



Bylaws – Adopted by membership April, 2026

### **Article I - Identification**

1.1 **Name** - The name of the organization is the American Association of Directors of Psychiatric Residency Training, Inc. (Hereafter called "the Association.") It was incorporated in 1973 in the State of Connecticut.

1.2 **Principal Office** - The principal office of the Association shall be at PO Box 30413, Indianapolis IN 46230. The Executive Council of the organization shall have the power to change the principal office and to establish other offices of the Association.

### **Article II - Mission**

2.1 **Mission** - To better meet the nation's mental healthcare needs, the mission of the American Association of Directors of Psychiatric Residency Training is to promote excellence in the education and training of future psychiatrists who are prepared to meet the needs of our patients and communities by fostering a transformative environment that embraces diversity, inclusion, equity, and justice.

### **Article III - Members**

3.1 **Powers** - The voting membership of the Association shall have the power to elect officers and honorary members and to amend these bylaws.

3.2 **Classes of Members** - The membership of the association shall consist of five classes of members with the following qualifications and rights.

3.2 (a) **Institutional Sponsors and Their Members** - This class of membership shall consist of psychiatric hospitals and departments of psychiatry or other institutions within the United States or Canada which maintain accredited programs of psychiatric residency and psychiatric subspecialty training. Each Institutional Sponsor may have multiple individual and program administrator members. Each Institutional Sponsor shall have one (1) vote on each matter submitted to an association wide vote. This vote shall be exercised by an individual psychiatrist member designated officially by the Institutional Sponsor as its representative for voting purposes.

3.2(a.1) Individual members – This class of membership shall consist of psychiatrists, including but not limited to, Training Directors and Associate/Assistant Training Directors of general and subspecialty psychiatric residency programs as well as Chairs, Vice Chairs, and Department Heads who oversee such programs, and psychologists who are actively involved in psychiatry residency training (pending AADPRT leadership review).

3.2(a.2) Program Administrator members – This class of membership shall consist of program administrators or residency coordinators who are actively involved in psychiatry residency training.

3.2 (b) Non-accredited Institutional Sponsors and Their Members - This class of membership shall consist of psychiatric hospitals and departments of psychiatry or other institutions within the United States or Canada which have applied for ACGME accreditation for their psychiatric residency training program and/or psychiatric subspecialty training fellowships AND non-accredited fellowship programs that are sponsored by an institution accredited by the ACGME. Together we label this group of potential members as Non-accredited Institutional Sponsor and Their Members. Each Non-accredited Institutional Sponsor may have multiple individual and program administrator members. Non-accredited institutional sponsors do not have voting rights in the organization. The process and further requirements for membership will be detailed by policy.

3.2 (b.1) Non-accredited Individual members – This class of membership shall consist of psychiatrists, including but not limited to, Training Directors and Associate/Assistant Training Directors of general and subspecialty psychiatric residency programs as well as Chairs, Vice Chairs, and Department Heads who oversee non-accredited programs, and psychologists who are actively involved in psychiatry residency training (pending AADPRT leadership review). These persons may not hold leadership positions in the organization

3.2 (b.2) Non-accredited Program Administrator members – This class of membership shall consist of program administrators or residency coordinators who are actively involved in psychiatry residency training of non-accredited programs. These persons may not hold leadership positions in the organization.

3.2 (c) Affiliate Members - This class of membership shall consist of psychiatrists who do not qualify as individual members of the institutional sponsors, and have an active role in residency education. Affiliate members shall not have voting rights.

3.2 (d) Emeritus Members - A member may become emeritus after they had ceased their scientific or medical occupation for which they received remuneration (i.e., income based on professional services has ceased or is less than 10% of full-time occupational income). Upon approval by the AADPRT leadership, an emeritus member will have their annual membership dues waived.

3.2 (e) International Members - This category of membership shall consist of psychiatrists who work as psychiatry residency training directors, or the equivalent, outside of the United States and Canada. They must be sponsored by an Individual Member of AADPRT and verified as eligible by AADPRT leadership. International Members may apply for reduced dues based on financial hardship. International Members must apply by April 1 to be considered for the subsequent academic year (July 1). 3.3 How Members Become Members

3.3 (a) Institutional Sponsors and Their Members - An institution is defined as a (a) general psychiatry residency program and all of its affiliated fellowship programs, or (b) standalone child and adolescent psychiatry (CAP) residency program (in the case of CAP residencies unaffiliated with a general psychiatry residency program).

3.3(a.1) Individual members – To become an individual member, representatives of the institutional sponsor must complete a membership application and provide payment of individual member dues to the Executive Office. Psychologist member applications will be reviewed and approved by AADPRT leadership. Once the application has been approved and payment has been received, membership

shall be granted. One of the individual psychiatrist members will be officially designated as the sole voting member for that institution.

