

**THE AMERICAN SOCIETY OF CLINICAL HYPNOSIS**

**Amended November 2020**

**ARTICLE I NAME AND CORPORATION**

**Section A.**

The name of this Corporation shall be THE AMERICAN SOCIETY OF CLINICAL HYPNOSIS. The Society is incorporated under the General Not For Profit Act of the State of Illinois. Hereafter this organization shall be known as the Society.

**ARTICLE II OFFICES**

**Section A.**

The Society shall have and continuously maintain in the State of Illinois a registered office and a registered agent whose office is identical with such registered office. The Society may have other offices within or without the State as the Board of Governors of the Society may determine from time to time.

**ARTICLE III PURPOSES AND OBJECTIVES**

**Section A.**

The purpose of the Society is to serve as an organization of professional health care practitioners and researchers who share scientific and clinical interests in hypnosis.

**Section B.**

The Society shall:

1. Provide and encourage education programs to further, in every ethical way, the knowledge, understanding, and application of hypnosis in health care.
2. Encourage research and scientific publication in the field of hypnosis.
3. Promote the further recognition and acceptance of hypnosis as an important tool in clinical health care and focus for scientific research.
4. Cooperate with other professional societies that share mutual goals, ethics and interests.
5. Provide a professional community for those clinicians and researchers who use hypnosis in their work.

**ARTICLE IV MEMBERSHIP**

**Section A.**

The membership of the Society shall consist of Student Affiliates, Resident/Interns Affiliates, Associate Members, Members, Fellows, Life Members, Life Fellows, Honorary Fellows, Special Members, International Members, and International Fellows, and Life/Retired Members or Life/Retired Fellows.

1. Student Affiliate:
  - A. A Student Affiliate shall be a full time student who has successfully completed a minimum of one graduate semester or quarter, in accord with the graduate program and university in which he/she is enrolled, and shall be enrolled in a graduate program in active pursuit of a doctorate or master degree which will qualify them for licensed practice in a health care discipline considered appropriate by the Society, or has completed a graduate program and is in active pursuit of licensure to practice in a health care discipline considered appropriate by the society.
  - B. A Student Affiliate shall be pursuing his/her doctoral or master degree at a university or college fully accredited by its appropriate regional accrediting body to give such a degree.
  - C. The Society's Membership Committee, with the approval of the Executive Committee, shall be the judge of whether an applicant's degree program meets Student Affiliate membership requirements.
  - D. Student Affiliate status shall be granted for a maximum of two years at a time for doctoral students and one year for master students.
  - E. At the end of the period which has been granted to the applicant, his/her Student Affiliate status shall be reviewed by the Membership committee for reevaluation, unless the student member has already completed his/her graduate degree and applied for Associate or Full Membership.
2. Resident/Intern Affiliates:
  - A. Resident/Intern shall be a full-time resident or intern participating in a recognized residency or internship program which will qualify them for licensed practice in a health care discipline considered appropriate by the Society.

- B. An applicant for Resident/Intern membership shall provide a statement of expected completion date of the residency or internship, and, subject to the approval of the Society's Membership Committee, shall be granted Resident/Intern membership in the Society for the stated period.
  - C. At the end of the period which has been granted to the applicant, his/her Resident/Intern status shall be reviewed by the Membership Committee for re-evaluation, unless the individual has completed his/her residency or internship and has applied for Associate or Full Membership.
3. Associate Member:
- A. An Associate Member shall have a doctorate, PA Certification, APRN, CRNA or master degree in a health care discipline considered appropriate by the Society.
  - B. An Associate Member's highest graduate degree shall be from a university or college accredited by its appropriate regional accrediting body.
  - C. An Associate Member must be licensed or certified in the state/province in which he/she practices.
  - D. The Society's Membership Committee, with the approval of the Executive Committee, shall be the judge of whether an applicant's degree program meets Associate Member requirements.
  - E. An Associate Member shall demonstrate membership, or eligibility for membership, in a professional society consistent with his/her degree.
  - F. On application for Associate Membership, the Associate Member shall have licensure or certification in his/her state/province of practice.
  - G. An Associate Member shall have a stated interest in the clinical use of hypnosis.
  - H. An Associate Member shall have two years time allotted for acquiring the prerequisite clinical experience and training (e.g., Level 1 ASCH Workshop or ASCH-approved equivalent) for Full Membership status.
  - I. Upon completion of appropriate training (e.g., Level 1 ASCH Workshop or equivalent), an Associate Member shall automatically be advanced to Full Membership.
  - J. If an Associate Member fails to complete requirements for Full Membership within 2 years, his/her Associate Membership status will be terminated.
  - K. Associate Members shall have all privileges of membership except those of voting, holding office or acting as Chair of a committee.
4. Member:
- A. A Member shall have met all requirements for Associate Member status; and
  - B. A Member shall have acquired evidence of professional training and experience in clinical or experimental hypnosis (e.g., Level 1 ASCH Workshop or ASCH-approved equivalent) that is acceptable to the Membership Committee.
5. Fellow:
- A. A Fellow shall have:
    - i. met all the requirements for membership.
    - ii. been a Member for at least three years.
    - iii. presented the Accreditation Committee evidence of:
      - a. significant contributions to the Society and its function; and
      - b. exceptional achievement in investigative or clinical hypnosis, evidence of contributions to the field of hypnosis and/or other evidence of contributions acceptable to the Accreditation Committee.
    - iv. been so designated by the Executive Committee, acting on the recommendation of the Accreditation Committee.
6. Life Member or Life Fellow:
- A. Life status for Member or Fellow shall:
    - i. have paid dues for 30 years prior to his/her application for Life status.
    - ii. be so designated by the Executive Committee acting on the recommendation of the Accreditation Committee.
    - iii. have all the privileges of membership.
    - iv. pay a reduced dues to cover administrative expenses (amount to be determined by the Executive Committee on recommendation of the Treasurer in consultation with the Executive Vice President of the Society).

