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CONSTITUTION

AMERICAN POLYGRAPH ASSOCIATION

ARTICLE I

Name

The name of this organization shall be the American Polygraph Association.

ARTICLE II

Goal

The goal of the American Polygraph Association is to provide mankind with a valid and reliable means to verify the truth of the matter asserted by:

- A - Serving the cause of truth with integrity, objectivity and fairness to all persons.
- B - Encouraging and supporting research, training and education to benefit members of the Association as well as those who support its purpose and by providing a forum for the presentation and exchange of information derived from such research, training and education.
- C - Establishing and enforcing standards for admission to membership and continued membership in the Association.
- D - Governing the conduct of members of the Association by requiring adherence to a Code of Ethics and a set of Standards of Practice.

ARTICLE III

General Provisions

- A - This document shall be known as the Constitution of the American Polygraph Association.
- B - All persons who, at the time this Constitution is adopted, hold offices under any previous Constitution, which offices are continued by this Constitution, shall continue to hold the same offices according to the former tenure thereof.
- C - No action or proceeding commenced before this constitution takes effect, and no right accrued, is affected by the provisions of this Constitution, but all provisions thereafter taken herein shall conform to the provisions of this Constitution.
- D - Unless the context otherwise requires, the General Provisions hereinafter set forth shall govern the construction of this Constitution and By-Laws established by the Board of Directors.
- E - Writing shall include any form of recorded message capable of

1 comprehension by ordinary visual means. Whenever any notice, report,
2 statement or record is required by this Constitution or the By-Laws of this
3 Association, it shall be made in writing in the English language. The mailing
4 of any notice, report or record by first class mail shall be sufficient
5 compliance with any requirement of this Constitution or except as
6 established by Board policy in accordance with Articles VII and IX of this
7 constitution.

8
9 F - Whenever any reference is made to any portion of this Constitution, such
10 reference shall apply to all amendments and additions thereto now or
11 hereafter made.

12
13 G - The present tense includes the past and future tense; and the future, the
14 present. The singular includes the plural and the plural the singular. The
15 masculine gender includes the feminine and neuter. "Shall" is mandatory
16 and "may" is permissive.

17
18 H - "Accredited school" shall mean any school of polygraphy or forensic
19 psychophysiology as accredited by the American Polygraph Association.

20
21 I - "Association" shall mean the American Polygraph Association or any
22 successor thereto.

23
24 J - "Board" shall mean the Board of Directors of the Association.

25
26 K - "By-Laws" shall mean any set of rules or other writings established by the
27 Board of Directors for the purpose of the administration of the affairs of the
28 Association. The Board of Directors shall establish and maintain By-Laws.
29 The By-Laws shall include, but are not limited to, a Code of Ethics and a set
30 of Standards of Practice.

31
32 L - "Director" shall mean any natural person elected to hold office under the
33 provisions of this Constitution.

34
35 M - "Elective Year" shall mean the period between meetings of the General
36 Membership held for the purpose of electing Directors and Officers of this
37 Association.

38
39 N - "Meeting" shall mean any meeting of the General Membership of this
40 Association, any meeting of the Board of Directors of this Association or any
41 meeting of any committee authorized by this Constitution or convened at
42 the direction of the President or the Board of Directors.

43 O - "Member" shall mean any natural person, partnership or division as defined
44 and or limited by the Constitution or By-Laws of this Association.

45
46 P - "Officer" shall mean any natural person elected to one of the following
47 offices: President, Vice-Presidents (Private, Government and Law
48 Enforcement), Secretary and Treasurer.

49
50 Q - "Person" shall mean a human being as opposed to a partnership or division.

1
2 R - "Polygraph" may mean "forensic psychophysiology" when used in detection of
3 deception.

4
5 S - "Voting Member" shall mean any member of the Association as defined or
6 limited by the By-Laws.

7
8 T - APA "Year" shall mean the calendar year beginning on January 1 at 0001
9 hours and ending on December 31 at 2400 hours of any year. The affairs of
10 this Association shall operate on the basis of a calendar year. A fiscal year
11 may be utilized for financial accounting.

12
13 U - In the event this Constitution, or any part thereof, or any additions or
14 amendments made subsequently thereto, or the application thereof to any
15 person or circumstance, be found in conflict with any law, federal or state,
16 such conflict shall be resolved in favor of the law; provided, that if the
17 provisions of law be less than the requirements of this Constitution, such
18 conflict shall be resolved in favor of this Constitution.