3.3(a.2) Program Administrator members – To become a program administrator member, program administrators (residency/fellowship coordinators) must complete a membership application. The first program administrator completing the application, or renewing membership, must pay the institution sponsor's dues. Once the institution dues are paid and the application has been approved, they are accepted as members. Additional program administrators must also complete a membership application without a fee.

3.3 (b) Affiliate members – Psychiatrists who fulfill the criteria set forth for membership in this category shall be granted membership upon receipt of a properly completed application and the payment of dues to the Executive Office of the Association.

3.3 (c) Emeritus Members - In order to qualify for this category, members should have had an institutional or affiliate membership for a minimum of seven (7) years, and have ceased their scientific or medical occupation for which they receive remuneration (i.e., income based on professional services has ceased or is less than 10% of full-time occupational income).

3.3 (d) International Members – Psychiatrists who fulfill the criteria set forth for membership in this category must be sponsored by an Individual Member of AADPRT. Once the application is verified as eligible for membership by AADPRT leadership, they shall be granted membership upon payment of dues to the Executive Office of the Association. International members may apply for reduced dues based on financial hardship.

#### 3.4 Meetings of Members

3.4 (a) The Annual Meeting - A meeting of the members of the Association shall be held. This meeting shall include a business meeting for the membership and other such activities that further the mission of the Association.

3.4 (b) Other Meetings of the Members - Other meetings of the organization may be called as needed for the running of the Association.

3.4 (c) Notice of Meetings - A notice of each Annual meeting and of other called meetings involving the entire membership shall be given to each member no less than 30 days before the date of the meeting. Correspondence of this notice shall come from the principal office of the Association and will be in writing to the last known mailing address as shown in the membership records of the Association or by other forms of communication such as fax or E-mail that are available to the membership.

3.4 (d) Quorum, Matter of Action and Adjournment - Ten (10) percent of all voting members as of the date of a meeting of members shall constitute a quorum for the Annual meeting. The vote of a majority of this quorum shall serve as the act of the members of the Association, except as otherwise provided by the bylaws. A majority of the voting members present at any meeting may adjourn the meeting.

## **Article IV - Executive Council**

4.1 **Executive Council** - The activities, properties and affairs of the Association shall be managed by the Executive Council. The responsibility of the Executive Council shall include, but not be limited to, general supervision of the affairs of the Association, setting of the time and place of meetings of members, setting the structure and amount of dues, and meeting registration fees, initiation of policy and performance of other duties prescribed by these bylaws. At a business meeting that will be held at each Annual Meeting, the Executive Council shall render a report to the members of the activities of the Association for the preceding year.

4.2 **Members of the Executive Council** - The Executive Council shall consist of the Association's President, President- Elect, Secretary/Treasurer, Program Chair, Program Chair-Elect, immediate Past President, Past-past President (optional), the Academic Psychiatry Governance Committee Representative, the Chairpersons of the Standing Committees or their equivalents, the Child and Adolescent Psychiatry Caucus Chair, the Subspecialty Caucus Chair, and a Member-at-Large. Chairpersons of the Standing Committees, or their equivalents as well as the chairs of the child and adolescent psychiatry caucus and the subspecialty caucus, shall hold office from the close of the annual meeting at time of their appointment through the third annual meeting following appointment (3 years). Their term may be extended up to one (1) additional year. If a chair vacates a position prematurely, the President-Elect will select a replacement chair as outlined in the organization's policies. The new chair will immediately replace the outgoing chair and remain in the position through the third annual meeting of their term. The President may also appoint up to four (4) additional members to the Executive Council (Presidential Appointees). Appointees will serve a one- (1) year term and may be reappointed by successive Presidents for up to two (2) additional consecutive one- (1) year terms. The President may invite additional AADPRT leadership members (e.g. Taskforce Chairs) to attend an Executive Council meeting should such involvement facilitate achieving the goals of the Organization. These invited persons shall not be considered Executive Council members and may not vote. Each remaining member of the Executive Council shall hold office from the time of their selection or appointment as one of the office holders stated above until their successor shall have been duly elected or appointed and shall be qualified or until death, or until resignation. The past-past president is optional; if the past president opts to continue as past past-president, then they will serve as a non-voting, ex-officio member of the Steering Committee and Executive Council. The Association President shall serve as Executive Council Chairperson.

4.3 **Meetings of the Executive Council** - The Executive Council shall represent the Association as necessary between Annual meetings and shall meet as often as it deems necessary to conduct the business of the Association.