- B. Beginning with the fiscal year July 1, 1994, an applicant must have been a member for at least 11 years with one (1) additional year to be added to the requirement each fiscal year until the thirty (30) years shall have been reached.
7. Research Member
- A.) A Research Member shall have a doctorate or master degree in a health care discipline considered appropriate by the Society.
  - B) A Research Member's doctoral degree shall be from a university accredited by its appropriate regional accrediting body.
  - C) Be engaged in full time research and teaching related to clinical hypnosis at an accredited university or other institution of higher learning, or be engaged in research related to clinical hypnosis full time at a governmental or research agency.
  - D) The Society's Membership Committee, with the approval of the Executive Committee, shall be the judge of whether an applicant meets the criteria for Research Membership.
  - E) A Research Member shall demonstrate membership, or eligibility for membership, in a professional society consistent with his/her degree and field of research.
  - F) A Research Member shall have all privileges of membership.
8. Honorary Fellow:
- A. An Honorary Fellow shall:
    - i. be one recommended by the Awards Committee whom the Society chooses to honor for special work.
    - ii. need not be on the active membership rolls of the Society.
    - iii. have all privileges of membership except those of voting, holding office or acting as Chair of a committee.
9. Special Member:
- A. Special Membership shall be limited to those professionals who do not meet all the qualifications for any of the above categories but whose exceptional contributions and interests justify membership.
  - B. A Special Member shall:
    - i. after nomination by two Fellows have presented evidence of contributions and interests acceptable to the Accreditation Committee.
    - ii. be so designated by the Executive Committee, acting on the recommendation of the Accreditation Committee.
    - iii. have all privileges of membership except those of voting, holding office or acting as Chair of a committee.
10. International Members:
- A. Consists of those members who are not residents of the United States or Canada. International Members shall have all the privileges of membership except those of voting, holding office or acting as a committee Chair.
  - B. Pay a reduced dues to cover administrative expense (amount to be determined by the Executive Committee on recommendation of the Treasurer in consultation with the Executive Vice President).
11. International Fellows:
- A. Consists of those Fellows who are not residents of the United States or Canada. International Fellows shall have all privileges of membership except those of voting, holding office or acting as a committee Chair.
  - B. Pay a reduced dues to cover administrative expense (amount to be determined by the Executive Committee on recommendation of the Treasurer in consultation with the Executive Vice President).
- Any individual in category 10 or 11 above who wishes full membership, with all the attendant privileges, may apply to the Membership Committee and have his/her application processed as otherwise described in these Bylaws.
12. Retired Member or Retired Fellow:
- A. A Retired Member or Fellow shall:
    - i. have paid dues for 10 or more years prior to his/her application for Retired status.
    - ii. have retired from practice.
    - iii. be so designated by the Executive Committee acting on the recommendation of the Accreditation Committee.
    - iv. have all the privileges of membership.
    - v. pay a reduced dues (amount to be determined by the Executive Committee on recommendation of the Treasurer in consultation with the Executive Vice President).

13. Member or Fellow with Hardship Status

- A. Hardship status shall be granted to a Member or Fellow who:
  - i. has paid dues for 5 or more years prior to his/her application for Hardship status.
  - ii. has been so designated by the Executive Committee acting on the recommendation of the Accreditation Committee in consideration of disability or other demonstrable hardship.
  - iii. have all the privileges of membership.
  - iv. pay a reduced dues (amount to be determined by the Executive Committee on recommendation of the Treasurer in consultation with the Executive Vice President).

14. Life/Retired Member or Life/Retired Fellow:

- A. A Life/Retired Member or Life/Retired Fellow shall:
  - i. meet the requirements for Life Member or Life Fellow as defined in Article IV, Section A., Part 6A; and
  - ii. meet the requirements for Retired Member or Retired Fellow as defined in Article IV, Section A., Part 12A;
  - iii. be so designated by the Executive Committee on recommendation from the Accreditation Committee;
  - iv. have all the privileges of membership;
  - v. pay a reduced dues (amount to be determined by the Executive Committee on recommendation of the Treasurer in consultation with the Executive Vice President).

**Section B. Applications:**

- 1. A. Applications for Student Affiliate or Associate Member shall be sent to the Membership Committee on a form provided for that purpose.
  - B. The application shall be accompanied by payment of dues for the fiscal year.
- 2. From Associate Member to Member: After completion of a Level 1 Workshop (or equivalent experience and training) an Associate Member shall automatically be advanced to Member.
- 3. From Member to Fellow: By nomination by two Fellows, in writing to the Accreditation Committee and favorable action on the nomination by the Accreditation Committee and the Executive Committee.
- 4. To Life status: An application for Life status shall be made in writing to the Accreditation Committee.
- 5. To Special Member: By nomination of two Fellows, in writing to the Accreditation Committee and favorable action on the nomination by the Accreditation Committee and the Executive Committee.
- 6. All disputes regarding institutional quality, educational achievement and amount of psychological training to qualify for status shall be investigated by the Membership Committee, with the final approval vested in the Executive Committee, for all categories.

