

**NAPsaC Board of Directors Meeting Minutes\_approved February 15, 2020**  
**January 26, 2020**  
**5:00 to 6:30 PM/Pacific Time/8:00 to 9:30 PM Eastern**

Officers:

President – Robin Deutsch (APsaA)  
Vice-President – Drew Tillotson (PINC)  
Secretary – Caron Harrang (NPSI)  
Treasurer – Sandra Borden (APsaA)

Directors:

Lee Jaffe and Bill Glover (APsaA)  
Paula Ellman and Andrea Greenman (Contemporary Freudian Society)  
Mary Kay O’Neil and Sara Freke (Canadian Psychoanalytic Society)  
Randi Wirth and Steve Ellman (Institute for Psychoanalytic Training and Research)  
Kenichiro Okano (Japanese Psychoanalytic Society)  
Tak Yoo Hong (Korean Psychoanalytic Society Study Group/non-voting)  
Beth Kalish and Terry McBride (Los Angeles Institute and Society for Psychoanalytic Study)  
Caron Harrang and Maxine Nelson (Northwestern Psychoanalytic Society and Institute)  
Andrea Kahn and Leigh Tobias (Psychoanalytic Center of California)  
Johanna Boyce (Vermont Study Group/non-voting)  
Maureen Murphy and Drew Tillotson (Psychoanalytic Institute of Northern California)  
Yu-hua Clare Lin (Taiwan Study Group/non-voting)

Absent: Steve Ellman, Sara Freke, Tak Yoo Hong, Yu-hua Clare Lin, Terry McBride, Maxine Nelson, Kenichiro Okano

**I. Welcome: Robin Deutsch.**

Robin noted that Janet Shaye, Alternate Director for the Contemporary Freudian Society is stepping down as of this meeting. She had hope to attend to say goodbye but was unable to do so. Robin conveyed Board members thanks to Janet for her service.

**II. November 2019 Minutes: Caron Harrang reporting.**

The minutes were approved as amended by unanimous vote of the Board.

**Action:** Approved minutes are sent to directors for dissemination to local society members and posted on the NAPsaC website: <https://napsac.info/event-calendar>

**III. Treasurer’s Report: Sandra Borden reporting.**

The balance in our checking account as of January 26, 2020 is \$7,247.81. The projected 2020 budget will be prepared and sent to Directors prior to the February 15 face-to-face meeting.

**IV. Old Business**

**a. Board Restructuring. Maureen Murphy reporting.**

Maureen gave an update on a proposal developed by the Intra-Regional Collaboration Committee introduced at the November 24, 2019 board meeting outlining two different options:

1) Pro Rata model wherein expenses would be apportioned to each organization based on membership and revenue shared using a similar formula: APsaA-1549 members or 65%; CIPS-536 members or 22%, CPS-308 members or 13%. An annual assessment of membership would need to be reported by each organization to make sure the percentages remain accurate.

2) Equal Stakes model wherein each member organization (APsaA, CIPS, CPS) would pay 1/3 of basic budget expenses and pro rata for optional budget items.

In either scenario each organization would decide how it wants to collect funds. For example, some Societies (CIPS) list NAPsaC dues as a line item whereas other Societies (APsaA and CPS) pay NAPsaC dues out of a general fund.

After a lengthy discussion, it was agreed that Directors need to see a detailed budget for both options in order to assess the impact on their Society or Association.

Not yet discussed is whether the eJournal expense (IPA, North America (split between APsaA 2/3 and NAPsaC 1/3), EPF, and FEPAL each pay 1/4) is considered a basic operating expense or an optional expense.

How voting would be conducted in either restructured configuration was postponed due to time constraints until the next board meeting. One option is to stay with the current bicameral method. Presently APsaA, each Independent Society (6), and CPS has a Director and Alternate Director. Japan also has a Director in name only (does not attend board meetings). If we move to an Equal Stakes model, each organization would have the same number of Directors. Would this be too large a work group? Or, would having more directors ease the workload for ExCom, bring new energy to committees, and increase awareness of NAPsaC? What would feel fair to all organizations given the diversity in membership?

**Action:** Maureen Murphy and Sandra Borden will work to prepare a spreadsheet with a budget for 2020 for both the Pro Rata and Equal Stakes models for discussion and hopefully calling for a vote on restructuring.

**b. Presidency Restructure: ExCom reporting.**

Robin Deutsch reviewed revisions to the bylaws, Article V (Appendix A), to allow NAPsaC to:

- 1) add a President-elect position; and
2. sunset the Vice President position as of the annual meeting in 2021.

It had previously been agreed and documented in the Board Policies and Procedures Manual (revised fall 2019) that the rotation will be by organization name (rather than by acronym): American Psychoanalytic Society, Canadian Psychoanalytic Society, Confederation of Independent Psychoanalytic Societies. A motion was presented to accept Article V as amended and passed by unanimous vote of members present.

Robin brought up the question, not addressed in our bylaws or policies and procedures manual, as to whether it is a conflict of interest for the President to also be a Director on the board representing their local society or association. Mary Kay O'Neil is currently the Director for CPS and will become President-elect once Article V is approved creating this new position. Discussion was tabled due to time constraints and will be continued at the next board meeting.

**Action:** Directors will present bylaw revisions (Article V) to their local Board of Directors and present the result of voting (approve/not approve) at the February 15, 2020 face-to-face meeting in New York.