4.4 **Quorum, Adjournment and Manner of Acting at Meetings of the Executive Council** - A majority of the number of members of the Executive Council then in office shall constitute a quorum for the transaction of business. In the absence of a quorum for any such meeting, a majority of the members of the Executive Council present may adjourn such meeting to another time and place. The act of a majority of members of the Executive Council present at any meeting at which a quorum is present shall be the act of the Executive Council. If a majority of the members of the Executive Council consent in writing or by a mode of communication deemed acceptable by the Executive Council to any action by the Executive Council, such action shall be a valid action as though it had been authorized at a meeting of the Executive Council, and shall be filed with the Secretary of the Association.

4.5 Salaries/Fees - Members of the Executive Council shall not receive any salaries or fees for their services.

## **Article V – Officers**

5.1 Number, Qualifications and Term - The officers of the Association shall be the Chair of the Regional Representatives, the Member-at-Large, Program Chair-Elect, Program Chair, Secretary/Treasurer, President-Elect, President, and Past-President. No person shall be elected to serve more than one (1) consecutive term in the same office. Terms commence at the end of each Annual Meeting of the Association. Term lengths are one (1) year for the Program Chair-Elect, Program Chair, Secretary/Treasurer, President-Elect, President, and Past-President. The Member-at-large term is two years and the Chair of the Regional Representatives is 3-year. The President may appoint members to assist the officers in the carrying out of their duties.

5.2 Nomination and Election - Prior to the annual meeting, the immediate Past President shall appoint a Nominating Committee consisting of five (5) voting members and one non-voting member selected from the previous year's committee. The immediate Past President shall chair the Nominating Committee and be counted as one of its members. Of the remaining four (4) voting members on the committee, no more than three (3) shall be on the Executive Council. The Nominating Committee shall announce at the Annual Meeting its list of candidates for Program Chair-Elect, Program Chair, Secretary/Treasurer, President-Elect, President, Past President, and the Member-at-Large (if current term expiring). Additional nominations for candidates to such offices may be made by a petition signed by 10% of the voting members and submitted to the Chair of the Nominating Committee within two ~~three~~ weeks of this announcement. At the close of this petitioning period, the President or the President's designate will send a ballot containing all appropriately nominated candidates for each of the above-specified offices to the voting members. Election of officers shall be by a plurality of ballots returned to the Executive Office within two ~~3~~ weeks of the release date of the ballots. The results of the election shall be announced to the membership in a timely and appropriate manner, and the transition to the new officers will take place immediately at the conclusion of the voting process.

No person shall serve on the committee more than once with the exception of the past president and program chair.

During the petitioning and voting period, the president may designate the president-elect to manage the association on their behalf.

5.3 President - The President shall be the Chief Executive Officer of the Association and serve as the chair of the ACGME Liaison Committee. The President shall preside at each meeting of the members of the Association and at each meeting of the Executive Council. The President shall see that all orders and resolutions of the Executive Council and of standing committees and other committees of the Association are carried into effect. In general, the President shall perform all duties incident to the office of President and such other duties as may from time to time be assigned to the office by these bylaws or by the Executive Council. The President shall have the power to appoint specific members of the Executive Council to serve on the Steering Committee to offer advice and assist in the President's duties. In addition to the President, this committee includes the Program-Chair Elect, Program Chair, Secretary/Treasurer, President-Elect, Secretary/Treasurer, Past President, Regional Representatives Committee Chair, and Member-at-large. If the Past-past President opts to serve on the Steering Committee, they will function as a non-voting member. The

Executive Council shall be made aware of the existence of such a committee and its membership. The Executive Council shall have the power to ask the President at any time for an accounting of the actions of the Steering Committee. The President may delegate administration of some of these duties to other principal office staff of the Association, in which case the President shall be responsible to monitor and audit the activities of those delegated to.

5.4 President-Elect - The President-Elect serves as the chair of the Awards Committee and may be delegated other duties by the President or the Executive Council. The President-Elect shall function for the President if the President is unable to carry out the President's duties.

5.5 Secretary/Treasurer - The Secretary/Treasurer shall have charge and custody of and be responsible for all the funds and assets of the Association; the Secretary/Treasurer shall keep full and accurate accounts of assets, liabilities, receipts, and disbursements and other transactions of the Association in books belonging to the Association in the name of and to the credit of the Association in such banks or other depositories as may be designated by the Executive Council. At the Annual Meeting, the Secretary/Treasurer shall present a balance sheet showing the Association's financial condition for the prior fiscal year (defined as July 1-June 30 of the prior year). This report shall include a statement of receipts and disbursements. The balance sheet and statement shall be deposited at the principal office of the Association and be kept for at least 10 years from such date. The Secretary/Treasurer shall disburse the funds of the Association as may be ordered by the Executive Council, Steering Committee, or President, taking proper vouchers for such disbursements, and shall render to the President, the members of the Executive Council and the Finance Committee, whenever they may require it, a statement of all the transactions as Secretary/Treasurer and an account of the financial condition of the office of Secretary/Treasurer and such other duties as may from time to time be assigned to the Secretary/Treasurer by the Executive Council or by the President. The Secretary/Treasurer may delegate the above tasks as is appropriate to the Executive Director. The Secretary/Treasurer serves as the Chair of the Finance Committee. The Finance Committee members are those persons serving on the Steering Committee.