**Section C. Determination and Declaration:**

- 1. The committee to which the application was addressed shall investigate the qualifications of the candidate and, if temporarily approved, assign the appropriate classification of membership.
- 2. The Executive Committee shall act upon all recommendations of the Membership Committee, the Accreditation Committee and the Awards Committee.

**Section D. Privileges of Membership:**

- 1. Only Members and Fellows shall have all the fundamental rights of membership including the right to vote, hold office and be a Chair of a committee.
- 2. Other privileges of membership may be designated from time to time by the Board of Governors.

**Section E. Termination of Membership:**

- 1. Resignation: A member may resign from the Society at any time by notification to the Executive Committee in writing.
- 2. Loss or Suspension of Membership:
  - A. The Society may rescind membership if debts to the Society are not paid within the fiscal year in which they are due.
  - B. The Society may expel a member tried and convicted of unethical or unprofessional conduct.
    - i. A charge against a member of unethical or unprofessional conduct shall be presented before the Committee on Ethics.
    - ii. The Committee on Ethics shall investigate the accusation and report its findings to the Executive Committee.

- iii. The Executive Committee, after hearing the evidence at a meeting to which the accused is invited, and at which he/she may be represented by counsel, may expel the member by a 2/3 vote of those voting.
  - iv. The action of the Executive Committee shall be reported to the Board of Governors and to the Membership by means of a section entitled "Corrections to the Directory" in the Newsletter.
- C. The Society, by action of its Executive Committee, may expel any member upon discovery that information contained in the application for membership was false, which information would, if it had been stated truthfully, have made said member ineligible.

## **ARTICLE V REVENUE**

### **Section A. Dues and Assessments:**

- 1. The fiscal year shall be July 1 to June 30.
- 2. Annual membership dues shall be set forth in the Policies of the Society.
- 3. Assessments may be levied by act of the Board of Governors.
- 4. The following members shall be exempt from payment of dues and routine assessments:
  - B. Honorary Fellows.
  - C. Special Members.

## **ARTICLE VI OFFICERS AND MEMBERS AT LARGE**

### **Section A. Officers of the Society and Members at Large:**

- 1. The Officers of the Society shall be the President, President Elect, Secretary and Treasurer.
- 2. Only members who have completed at least one term on the Executive Committee shall be eligible to be nominated for the office of President Elect by the Nominations and Election Committee.
- 3. The Members at Large shall be four (4) representatives from the membership at large.

### **Section B. Term of Office:**

- 1. The term of office for President and President Elect shall be for a single (1) year beginning at the conclusion of the Annual Meeting following his/her election and shall terminate at the conclusion of the next Annual Meeting.
- 2. The term of office for Secretary, Treasurer and Members at Large shall be for two (2) years, beginning at the conclusion of the Annual Meeting following his/her election and shall terminate at the conclusion of two subsequent Annual Meetings. The terms of office for the Members at Large shall be staggered with two (2) up for election each year.

### **Section C. Nominations:**

- 1. Candidates for positions as Officers or Members at Large may be nominated by:
  - A. The Nominations and Election Committee, as provided in Article XI, D 10, or;
  - B. Written petition of 50 members eligible to vote. To be considered, such petitions shall be received by the Executive Vice President not later than August 1<sup>st</sup> and shall state that the nominee will serve if elected.
- 2. Upon receipt of a nominating petition, the Executive Vice President shall:
  - A. Determine whether or not the requirements for nomination petition have been met;
  - B. Notify the Nominations and Election Committee, the Executive Committee, the Editor of the Newsletter and the candidate as to whether or not the petition is in order; and
  - C. Provide at cost, for each nominee who requests them, one set of electronic mailing labels and/or e-mail addresses for the current ASCH membership consistent with current policy, at least 15 days before mailing the ballots.

### **Section D. Elections:**

- 1. The slate of the Nominations and Election Committee shall be published in the Spring Newsletter. In cases where two qualified candidates cannot be identified who will accept the nomination, at least one candidate shall be nominated for each open position as an Officer or Member at Large. In the event that either one or both of the nominated candidates withdraw their names from the ballot prior to the election, the newly elected Nominations and Election Committee will fill the vacancy or vacancies, in consultation with the outgoing Nominations and Election Committee.
- 2. The names of all nominees (those nominated by the Nominations and Election Committee and those nominated by petition) shall be published in the Summer Newsletter and shall be there identified as to the source of their nomination, and shall be printed on the election ballot.