**c. Program Committee. Randi Wirth reporting.**

Randi Wirth reported that NAPsaC will again sponsor a Clinical Workshop at APsaA's Winter Meeting in New York on Saturday, February 15, 2020 from 2:00 to 4:00 pm. Leigh Tobias serves as Chair; Discussants are Batya Monder, Gary Grossman, and Mary Kay O'Neil. The clinical material reader is Johanna Boyce.

**Action:** Randi will send a screenshot of the program description to Directors who are asked to forward the information to local society members urging them to attend.

**V. New Business**

**a. NAPsaC Non-discrimination Statement. Paula Ellman reporting.**

Paula Ellman presented a non-discrimination statement used by the European Psychoanalytical Federation and suggested NAPsaC consider adoption a similar policy. Some directors thought we already have a statement. EPF policy reads as follows:

*The European Psychoanalytical Federation respects the rights of members to individual expression. It practices non-discrimination in its relations with members, groups of members of this Society and fellow IPA psychoanalytic societies as well as in national and international relations. The EPF does not endorse political views nor solicit the participation of members or societies in political controversy.*

**Action:** Leigh Tobias will check our current bylaws and board policies and procedures manual to confirm whether we have an existing policy and report back at the upcoming board meeting.

**b. Committee on Women and Psychoanalysis (COWAP). Paula Ellman reporting.**

Paula Ellman reported that COWAP will convene a meeting at APsaA on Friday, February 14 from 2:30 to 3:30 pm. Sandra Borden and Johanna Boyce will attend and represent NAPsaC.

**Action:** Sandra and Johanna will present a brief report on their participation on behalf of NAPsaC at the face-to-face meeting the following day.

**c. IPA Inter-Regional Encyclopedic Dictionary of Psychoanalysis. Leigh Tobias reporting.**

This agenda was postponed due to time constraints to the next board meeting.

**VI. The meeting was adjourned at 6:30 pm. The next Board meeting is face-to-face on Saturday, February 15, 2020 from 9:45 am to 1:15 pm Eastern Time at the Grand Hyatt; 109 E 42<sup>nd</sup> Street; New York, NY.**

Note: Unless otherwise arranged the Board meets on the 4<sup>th</sup> Sunday in January, April, June, September, and November. The February face-to-face meeting is held on the Saturday of APsaA's winter meeting in New York City. Exact dates for meetings in 2020 are as follows:

2020:  
January 26

Feb 15 face-to-face/NYC (9:45 am to 1:15 pm)

April 26

June 28

September 27

November 22

## APPENDIX A

### NAPsaC BYLAWS ARTICLE Proposed Revision (highlighted)

#### OFFICERS

Section 1. Officers. The officers of the Corporation shall consist of a President, **President-elect**, a Secretary and a Treasurer. The Corporation may have such other officers and assistant officers as the Board of Directors may from time to time deem necessary, such officers to have the authority, and to perform the duties prescribed from time to time by the Board of Directors in resolutions or in Regulations of the Corporation.

**Section 2. Officers. The position of President shall be appointed by a member society in accordance with a rotation schedule to be determined by a majority vote of the Board. An organization may defer their rotation if desired. The President-elect shall be appointed by a member society in accordance with a rotation schedule to be determined by a majority of the Board. The President will appoint a Secretary and a Treasurer. Appointed officers need not be Directors, but each must be a member in good standing of one or more societies of this Corporation. Officers who are not Directors shall not be entitled to vote.**

**The current rotation of the President is determined alphabetically by full name: American Psychoanalytic Association, Canadian Psychoanalytic Society, Confederation of Independent Psychoanalytic Societies (Contemporary Freudian Society, Institute for Psychoanalytic Training and Research, Los Angeles Institute and Society for Psychoanalytic Studies, Northwestern Psychoanalytic Society and Institute, Psychoanalytic Center of California, Psychoanalytic Institute of Northern California). The CIPS Board of Directors decides which member society will determine the President-elect during their rotation. The Japan Psychoanalytic Society is not required to rotate into the Presidency.**

**Section 3. Term of Office. The officers of the Corporation shall be installed at the annual meeting at which they are elected and shall hold office for two years or until their respective successors shall have been duly elected and qualified. Each officer shall serve one two-year term, unless otherwise determined by the Board. At the end of two years, the President-elect will assume the NAPsaC Presidency, and a new President-elect will be appointed by the member society next in rotation.**

Section 4. Resignation. Any officer may resign at any time by giving written notice to the President or the Secretary of the Corporation. Such resignation shall take effect at the

time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the President or Secretary.

Section 5. Removal. Any officer may be removed by the unanimous vote of the Board of Directors at any regular or special meeting of the Board at which a quorum is present, whenever in its judgment the best interests of the Corporation would be served thereby.

Section 6. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, shall be filled by the member institution that had originally appointed the officer in question.

Section 7. President. The President shall chair meetings of the Board and shall give active direction and have control of the business and affairs of the Corporation. He or she may sign any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Corporation; and in general, he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 8. President-elect. The President-elect shall perform the duties of President in his/her absence and such other duties as the Board may assign.

Section 9. Secretary. The Secretary shall keep an electronic record of the minutes of the meetings of the Board of Directors; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the seal, if any, of the Corporation; and in general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or by the Board of Directors.

Section 10. Treasurer. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for money due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VII of these Bylaws; and in general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.