

Master's in Psychology and Counseling Accreditation Council (MPCAC)

BYLAWS

Revised December, 2017

Article I - Name

The name of this Council is the Master's in Psychology and Counseling Accreditation Council (MPCAC).

Article II - Purpose

Section 1

The purpose of the MPCAC is to accredit academic programs that provide science-based education and training in the practice of counseling and psychological services at the master's level, using both counseling and psychological principles and theories as they apply to specific populations and settings. Although programs may vary in the specific model of training and professional development utilized, commitment to science-based education is emphasized in the interest of providing services that are culturally responsive and that promote the public good.

Section 2

The Council shall be responsible for adhering to the purpose and functions enumerated in Article II and III of the Bylaws of the Master's in Psychology and Counseling Accreditation Council.

Article III – Structure of the Council

Section 1 Council

Membership: The Council serves as the Board of Directors for MPCAC and consists of eleven voting members. Two of these members shall be individuals with a terminal master's degree or a master's level license. One of these members shall be a public member. The Council also includes the Executive Director who serves as a non-voting member except in the case of a tie vote. A second non-voting member is the Past MPCAC Chair in the first year following completion of term(s) as Chair.

Terms: All members in good standing may serve a maximum of three (3) three-year terms. After serving three (3) three-year terms (i.e., 9 years), individuals may serve again after a lapse of a full three-year term. The Council selects members with input from the Nominating Committee. Terms begin on July 1 of each year. In the event of a vacancy prior to the end of the member's term, the Council Chair will appoint a replacement to serve until the end of the vacated term. This appointment will not be counted toward the three-term maximum.

Executive Director: The Executive Director performs all the duties commonly vested in a president of a corporation and is responsible for the implementation of the work of the Council, including assisting the Treasurer with the development and management of the budget, monitoring and tracking the work of MPCAC, and supervising all staff. The Executive Director shall provide an annual report with appropriate dissemination. The role of the Executive Director may include other tasks and responsibilities as necessary and appropriate. The Executive Director has responsibility for notifying and assisting accredited programs to maintain and/or renew their accreditation status; and, with the Treasurer, authorizing MPCAC expenditures. The Executive Director is nominated and appointed by the Council and shall receive appropriate compensation. The Executive Director conducts the Executive Committee meetings and chairs the Nomination Committee.

Officers: The Council elects five officers: Chair, Secretary, Treasurer, Associate Chair for Accreditation, and Associate Chair for Information Management. Each officer serves two-year terms for a maximum of four (4) terms. Officers are elected during the annual meeting.

The Council Chair has all the powers and performs all duties commonly incident to and vested in the office of a chairperson of the Board of Directors of a corporation.

The Secretary of the Council performs all duties commonly incident to and vested in an office of the secretary of a corporate Board of Directors, including but not limited to the taking and distributing of true minutes of the proceedings of all meetings.

The Treasurer, in conjunction with the Executive Director, is responsible for budget preparation and monitoring of income and expenditures. Accounting position(s), not on the Council, may be hired by the Executive Director to handle bookkeeping, tax and financial statement matters.

The Associate Chair for Accreditation oversees the accreditation review process.

The Associate Chair for Information Management is responsible for maintaining internal and external information systems.

Function: The governing members of MPCAC (Council members/Directors) award accreditation to applicant programs and develop overall policies and procedures as needed. The Council is responsible for monitoring the application of standards for accreditation and for approving any changes in standards. The Council has responsibility for oversight of the financial aspects of MPCAC including collecting funds, developing a budget, and establishing fees.

Article IV – Accreditation Standards

Section 1 Review of Standards

To ensure the public interest is being served, MPCAC will conduct a systematic, comprehensive review of its standards every seven years, at a minimum.

Section 2 Revision of Standards

Any changes in standards must be available for public comment and submitted to the Council for approval. All such changes must be approved by a positive vote of at least 71% (at least eight of eleven) of the members of the Council.

A reasonable timetable will be provided for accredited programs and those under review to respond and/or make program changes to meet any alteration in the accreditation standards.

Article V – Accreditation Process

Section 1 Development of Program Review Process

The development of policies, procedures, and criteria for accreditation is the responsibility of the members of the Council. It is a continuing process, guided by the desire to keep pace with changing conditions and needs of the field of psychology and counseling.

Section 2 Application of Accreditation Policies, Procedures, and Criteria

All policies, procedures, and criteria involved in seeking, obtaining, and maintaining accreditation shall be published in the *Accreditation Manual (Manual)* and should be made available to the public. All decisions of the Council shall be guided by the provisions of the *Manual*.

Article VI - Meetings

The Council shall conduct meetings at least quarterly (every three months) and special or more frequent meetings may be called at the discretion of the Council Chair, or by a majority of the Council members.

Article VII - Amendments

These Bylaws may be amended by a majority eight supporting votes (71%) of the Council, provided that the proposed amendments shall have been read at a previous meeting of the Council, or provided that they have been mailed to each member at least thirty [30] days before action is taken.

Article VIII – Indemnification

a) Definitions. For the purpose of this Article 8, the following definitions apply:

i) “Agent” means any person who is or was a Council member, employee, or other agent of the Council, or is or was serving at the request of the Council as a reviewer or investigator;

ii) "Proceeding" means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative or investigative;

iii) "Expenses" includes, without limitations, attorney's fees and any expenses of establishing the right to indemnification under this Article.

b) Personal Liabilities. All agents of the Council shall be immune from civil liability in accordance with the Oklahoma Statutes, Sections 866 and 867; except for claims resulting from acts of bad faith or intentional misconduct, or transactions from which the agent derived an improper personal benefit.

c) Indemnification by Corporation. All Agents shall be indemnified by the corporation to the fullest extent permissible under the laws of the state of Oklahoma, provided that the Corporation is authorized by a determination that indemnification of the agent is proper under the specific proceedings and circumstances. Such authorization and determination shall be made by a majority vote of the Council members who are not party to the proceedings.

d) Insurance for corporate agents. Except as may be otherwise provided under provisions of law, the corporation shall maintain a Directors and Officers (D&O) insurance policy against liabilities asserted against or incurred by agents, whether or not the corporation would have the power to indemnify the agent against such liability under the Articles of Incorporation, these Bylaws or provisions of law of the State of Oklahoma.

Article IX - IRC 501(c)(3) Tax Exemption Provisions

a) Limitations on activities. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code], and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

b) Prohibition against private inurement. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

c) Distribution of assets. Upon the dissolution of this corporation, its assets remaining after

payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 510(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

The undersigned hereby certifies that the foregoing constitutes a true and correct copy of the Bylaws of the Corporation as adopted by the Council on December 14, 2017.

Executed as of December 14, 2017.


_____, LMHC

Chloe Moushey - Secretary