3. Nominees may publish in the Summer Newsletter a statement concerning their qualifications for election. Length and appropriateness of content of these statements shall be determined by the Editor of the Newsletter.
4. The Executive Vice President shall prepare and deliver a ballot by first class mail or electronic means to each voting member by September 15<sup>th</sup> or the next working day thereafter. Dues for the current year must have been received by September 7<sup>th</sup> for voting members to receive a ballot.
5. Ballots shall list the names of all bona fide candidates for any position as Officer or Member at Large and provide a space for write-in votes. Ballot listings shall be determined by the Nominations and Elections Committee to provide fair exposure.
6. The member shall do one of the following: return his/her marked paper ballot to the Executive Vice President by mail postmarked not later than 11:59 PM Central Time, October 31<sup>st</sup> of the current year or; vote via electronic means offered by the Executive Vice President until 11:59 PM Central Time, October 31<sup>st</sup> of the current year.
7. The Executive Vice President shall:
  - A. Preserve all paper ballot envelopes as mailed and unopened until the designated time of opening and counting and; request, on the day of the ballot count, that the electronic balloting service generate and send to the Executive Vice President a report indicating the voting results.
  - B. At least ten days before the ballots are to be counted (during the first seven days in November) consult with the Chair of the Nominations and Election Committee and establish the day, time and place for the opening and counting of the paper ballots and receiving the count of the electronic ballots.
  - C. Along with the Chair of the Nominations and Election Committee and any other interested member, witness the opening and the counting of the ballots.
  - D. Along with the Chair of the Nominations and Election Committee, report the results of the combined paper and electronic balloting to the Nominations and Election Committee, the Executive Committee and the Editor of the Newsletter for publication in the Winter issue of the same.
  - E. Ensure all candidates are notified promptly of the results of the election.
  - F. Ensure that all paper ballots and official electronic balloting reports be preserved unchanged for 60 days subsequent to the publishing of the results of the election in the Newsletter. Such ballots will be available for inspection at the Society Headquarters by any interested member.
8. The person who receives the greatest number of votes for each position as Officer or Member at Large shall be declared elected.
9. The election results shall be published in the winter issue of the Newsletter.

**Section E. Duties of Officers**

1. President. The President:
  - A. Shall preside at all meetings of the Society, except those of the Board of Governors.
  - B. Shall appoint all committee Chairs, save for those of the Finance Committee and the Nominations and Election Committee.
  - C. May appoint a parliamentarian, subject to the approval of the Executive Committee.
  - D. Shall serve as an ex officio member of all committees save for the Nominations and Election Committee.
  - E. Shall manage the affairs of the Society, along with the Executive Vice President, between meetings of the Executive Committee and will take prudent action in emergencies after consultation with the Officer or committee Chairperson concerned in the immediate resolution of problems not covered by these Bylaws, and shall report on such actions to the Executive Committee.
2. President Elect. The President Elect:
  - A. Shall assume the office of President upon completion of his/her term as President Elect.
  - B. Shall appoint the committee Chairs to serve during his/her presidential year, prior to the Annual Meeting at which time he/she is to assume the presidency, and send those appointments to the Editor of the Newsletter for publication.
  - C. Shall act as a liaison between the Executive Board and the Component Sections.
3. Secretary. The Secretary:
  - A. Shall keep minutes of the proceedings of all meetings of the membership, the Executive Committee and the Board of Governors.
  - B. Shall prepare for distribution, copies of the minutes of the meetings of the Executive Committee for the Board of Governors at the Annual Meeting.
  - C. Shall be responsible for those duties assigned by established parliamentary rules.

- D. Shall succeed to the duties and responsibilities of the presidency in case of absence or incapacity of the President.
- 4. Treasurer. The Treasurer:
  - A. Shall be responsible for the collection, safekeeping and expenditure of the funds of the Society.
  - B. Shall keep a true and accurate account of the monies of the Society.
  - C. Shall present a yearly report of the financial affairs of the Society to the membership at the Annual Membership Meeting and report to the Executive Committee and the Board of Governors, from time to time, as requested.
  - D. Shall serve as Chair of the Budget and Finance Committee.
  - E. Shall be responsible for other duties assigned by established parliamentary rules.

**Section F. Duties of Members at Large:**

The Members at Large shall serve as liaisons between the Society and the Executive Committee. The Members at Large shall be assigned other appropriate duties by the President.

**Section G. Duties of the Immediate Past President:**

The Immediate Past President shall be responsible for generating long-range planning alternatives for the Society. He/she shall be assigned other appropriate duties by the President.

**Section H. Impeachment of Officers.**

1. Any elected Officer or Member at Large of the Society shall be subject to removal from office if he/she is found guilty of unethical professional conduct and/or if he/she is found to have behaved in a manner contrary to the good of the Society in his/her capacity as an Officer or Member at Large.
2. Impeachment charges against an Officer or Member at Large of the Society may be presented to the Board of Governors or to the membership by another member of the Board of Governors, or will be brought before the Board of Governors in the event that a written petition signed by ten percent of the voting membership of the Society is presented to the Executive Committee.
3. A two-thirds majority vote of the Board of Governors is required in order to impeach an officer of the Society. The accused officer shall not vote. The vote may be held at a meeting of the Board of Governors or by mail or electronic ballot.
  - A. The impeachment charges shall be considered by the Board of Governors and the accused officer shall have the right to present a defense, including the right to be represented by legal counsel, but shall not vote on any matter arising in the hearing.
  - B. The executive powers of the accused shall not be suspended while the Board of Governors considers the impeachment.
4. Impeachment charges against a Member at Large of the Society may be presented to the Membership by another member of the Society, or will be brought before the Membership in the event that a written petition signed by ten percent of the voting membership of the Society is presented to the Board of Governors.
5. A two-thirds majority vote of the Membership is required in order to impeach a Member at Large of the Society. The accused Member at Large shall not vote. The vote may be held at a meeting of the Membership or by mail or electronic ballot.
  - A. The impeachment charges shall be considered by the Membership and the accused Member at Large shall have the right to present a defense, including the right to be represented by legal counsel, but shall not vote on any matter arising in the hearing.
  - B. The executive powers of the accused Member at Large shall not be suspended while the Membership considers the impeachment.

