

American Association for Emergency Psychiatry (AAEP)

THE BYLAWS

CHAPTER ONE NAME AND PURPOSE

1. The name of the organization shall be “American Association for Emergency Psychiatry,” hereafter known as AAEP or ‘the Association.”
2. The purpose of the organization shall be to represent a multidisciplinary professional membership by: developing standards to promote excellence in care, educating the public and health professionals about crisis and emergency mental health care, encouraging research in all aspects of crisis and emergency psychiatric care, promoting training and the continuing education of health professionals working in crisis and emergency care settings, and providing opportunities for fellowship among its members.
3. The Association shall be organized as a non-stock, non-profit organization in conformance with applicable State and Federal statutes as administered by the appropriate regulatory agencies.
4. The mission statement of the American Association for Emergency Psychiatry reads “We are champions for the advancement of evidence based, compassionate care for behavioral emergencies through research, education, and interdisciplinary collaboration.”

CHAPTER TWO OFFICERS

1. The officers of the Association shall be the President, President Elect, Immediate Past President, and the Executive Director (if one exists) who shall be nonvoting.
2. The President shall be the Chief Executive Officer of the Association and shall carry out all policies and directives of the Board and the membership in accordance with these Bylaws. The President shall:
Preside at all general meetings of the Association and at all meetings of the Board; Appoint the personnel of all councils, committees, and boards; Appoint an individual to keep the records of the Association, and be responsible for the minutes of the meetings of the Board, the Executive Committee and the general business meetings of the Association.
3. The President shall be the Chief Financial Officer of the Association until a treasurer is elected or appointed. Under the general direction of the Board, the President or agents authorized by the President shall receive, disburse, account for, and manage all money funds of the Association. The President will develop an annual budget for the Board to approve and will submit an annual financial statement to the Board and to the Assembly at the AAEP Annual Meeting.
4. The President must be a physician.
5. The President-Elect shall perform all duties assigned or delegated by the President.
6. In the absence of the President, because of illness, death, resignation, leave, or any other reason, the President Elect shall function as Interim President until the President may resume those duties or until the end of the President's term.
7. In the absence of a President Elect or if the President Elect would not be able to fulfill the

responsibilities of the President for any reason, the President shall continue in his or her

office, at the discretion of the Board, until such time as another election for President can be held but for no more than one additional year.

8. All other vacancies among the Officers of AAEP shall be filled by general members selected by the President, with the approval of the Board, to fill the office until the next regular election of the AAEP.
9. All officers of the association shall hold office for two years with nominations and elections of officers taking place every two years.
10. A previous President may not serve as President again until two full terms have elapsed.
11. An Executive Director may be selected by the Board of Directors and will serve as a nonvoting member of the Board of Directors. The Executive Director will work under the direction of the President and the Board of Directors.

CHAPTER THREE BOARD OF DIRECTORS

1. The voting members of the Board shall consist of the Officers of the Association and four at-large members. A majority of the Board of Directors shall be psychiatrists.
2. As of the date of adoption of these bylaws, four At-Large General members shall be elected to serve four-year terms with two being elected to serve two-year terms and two being elected to serve four-year terms. After the first election, all Directors shall be elected for four-year terms. Each elected director may serve no more than two consecutive terms but may be reelected after one term off the Board.
3. Nonvoting members of the Board shall be: the two most recent past Presidents and liaisons from social work, psychology and nursing professions. Other nonvoting positions may be created at the discretion of Board.
4. The Board shall develop and implement the policies of the Association and shall be ultimately responsible for the direction of the activities of the Association including the approval of the annual budget.
5. The President shall nominate a General Member, with the approval of the Board, to fill any vacancy among the elected directors until the next regular election of AAEP.
6. Five voting members of the Board of Directors shall constitute a quorum.
7. The Board shall meet during the time of the annual meeting of the Association and may meet at other times decided by the President. One third or more of the voting members may call a special meeting of the Board by petition.
8. Any member of the Board who is absent for two consecutive Board meetings, without acceptable cause, or who misses 60 percent or more of the Board meetings in a twelve-month period may be removed from his or her office at the recommendation of the President and with the consent of a majority of the other Board members.
9. All Board members and liaisons must be paid-up members.
10. All Board members and officers shall annually declare potential conflicts of interest in writing. Any member of the Board who has a financial, personal, or official interest in or conflict with any matter pending before the Board of such nature as it prevents the member from acting on the matter in an impartial manner will refrain from discussion and voting on said matter. No individual member of the Association may enter into any contract or execute any instruments in the name of or on behalf of the Association unless approved by the Board.