19
20 ARTICLE IV
21 Membership

22
23 A - Membership in the American Polygraph Association is a privilege.

24
25 B - There shall be Seven (7) classes of membership: ***(MODIFIED August 2005)***
26 ***(Effective 2010)***

27
28 1 - Full Member

29 2 - Associate Member

30 3 - Life Member

31 4 - Science & Technology Member

32 5 - Honorary Member

33 6 - Retired Member

34 7 - Divisional Membership

35
36 C - Changes or additions to classes of membership or qualifications, rights and
37 privileges of each class of membership shall be recommended only by a two-
38 thirds (2/3) majority vote of the Board of Directors as set forth in the By-
39 Laws of the Association. These changes must be approved by a majority vote
40 of all voting members present at any meeting of the General Membership.
41 Nothing herein shall be construed to limit the ability of the General
42 Membership to act in accordance with Article XI (C).

43
44 D - Subject to the terms and conditions of this Article, membership in the
45 Association may be suspended or terminated by the Board of Directors for:

46
47 1 - Any act contrary to the provisions of the Code of Ethics and or the
48 Standards of Practice.

49
50 2 - Conduct which brings, or may tend to bring, discredit to the

1 Association or the polygraph profession.

2
3 3 - Failure of any member to meet his, her or its financial obligations to
4 the Association when due and payable.

5
6 E - In lieu of suspension or termination of membership, the Board of Directors
7 may censure any member, publicly or privately, or impose such other
8 discipline as deemed appropriate, for any violation of Section D of this
9 Article.

10
11 F - The Board shall act upon the findings and recommendations of the
12 Grievance Committee at the next scheduled meeting of the Board of
13 Directors.

14
15 ARTICLE V
16 Directors and Officers
17 (Amended August 4, 2009)

18
19 A - Only Voting Members authorized by the By-Laws shall hold office as a
20 Director or as an Officer. (Change effective 2010)

21
22 B - Directors - Directors shall perform the duties and fulfill the obligations of
23 their office as defined in the By-Laws of the Association. There shall be four
24 (4) Directors.

25
26 1 - Each Director shall be elected to and shall serve a term of two (2)
27 years or until the next meeting of the General Membership thereafter
28 and may be reelected to consecutive terms.

29
30 2 - Two (2) Directors shall be elected to office in years ending in even
31 numbers and two (2) Directors shall be elected to office in years
32 ending in odd numbers.

33
34 C - Officers -Officers shall perform the duties and fulfill the obligations of their
35 office as defined in the By-Laws of the Association. The Officers shall be six
36 (6) in number and shall be the:

37
38 1 - President - The President shall serve one year in that capacity and in
39 the subsequent year as Immediate Past President, the latter office
40 being held by virtue of his or her election as President without
41 subsequent re-election a term of one (1) year.

42
43 2 - President Elect – The President-Elect will serve one year in that
44 capacity upon election and in the subsequent year as President, the
45 latter office being held by virtue of his or her original election as
46 President-Elect without subsequent re-election.

47
48 3 - Vice President, Private - This Vice President shall be elected to a term
49 of one (1) elective year and may be reelected to consecutive terms.
50

- 1
2 4- Vice President, Government - This Vice President shall be elected to a
3 term of one (1) elective year and may be reelected to consecutive
4 terms.
5
6 5 - Vice President, Law Enforcement - This Vice President shall be
7 elected to a term of one (1) elective year and may be reelected to
8 consecutive terms.
9
10 6 - Secretary - The Secretary shall be elected to and serve a term of two
11 (2) elective years and may be reelected to consecutive terms, and such
12 election shall occur in years ending in an odd number.
13