**ARTICLE VII EXECUTIVE VICE PRESIDENT**

**Section A. Executive Vice President.**

1. The Executive Committee shall appoint the Executive Vice President.
2. In the event that the position of the Executive Vice President is vacated between meetings of the Executive Committee:
  - A. The President shall appoint an ad hoc committee to interview candidates and to recommend a candidate to the Executive Committee.
  - B. The process by which the candidates were screened and the appointee selected shall be made known to the Executive Committee and to the Board of Governors by means of a written report.

**ARTICLE VIII EXECUTIVE COMMITTEE AND BOARD OF GOVERNORS**

**Section A.** The management of the Society shall be vested in an Executive Committee and a Board of Governors.

**Section B. The Executive Committee:**

1. Shall consist of the elected Officers of the Society, the elected Members at Large, the Immediate Past President, the Chair of the Education and Research Foundation, and the Moderator of the Board of Governors.
2. Other members may be invited to attend by the President and they may participate in a non-voting capacity in matters pertinent to the Society interests they represent.
3. Specific duties of the Executive Committee assigned by these Bylaws are to:
  - A. Appoint an Executive Vice President.
  - B. Make all decisions regarding the employment of the Executive Vice President, including terms of contract and renewal.
  - C. Approve the appointment of a Parliamentarian.
  - D. Appoint the Editor of the Journal and Editor of the Newsletter;
  - E. Fill vacancies among the ranks of Officers and the Executive Committee.
  - F. Request interval Treasurer's reports when indicated.
  - G. Take final action on all committee recommendations.
  - H. Act on applications of Foreign Societies applying for affiliation;
  - I. Initiate suggestions and make recommendations for legislative policy and action.
  - J. Initiate and implement all Policies.
  - K. Formally approve, or return to the Budget and Finance Committee for amendment prior to approval, the annual budget prepared by that Committee.
  - L. Initiate suggestions and make recommendations on strategic planning.
  - M. Carry out other duties as designated from time to time by the Board of Governors.
  - N. And such additional responsibilities as may be provided for elsewhere in these Bylaws or as necessary to manage the Society.

**Section C. Board of Governors:**

1. The Board of Governors is the governing body of the Society.
2. The Component Sections Representatives to the Board of Governors shall nominate and elect a Moderator to preside over the Board of Governors.
  - A. The Moderator shall be elected for a two (2) year term and at the time of election must be the Representative of his/her Component Section to the Board of Governors.
  - B. A Moderator is not eligible to hold an elected position on the Executive Committee other than that of Moderator of the Board of Governors during his/her term as Moderator.
  - C. The role of the Moderator shall be to Chair meetings of the Board of Governors and to act as a liaison between the Board of Governors and the Executive Committee.
  - D. In the period between election as Moderator and assumption of the Moderator position at the next Board of Governors meeting, the elected individual shall serve as Moderator-Elect. The role of Moderator-Elect is to ensure an orderly transition of responsibilities between Moderators.
  - E. The Moderator shall keep the Moderator-Elect abreast of the proceedings of the Society in order to ensure an informed and orderly transition of responsibilities.
  - F. In the event that a Moderator is unable to complete his/her entire term, the Moderator-Elect shall become Moderator, and serve for a two-year term.
3. The Board of Governors shall consist of the Executive Committee, all attending Past Presidents and representatives from the Component Sections with voting status, based on the following formula: one representative for 8-50 ASCH members, two representatives for 51-100 ASCH members, increasing by one representative per additional 50 or less ASCH members. All members of the Board of Governors must be members in good standing of the Society.
  - A. The Component representative must be a member of ASCH and be elected/appointed each year by the Component Section. Election or appointment must be by members of the Component Section who are themselves members of the Society.
  - B. The name of the officially selected Component Representative must be submitted in writing to the Executive Vice President, together with written verification that such selection was made by members of ASCH 40 days prior to the Annual Meeting of the Board of Governors of the Society.