CHAPTER FOUR MEMBERS

1. There shall be four categories of membership: General Members, members-in training, allied professional members, and students who may be medical students or students in allied professions.
2. General members shall be practicing physicians holding a US medical license or appropriate credentialing in a non-US country. Physician members shall be voting members.
3. Allied professional members shall be psychologists, social workers, nurses, and counselors who have completed an approved training program, and have appropriate training and experience in emergency psychiatry, or for whom emergency psychiatry constitutes a significant part of their practice. Allied professional members shall be voting members.
4. Members-In-Training shall be: physicians enrolled in an approved residency program.
5. Students shall be medical students, or other students enrolled in accredited mental health-related programs.
7. The Board shall have the right to establish additional categories of membership.
8. The Board shall collect dues annually, for General, Member-In-Training, Allied, and Student, on any schedule deemed appropriate by the Board. Dues are due on the anniversary date of each year and become delinquent as of 90 days afterwards.”
9. Complaints regarding unprofessional conduct shall be referred to the professional body overseeing the discipline of the member. Loss of license to practice will result in expulsion of the member.

CHAPTER FIVE COMMITTEES AND OTHER ORGANIZATIONAL ENTITIES

1. The Executive Committee shall consist of the officers of the Association (the President, President Elect and Immediate Past President). The Executive Committee shall manage and direct the operations of the Association between meetings of the Board and shall report all actions taken to the Board. A quorum shall consist of two, one of whom must be the President or President Elect. The Board may delegate responsibilities to the Executive Committee to ensure proper and timely execution of all obligations of the Association.
2. The Nominating and Election Committee shall be the most recent three past presidents. The Committee shall nominate candidates for each office in the Association, and report these names as a slate to the general membership. The committee shall set guidelines for elections to all offices and shall have the responsibility to conduct and oversee all elections, including the reporting of results to the Board.
3. The President may form additional standing or ad hoc committees.
4. A Membership Committee may be formed by the President to recommend policies regarding membership, including dues and assessments to the President and through the President to the Board. The committee shall also be responsible for recruiting new members.
5. A Finance Committee may be formed by the President to assist the President in preparing a proposed budget for each annual meeting of the Board, in reviewing procedures for financial accounting activities, and recommending dues and assessments.

6. A Scientific and/or Educational Committee may be appointed by the President to develop the scientific and educational program of the Annual Meeting and to help in the development of collaborative research projects in emergency psychiatry.

CHAPTER SIX MEETINGS

1. The Annual Meeting of the organization shall take place once a year during the National Update on Behavioral Emergencies Conference in December. A quorum necessary to conduct business at the Annual Meeting is 10.
2. Other membership meetings may be called by the Board of Directors with advance notice of 30 days given to the membership. The Board of Directors shall call a membership meeting upon receipt of a petition signed by 20 voting dues-paid members.

CHAPTER SEVEN REVISIONS OF THE BYLAWS

1. Revisions of the bylaws of the Association may be initiated by a majority vote of the Board, or by a petition from no less than one fifth of the general members. Revisions shall be sent out to the membership 30 days prior to voting and shall be ratified by a majority vote of general members at the next regular meeting of AAEP.

CHAPTER EIGHT GOVERNANCE

1. In matters not addressed by these Bylaws, the governing authority shall be Roberts Rules of Order Newly revised.
2. Email communications shall be sufficient to fulfill requirements stated by these Bylaws except where prohibited by law.
3. If any provision of these Bylaws is or shall be found to be contrary to the law, (1) such provision shall not be applicable except to the extent permitted by law and (2) all other provisions of these Bylaws shall be continued in effect.

CHAPTER NINE DISSOLUTION

1. The property of the Association shall never inure to the benefit of or be distributed to any member of the Association. In the event of the dissolution of the Association, any property remaining shall be transferred to a corporation, fund or foundation operating exclusively for charitable, scientific or educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. Selection of such an organization shall be subject to majority approval of the General Members of the Association.

Amended December 2018