14 ARTICLE VI
15 Board of Directors
16 (Amended August 4, 2009)
17

- 18 A - The Board of Directors (BOD) shall be eleven (11) in number and shall
19 consist of:
20
21 1 - The President
22 2 - The President-Elect
23 3 - The three (3) Vice Presidents
24 4 - The Secretary
25 5. The Immediate Past President
26 6. All four (4) Directors.
27
28 B - There may be Ex-Officio members of the Board of Directors. They must be
29 nominated by the President and confirmed by a two-thirds (2/3) majority
30 vote of the Board of Directors. They may attend any and all meetings of the
31 Board, but shall have no vote in matters before the Board. Ex-Officio
32 members may include, but not limited to:
33
34 1 - General Counsel
35 2 - Editor In Chief
36 3. National Office Manager
37 4. Treasurer
38
39 C - The election of the President, the President-Elect, the three Vice Presidents ,
40 the Secretary and the four Directors shall be elected by mail ballot by
41 majority vote of those electors, as specified by By-Laws Division VI:
42 Elections. All Officers and Directors shall take office immediately upon
43 taking the oath of office at the annual banquet.
44
45 D - The Board of Directors shall convene within forty-eight (48) hours prior to
46 every meeting of the General Membership of the Association and, at such
47 other times and places as may be necessary.
48 A special meeting may be called at anytime by the Chairman of the Board of
49 Directors or through petition of the majority of the Board members. No vote
50 shall be taken by the Board in the absence of a quorum.

1
2 E - The Board of Directors is responsible for the administration of the affairs of
3 the Association and is authorized to take any action necessary to protect the
4 best interests of the Association.
5

6
7 **ARTICLE VII**
8 **Meetings, Elections, Voting and Dues**
9

10 A - The General Membership of the Association shall meet once each calendar
11 acting upon any business brought before it. The General Membership may
12 elect to meet at any other time for any other purpose. The Board of Directors
13 shall establish the date, time and place of the annual seminar and annual
14 General Membership Meeting.
15

16 B - Voting Members as defined, present at any meeting of the General
17 Membership, shall constitute a quorum to transact any and all business
18 brought before the membership by proper motion. A simple majority vote,
19 unless otherwise provided in the motion, shall be sufficient to carry any
20 motion. All votes, other than those for elective office, shall be taken by voice
21 vote unless the motion requires a vote by secret written ballot in which case
22 the vote shall be taken by secret written ballot.
23

24 C - The election of the President, the President-Elect, the three Vice Presidents,
25 the Secretary, the Treasurer and the three Directors shall be elected by mail
26 ballot by majority vote of those electors, as specified by By-Laws Division
27 VII: Election Procedures. All Officers and Directors shall take office
28 immediately upon taking the oath of office at the annual banquet.
29

30 D - In the event of death, resignation or the inability to act of any Officer or
31 Director, the Board of Directors shall immediately appoint any Voting
32 Member to serve the unexpired term of the deceased, resigned or disabled
33 Officer or Director. A vacancy in the office of the President shall be filled by
34 the immediate succession to that office of the President-Elect for the balance
35 of the term remaining, and one year thereafter, or until a successor is duly
36 qualified. Any vacancy in the office of the Immediate Past President will
37 result in the duties of that office being assumed by the President, who will
38 retain rights as a voting member of the Board while serving as Chair of the
39 Board for the unexpired term, or until a successor as President is duly
40 qualified. A vacancy in the office of the President-Elect will be filled by vote
41 of the Board of Directors from among its members, or any duly qualified
42 member in good standing in the Association. Nomination of one or more
43 candidates may be made by any voting member of the Board of Directors,
44 and unless there is one candidate where voice vote shall suffice, voting shall
45 be by secret ballot with a majority vote of those voting necessary to elect. In
46 the event no single candidate receives a majority on the first, or subsequent
47 ballots, the two candidates, plus ties, receiving the most votes shall be voted
48 on the next ballot. The person elected shall serve the balance of the term
49 remaining and shall automatically assume the Presidency at the next annual
50 meeting of the Association. Members of the Board of Directors may be

1 removed, for cause, by a majority vote of the General Membership.

2
3 E - Any Member, shall be entitled to speak on the floor at any meeting of the
4 General Membership. Only Voting Members as defined in the By-Laws shall
5 have the right to vote upon motions, elections or any other business brought
6 before the general membership.

7
8 F - Dues, and the amount thereof, may be established by a majority vote of the
9 Board of Directors. Dues shall be levied against all members in equal
10 amount; provided, no dues shall be levied against Life Members, Honorary
11 Members or Retirees, and the amount of dues levied against Divisional
12 Members shall be determined by the Board of Directors. The Board of
13 Directors, by a unanimous vote, may waive the dues of a member if it is in
14 the best interest of the American Polygraph Association.