- C. Any representative not presenting the appropriate qualifications and written notice of official representation will be disqualified from membership on the Board of Governors and from voting at the Annual Meeting of the Board of Governors.
  - D. If an alternate representative is sent by a Component Section in place of its duly qualified representative to the Annual Meeting of the Board of Governors, the alternate representative of that Component Section shall assume the privileges and responsibilities of the representative of that Component Section only after acceptance by the Board of Governors of the written credentials issued and signed by an Officer of the Component Section.
4. The Board of Governors shall:
- A. Approve assessments for additional revenues for the Society.
  - B. Establish additional privileges for members.
  - C. Act upon the appointment of the Editor of the *American Journal of Clinical Hypnosis*.
  - D. Request interval Treasurer's reports when indicated;
  - E. Elect four (4) members of the Nominations and Election Committee with a first and second alternate.
  - F. Approve or reject the actions taken by the Executive Committee, except for those outlined in Article VIII, Section B, 3, A& B of these Bylaws.
  - G. Propose amendments to the Bylaws for action of the membership.
  - H. Approve the Code of Conduct of the Society, and when necessary, amend this document in consultation with the Ethics Committee.
  - I. Initiate new business for presentation to the membership at the Annual Membership Meeting.
5. The Moderator of the Board of Governors shall be subject to removal from office if he/she is found guilty of unethical professional conduct and/or if he/she is found to have behaved in a manner contrary to the good of the Society in his/her capacity as Moderator.
- A. Impeachment charges against the Moderator of the Board of Governors may be presented to the Board of Governors by any member of the Board of Governors.
  - B. A two-thirds majority vote of the Board of Governors is required in order to impeach the Moderator. The Moderator shall not vote. The vote may be held at a meeting of the Board of Governors or by mail or electronic ballot.
  - C. The impeachment charges shall be considered by the Board of Governors and the Moderator shall have the right to present a defense, including the right to be represented by legal counsel, but shall not vote on any matter arising in the hearing.
  - D. The executive powers of the Moderator shall not be suspended while the Board of Governors considers the impeachment.

## **ARTICLE IX MEETINGS**

### **Section A. Meetings of the Membership:**

- 1. The Society shall hold an Annual Meeting of the membership within 30 days of the Annual Scientific Meeting and Workshops.
- 2. Other meetings of the membership may be called from time to time by order of the Executive Committee.
- 3. In the event that a vote of the Membership is deemed by the Executive Committee to be needed prior to the next Annual Meeting, a mail or electronic ballot may be substituted for the convening of an interim meeting.
- 4. A quorum is five (5) percent of the total membership as of the date of the meeting. The act of a majority having voting rights at a meeting at which a quorum is present shall be the act of the members, unless the act of a greater number is required by statute, the Articles of Incorporation, or these Bylaws.

### **Section B. The Executive Committee:**

- 1. The Executive Committee shall meet at least once a year.
- 2. Additional meetings may be called by either the request of the President or the written request of twenty-five percent of the Executive Committee.
- 3. A majority of the Executive Committee shall constitute a quorum at these meetings.
- 4. Additional meetings may be held either in person or by telephone conference.
- 5. When it is necessary for the Executive Committee to vote on a matter between meetings in order to fulfill in a timely manner the duties assigned to it by the Bylaws, the Executive Committee may vote by mail ballot, by facsimile, or by electronic mail. \*

6. The act of a majority having voting rights at a meeting at which a quorum is present shall be the act of the Executive Committee unless the act of a greater number is required by statute, the Articles of Incorporation, or these Bylaws.

#### **Section C. The Board of Governors:**

1. The Board of Governors shall meet at least once a year, within 30 days of the Annual Scientific Meeting and Workshops.
2. Additional meetings may be called by either the request of the Moderator or the written request of twenty-five percent of the membership of the Board of Governors.
3. A majority of the Board of Governors shall constitute a quorum.
4. The act of a majority having voting rights at a meeting at which a quorum is present shall be the act of the Board of Governors unless the act of a greater number is required by statute, the Articles of Incorporation, or these Bylaws.
5. When it is necessary for the Board of Governors to vote on a matter between meetings in order to fulfill in a timely manner the duties assigned to it by the bylaws, the Board of Governors may vote by mail ballot, by facsimile, or by electronic mail. \*

#### **Section D. Notice of Meetings:**

1. Notice of meetings of the general membership shall be by way of the Newsletter, first class mail or electronic means at least 60 days in advance of the meetings.
2. Notices of meetings of the Board of Governors shall be sent by first class mail, electronic means or by facsimile at least 30 days in advance of the meetings, unless more immediate action is required in which case notice may be delivered by facsimile or electronic means not less than 15 days prior to such special meeting, unless otherwise authorized by two-thirds of the Board of Governors after an attempt to contact all Board members.
3. Notices of meetings of the Executive Committee shall be sent by first class mail, electronic means or by facsimile at least 15 days in advance of the meetings, unless more immediate action is required in which case notice may be delivered by facsimile or by electronic means but not less than five days prior to such special meeting, unless otherwise authorized by seventy-five percent of the Executive Committee after an attempt to contact all Committee members.

\* Current Illinois statutes require that votes held by a governing body without a meeting (either face to face or via electronic conferencing) be unanimous.

### **ARTICLE X PUBLICATIONS**

#### **Section A. The American Journal of Clinical Hypnosis:**

1. Name: The Society shall maintain a publication known as the *American Journal of Clinical Hypnosis*, herein referred to as the Journal.
2. Publication: The Journal shall be published at regular intervals.
3. Purposes: The purposes of the Journal are to present original articles on scientific research and investigation in all fields of hypnosis, and on the clinical uses and applications of hypnosis in medicine, dentistry and psychology.
4. Editor:
  - A. The Executive Committee of the Society shall appoint the Editor of the Journal.
  - B. The appointment shall be for a term of five years. The Editor may succeed himself/herself.
  - C. The Editor shall appoint the members of an Editorial Board, who serve for a term of one year. These appointments are subject to confirmation by the Executive Committee. Members of the Board may succeed themselves.

#### **Section B. Directory:**

The Society may issue a Membership Directory at regular intervals at the discretion of the Executive Committee.

