio as a member of each of the standing committees of the Faculty, but without vote;
- (f) Implement the recommendations and policies of the Coordinating Council.

Section 4 - Duties of the Assistant Director of Education.

The Assistant Director of Education shall perform such duties as may be assigned by the Director, and in the absence of the Director or during the disability of the Director shall have all of the rights, powers, duties, and obligations conferred and imposed upon the Director of Education.