15
16 G - For the sole purpose of providing recruitment incentives, when deemed
17 appropriate, the Board of Directors shall have the authority to waive,
18 suspend, adjust, or modify the existing membership dues and/or fees for
19 specified groups of applicants or potential applicants when such action is
20 deemed to be in the best interest of the American Polygraph Association.

21
22 H - Special Assessments, and the amount thereof, may be established and levied
23 by the Board of Directors; provided, no single special assessment shall
24 exceed the amount of dues levied in the year in which the special assessment
25 is imposed. All members, except Honorary members, may be subject to any
26 assessment.

27
28
29 **ARTICLE VIII**
30 **Standing and Ad-Hoc Committees**

31
32 A - The President shall establish the following standing committees and shall
33 appoint a general chairperson from the membership of the Board of
34 Directors for each committee:

- 35
36 1 - APA Homepage Website Committee
37 2 - Awards Committee
38 3 - Budget Committee
39 4 - Communications/Public Relations Committee
40 5 - Continuing Education/Certification Committee
41 6 - Educational Accreditation Committee
42 7 - Ethics and Grievance Committee
43 8 - International Membership Liaison Committee
44 9 - Legislative Committee
45 10 - Membership Committee
46 11 - Research and Development Committee
47 12 - Post Conviction Sex Offender Testing
48 13 - Seminar Committee
49 14 - Standards Committee
50 15 - State Association Advisory Board

- 1 B - The General Chair will nominate to the President appointment of eligible
2 APA members to serve as chairpersons of each committee.
3
4 C - The Chairpersons report to the General Chair and supervise the operation of
5 the various Committees
6
7 D - The General Chair is responsible for presenting the status of the committee
8 actions to the President and the Board of Directors.
9
10 E - The President may establish Ad-Hoc committees for the purpose of
11 administering the goals and objectives of the Association and may appoint
12 any Voting Member to act as Chairperson of any such committee. Ad-Hoc
13 committees shall dissolve upon the completion of their stated purpose,
14 dissolution by the President or upon the expiration of the office of the
15 appointing President.
16 F - Policies and Procedures established by the Board of Directors in
17 administrating the Association shall be documented as historical record by
18 the Secretary and retained at the National Office.
19

20 **ARTICLE IX**
21 **By-Laws**

- 22
23 A - By-Laws to this Constitution shall be established and maintained by the
24 Board of Directors for the purpose of promoting the mission of the
25 Association and administering the goals and objectives thereof.
26
27
28 B - Unless otherwise specified, By-Laws may be amended by a two-thirds (2/3)
29 majority vote of the ten (10) voting members of the Board; provided, no
30 amendment or other revision shall be voted upon unless a copy of the
31 proposed amendment or revision has been mailed or otherwise provided to
32 all members of the Board at least thirty (30) days prior to the meeting upon
33 which the amendment is to be voted.
34

35
36 **ARTICLE X**
37 **Parliamentary Authority**

- 38
39 A - In all instances not covered by this Constitution, the parliamentary
40 authority for the Association shall be Robert's Rules of Order, as amended.
41
42 B - All meetings of the General Membership shall be conducted in accordance
43 with Robert's Rules of Order, as amended.
44
45 C - All meetings of the Board of Directors shall be conducted in accordance with
46 Robert's Rules of Order, as amended.
47

48 **ARTICLE XI**
49 **Amendments**
50

1 A - This Constitution may be amended by a two-thirds (2/3) majority vote of all
2 Voting Members, as designated:

3 1 - present and voting at any meeting of the General Membership, or
4

5 2 - by absentee mail ballot.
6

7 B - No amendment or replacement shall be voted upon unless a copy of the
8 proposed amendment or revision has been mailed or otherwise provided to
9 all Voting Members at least thirty (30) days prior to the meeting at which
10 the amendment is to be voted upon or the deadline set in the mail ballot.
11

12 C - Amendments may be proposed by any member to the Board of Directors
13 and shall be submitted to the General Membership either on order by the
14 Board of Directors or by petition signed by five (5) members in good
15 standing of the American Polygraph Association.
16

17
18 D - Amendments shall take effect immediately upon approval unless otherwise
19 stated in the amendment.
20

21
22 **ARTICLE XII**
23 **Ratification**
24

25 This Constitution shall take effect and supersede, subject to the provisions of
26 Article III of this Constitution, any other Constitution then in effect, immediately
27 upon approval.
28

29 The effective date of this Constitution is AUGUST 21, 2007.
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