#### **Section C. Newsletter:**

1. The Society shall issue a Newsletter at regular intervals determined by the Executive Committee.
2. The Editor of the Newsletter shall be appointed by the Executive Committee.

### **ARTICLE XI STANDING COMMITTEES**

**Section A. Identification:**

There shall be the following Standing Committees of the Society: Accreditation, Awards, Budget and Finance, Bylaws, Certification, Component Sections, Education, Ethics, Membership, Nominations and Election, Past Presidents' Council, Program, and Standards of Training.

**Section B. Appointments, Tenure and Vacancies:**

1. Committee members shall be appointed by the President for a 3-year term. If more than one member is appointed to a single committee, the appointments shall be for staggered terms of 1 to 3 years unless otherwise stated in these Bylaws.
2. Committee Chairs shall be selected and appointed yearly by the President, unless otherwise stated in these Bylaws, and shall hold office for one year during the term of the President.
3. Vacancies in the positions of committee Chairs shall be filled by the President. Vacancies in committee membership shall be filled by the appropriate committee Chair.

**Section C. Reports:**

1. The Chairs of committees shall report the activities, deliberations and recommendations of the committees to the membership via reports to the Executive Committee and Board of Governors.
2. Interval reports may be requested by the President, Executive Committee or Board of Governors and shall be furnished, on request, by the Chair.

**Section D. Committees:**

1. Accreditation Committee: The Accreditation Committee shall consist of five (5) Fellows of the Society, four (4) committee members and a committee Chair. They shall:
  - A. Consider and make appropriate recommendations to the Executive Committee on all nominations and recommendations and/or applications for:
    - i. elevation to "Fellow" status;
    - ii. change of "Member" or "Fellow" status to "Life Member" or "Life Fellow" status; and
    - iii. appointment to "Special Member" status.
  - B. Make the appropriate recommendations to the Executive Committee.
2. Awards Committee: The Awards Committee shall consist of four (4) members and the Chair. They shall:
  - A. Originate, receive and consider nominees for:
    - i. Honorary Fellow.
    - ii. Certificates of Appreciation.
    - iii. Award of Merit.
    - iv. Such other awards as may be established by or for the Society.
  - B. Provide for preparation and presentation of above awards.
  - C. Design and provide for preparation and presentation of Service Plaques to Past Presidents.
  - D. Be provided with a budget sufficient to accomplish its duties.
  - E. Maintain a record of all awards in the Society headquarters.
  - F. Prepare a report for approval by the President before presentation at the Annual Banquet.
3. Budget and Finance Committee:
  - A. The Chair of this committee shall be the Treasurer of the Society.
  - B. The committee shall: Develop an annual budget for the Society; approve expenditures within the budget and, when necessary, consider and act upon the proposed or requested expenditures beyond the budget; recommend to the Board of Governors sources of revenue for the Society; and study and recommend to the Executive Committee uses for the reserve funds of the Society.
4. Bylaws Committee: This committee shall consider and recommend amendments and changes in the Bylaws of the Society as deemed necessary and shall report to the Board of Governors. It shall prepare any amendments and changes in the Bylaws approved by the Board of Governors, and then forward these to the attorney representing ASCH for review.
5. Certification Committee: This committee shall recommend to the Executive Committee requirements for Certification in Clinical Hypnosis by the Society and for Certification of the Society's Approved Consultants in Clinical Hypnosis. The committee shall:
  - A. Create application forms.
  - B. Review all applications.
  - C. Accept or reject all applicants for certification.

- D. Maintain and revise all standards for Certification and for Approved Consultant status, including for the renewal of such status.
  - E. Develop guidelines for workshops leading to certification.
6. Component Sections Committee: This committee represents the interests of the Component Sections to the Executive Committee. The committee shall:
- A. Maintain regular contact with the Component Sections in order to determine ways in which the Society might best interface with and respond to the Component Sections.
  - B. Respond to queries from, or issues raised by, the Component Sections.
  - C. Make recommendations regarding actions or issues for consideration by the Executive Committee on matters pertaining to the Component Sections and their relationship with the Society.
7. Education Committee: This committee shall be responsible for the presentation and administration of a series of training workshops each year. The chair of this committee shall be the operating chair of the workshop series, which will be called the Regional Workshops. This committee shall be responsible for maintaining standards of training at its offerings consistent with the guidelines of the major professional accrediting bodies relevant to the membership of the Society.
8. Ethics Committee: This committee shall:
- A. Receive reports and study cases of alleged professional misconduct or breach of ethics by members of the Society, and report its recommendations to the Executive Committee.
  - B. Formulate, develop, review and, when necessary, recommend alterations in the Code of Conduct of the Society for action by the Board of Governors.
  - C. Respond to requests for information or initiate a clarification of the ASCH Code of Conduct and report its recommendations to the Executive Committee.
9. Membership Committee: This committee shall:
- A. Receive, evaluate, act upon and report actions taken on all applications for membership and change of status membership.
  - B. Recommend the appropriate status of membership for all applicants.
  - C. Notify the applicant of the final decision.
  - D. Resolve all questions of the quality of institutions, instructions or (where relevant) the focus of psychology in the major field of study.
  - E. Report its actions to the Executive Committee.
10. Nomination and Elections Committee:
- A. This committee shall consist of seven (7) members:
    - i. The President whose term of office is ending during the Annual Meeting shall be the Chair.
    - ii. Six (6) members shall be elected by the Board of Governors. Four (4) of these members shall be elected to be committee members and two (2) shall be elected as alternates.
    - iii. The President-Elect is ineligible for election to this committee.
    - iv. Members elected for a given year by the Board of Governors are ineligible for nomination to any Executive Committee position for that year, even following resignation from this committee.
    - v. The Immediate Past President, if unable to carry out the duties of the Chair of this Committee, will shall be replaced by the Immediate Past Secretary.
    - vi. This committee shall be a committee of the Board of Governors and shall report to the Board of Governors.
    - vii. This committee shall select a slate of candidates and present it to the Board of Governors for approval at its next regular meeting.
    - viii. Upon approval, this slate shall be presented to the membership as prescribed in Article VI of these Bylaws.
11. Past Presidents' Council. This committee shall:
- A. Consist of the Past Presidents of ASCH.
  - B. Elect a Chair from within the Council.
  - C. Be available to the Executive Committee in a consultant role to offer guidance on any program or activity that the Society is engaged in when the Executive Committee deems it useful.
  - D. The Past Presidents' Council will appoint either the Immediate Past President or the ASCH-ERF Chair to act as a liaison with the Executive Committee.