This position shall also act as Secretary keeping the minutes of all decision-making meetings of the Executive Council and its officers. The Secretary/Treasurer shall communicate these actions to the membership. The Secretary/Treasurer shall, in general, perform all duties incident to the office of Secretary and such other duties as may from time to time be assigned by the Executive Council or by the President. The Secretary/Treasurer may delegate the above duties and activities to staff at the principal office of the Association, in which case the Secretary/Treasurer shall be responsible to monitor and audit the activities of those delegated to.

5.6 Academic Psychiatry Governance Committee Representative - AADPRT serves as a sponsor of the journal, Academic Psychiatry (AP), along with the other sponsoring organizations in the journal Consortium. Consortium member responsibilities are as specified in the Academic Psychiatry Governance document. The AADPRT President shall appoint an AADPRT member to serve as representative to the AP Governance Committee (GC) following the procedure outlined in the organization's policies. The GC representative will serve on the Executive Council and join Steering Committee meetings as requested by the President. The GC representative shall be appointed for a term of three years with renewals as defined in the organization's policies. The GC representative will represent the perspective and interests of AADPRT to the GC, and provide information about and liaison with the journal to AADPRT leadership.

5.7 Vacancies - Except as otherwise provided in these bylaws, in case the office of the President, President-Elect, Secretary/Treasurer, or other officer, agent or employee of the Association becomes vacant due to death or resignation, the vacancy may be filled for the unexpired term by action of the Executive

Council. Vacancies of the chairpersons of standing committees shall be fixed by appointments by the President-elect.

5.8 Resignations - Any officer, agent or employee appointed by the Association may resign their office at any time by giving written notice of the resignation to the President or Executive Council of the Association. Such resignation shall take effect at the time specified therein, or if no time is specified therein, at the time of the receipt thereof, and the acceptance thereof shall not be necessary to make it effective.

### **Article VI - Standing Committees**

6.1 Appointment and Authority - The Executive Council shall create standing committees as needed for the running of the Association. A standing committee is defined as one determined to be needed on an ongoing basis to address issues of importance to the Association. These standing committees will be chaired by a member of the organization appointed by the President to serve for up to three (3) years. This appointment can be renewed by the President-Elect up to one (1) year no more than twice (for a total tenure of five (5) years). All standing committees shall have a specific charge kept on file at the office of the Association and will be re-assessed as to their necessity and effectiveness at least every five years by the Executive Council. Other rules and regulations governing the operation of standing committees shall be created by said committee.

6.2. Steering Committee - The Steering Committee functions in the interest of the organization when directed by the Executive Council or when needed for advice or assistance by the President. The activities of the Steering Committee must be approved by the Executive Council, but it is empowered to act in emergencies or when there is insufficient time in which to convene the Executive Council. This committee is composed of the President, the President-Elect, the Secretary/Treasurer, the Program Chair, the Program Chair-Elect, the Regional Representatives Committee Chair, the Member-at-Large, and the immediate Past President of the Association.

### **Article VII - Task Forces**

7.1. Appointment and Authority - In addition to the standing committees described in Article VI, the Executive Council may create such Task Forces as are deemed necessary to carry on the work of the Association. These Task Forces shall be given a specific charge that shall be kept on file at the Office of the Association. Task Forces will exist for one-year, renewable yearly by the President-Elect or the Executive Council. The chairs of such Task Forces will be appointed by the President-Elect but shall not, by virtue of their status, be members of the Executive Council. They may, however, be asked by the President to attend Executive Council meetings as a non-voting member and do not count as part of the quorum.

### **Article VIII – Executive Director**

8.1. Appointment and Authority - The Executive Council may secure the services of an Executive Director. This individual shall not be a member of the Association. The Executive Director shall have a formal contract

for a length of time and salary and expenses as fixed by the Council. The Executive Director shall function under the direction of, and be responsible to, the President of the Association and shall be responsible for such administrative services as are required for adequate functioning of the organization.

### **Article IX - Amending the Bylaws**

9.1 Amendments - These bylaws may be amended at any time by proposal of any voting member that is, duly seconded by another voting member at the Annual Meeting of the Association or during any meeting of the leadership and approved by a majority of the members eligible to vote by ballot, using a mode of communication deemed acceptable by the Executive Council.