12. Program Committee: This committee shall be responsible for the presentation of a Workshop and a Scientific Program at the Annual Meeting. Each program may have a separate chair or chairs as appointed by the President.
13. Standards of Training Committee: This committee shall recommend to the Executive Committee guidelines for the teaching of hypnosis which are acceptable toward membership and/or certification in/by the Society. They shall:
  - A. Make available guidelines for teaching to:
    - i. Members of the Society
    - ii. Component Sections of the Society
    - iii. Other appropriate professional organizations.
  - B. Review and approve all educational programs applicable to ASCH Membership and/or Certification.

## **ARTICLE XII COMPONENT SECTIONS**

### **Section A. Requirements and Admission:**

1. A local, state/province or regional society of hypnosis, which maintains a membership of at least 8 members of the American Society of Clinical Hypnosis shall be eligible for consideration as a Component Section.
2. There shall be two status levels of Component Sections:
  - A. Voting Status: Those Component Sections which have complied with the standing requirements concerning the minimum of 8 active members of the Society and who have fulfilled the following requirements: to file with central office, an annual report to include names, addresses, and phone numbers of Officers and Representatives, and names and addresses of all active members; and to have had a representative present at a Board of Governors meeting at least once every two years.
  - B. Non-Voting Status: Those Component Sections that comply with the standard requirements concerning the minimum of 8 active ASCH members and who have not complied with the guidelines for voting status or who have not chosen voting status.
  - C. Reinstatement of voting status may be achieved by compliance with the above guidelines following one year of probation.

### **Section B. Application:**

Application for Component Section status in the Society shall be made through the Component Section Chair to the Executive Committee, which shall act upon the application.

### **Section C. Duties and Responsibilities:**

Component Sections shall elect their own Officers, elect or appoint representatives to the Board of Governors who are members in good standing of the Society, collect whatever dues they deem necessary for the support of their local activities, and conduct any business which does not conflict with the policies and purposes of the Society.

### **Section D. Termination of Status:**

Upon recommendation of the Component Sections Committee, the Executive Committee may terminate a Component Section's affiliation with the Society for failure to comply with the requirements, for actions not in keeping with the purposes and objectives of the Society, or for reasons the Executive Committee may from time to time deem appropriate. Appeal may be made to the Board of Governors, who may overrule the Executive Committee action.

## **ARTICLE XIII AFFILIATED FOREIGN SOCIETIES**

### **Section A. Requirements:**

1. Any professional society outside the United States and Canada with purposes and standards similar to those of this Society and approved by the Executive Committee may be granted affiliate status.

### **Section B. Application:**

1. Applications shall be sent to the Executive Committee, which shall investigate and study the qualifications of the applying society.
2. The Executive Committee shall make final decision on the application and notify the applicant of its decision.
3. The Executive Committee may terminate the affiliation of a Foreign Society for failure to comply with the requirements of status (see 1 above) or for other reasons it deems appropriate.

## **ARTICLE XIV PARLIAMENTARY AUTHORITY**

**Section A.** Sturgis Standard Code of Parliamentary Procedures, 4<sup>th</sup> Edition, shall govern and direct the affairs of the Society save in any instance in which they are conflictual with the Bylaws of the Society.

**ARTICLE XV      AMENDMENTS**

**Section A.** These Bylaws may be amended by a two-thirds (2/3) affirmative vote of those voting at a regular meeting of the membership or voting by a mail or electronic ballot.

**Section B.** An amendment may be proposed only by the Board of Governors or a petition signed by at least five (5) percent of the voting membership.

**Section C.** Proposed amendments shall be published in the Newsletter or sent by first class mail; or delivered electronically to each member at least thirty days before the Annual Meeting or before the mail ballot is sent.

**Section D.** When the membership ratifies amendments via a mailed or electronic ballot, the due date for return of ballots shall be not less than 30 days and not more than 60 days from the postmark on the amendment ballot mailing, or in the case of an electronic mailing and ballot, not less than 30 days and not more than 60 days from the distribution date as indicated by the electronic date stamp.