



The College of Pastoral Supervision and Psychotherapy
The Highest Standard in Clinical Chaplaincy and Clinical Pastoral Education

THE CPSP BYLAWS

Adopted and Ratified by the Governing Council on April 9, 2025

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DEFINITIONS AND ABBREVIATIONS

As used in these By-laws, when capitalized:

“Act” means the Virginia Non-Profit Corporate Code, as amended from time to time.

“Active Member” shall refer to a dues-paying member who is participating in the life of a currently certified chapter.

“Ad hoc Committee” shall refer to a temporary group of people named by the Executive Chapter for a specific purpose or task, to address an immediate need, problem, or issue. Once the objective is accomplished, the committee will be dissolved by the Executive Chapter.

“Associate Clinical Chaplain” shall refer to the practitioner of this discipline as defined in the CPSP Standards. This certification is generally relevant to institutional, agency, or military ministry.

“Associate Pastoral Counselor” shall refer to a practitioner of this discipline as defined in the CPSP Standards. This certification is generally relevant to congregational ministry.

“By-laws” means the by-laws of the College as amended from time to time.

“Certified Member” shall refer to a person who meets the requirements of the respective CPSP Standards, who has been duly certified by and participates in a CPSP Chapter, pays the required annual dues of CPSP, and whose certification(s) has been annually ratified by the CPSP Governing Council. “Certified Member” shall include “Diplomate in Pastoral Supervision,” “Diplomate in Pastoral Psychotherapy,” “Pastoral Counselor,” “Associate Pastoral Counselor,” “Clinical Chaplain,” and “Associate Clinical Chaplain.” Clinically Trained Minister”.

“Chapters” shall refer to the gatherings of CPSP members in specific and identifiable groups whose duties are defined by the CPSP Standards.

“Clinical Chaplain” shall refer to the practitioner of this discipline as defined in the CPSP Standards. This certification is generally relevant to institutional, agency, or military ministry.

“Clinical Pastoral Education” shall refer to the process model of learning pastoral care as defined in the CPSP Standards.

“Cluster of Chapters” shall mean the aggregation of Chapters into a group/cluster on a more or less, but not strictly, geographic basis.

“Code of Ethics” shall refer to the CPSP Code of Professional Ethics and Principles for Processing Ethical Complaints, which is periodically updated, published and available to the general public.

“College” or **“CPSP”** shall mean the College of Pastoral Supervision and Psychotherapy and shall have the same legal meaning as “corporation” under the Act.

“Convener” is any Member (other than an Other Member) who is appointed by a Chapter under the Standards to oversee the scheduling of chapter meetings, coordination and general operation of the Chapter, including Certification and Accreditation site reviews, and communication with other Conveners in the Cluster of Chapters, the Governing Council and Standing Committees.

“Covenant” shall mean the CPSP Covenant, which may from time to time be updated by the Governing Council, published and available to the general public.

“Diplomate” shall mean either a Diplomate in Pastoral Supervision or a Diplomate in Pastoral Psychotherapy.

“Diplomate in CPE Supervision” shall refer to a practitioner of this discipline as defined in the CPSP Standards.

“Diplomate in Pastoral Psychotherapy” shall refer to a practitioner of this discipline as defined in the CPSP Standards.

“Emeritus Member” shall refer to a person who is honorably retired from a paid compensation status but retain Certified Member category.

“Executive Chapter” of the College of Pastoral Supervision and Psychotherapy (CPSP) shall serve as the primary governing body responsible for the oversight, strategic direction, and operational leadership of the organization. Comprised of elected and appointed leaders, the Executive Chapter acts as the steward of the CPSP mission, ensuring adherence to the Covenant and upholding the highest standards of pastoral education, training, and clinical care.

“General Secretary Emeritus” Shall refer to the honorary title bestowed upon the retired General Secretary in recognition of significant contributions to the CPSP community.

“Governing Council” shall have the same legal meaning as “Board of Directors.” The GC focuses on long-term goals and organizational health and has the following responsibilities:

- Approving major policies, budgets, and strategic plans of the College.
- Electing, evaluating, and, if necessary, removing the President, Vice-President, and Treasurer.
- Ratifying the nomination, decision, and recommendation of the Executive Chapter
- Ensuring financial health and legal compliance.
- Providing high-level governance and long-term vision.

“Governing Council Annual Meeting” shall be the date on which the annual meeting of the Governing Council shall be held at a time and place selected by the Governing Council.

“Honorary Member” shall refer to a person who is granted membership in CPSP in recognition of certain achievements and contributions to CPSP.

“Institutional Member” shall refer to seminary professors, religious endorsing representatives, or other professional constituents who are members of CPSP. Institutional Member is not a category eligible for certification.

“Member” shall refer to any person who is a Certified Member, Emeritus Member, Honorary Member, Institutional Member or Other Member.

“Other Member” shall refer to a person who is not a Certified Member, Emeritus Member, Honorary Member or Institutional Member, but wishes to affiliate with CPSP, participate in a Chapter, and may attend the Annual Meeting.

“Pastoral Counselor” shall refer to a practitioner of this discipline as defined in the CPSP Standards. This certification is generally relevant to congregational ministry.

“Pastoral Psychotherapist” shall refer to a practitioner of this discipline as defined in the CPSP Standards.

“Plenary” shall refer to the annual general membership meeting of the College.

“Secretary of State” shall mean the Secretary of the State of Virginia.

“Standards” shall mean The Standards of the College of Pastoral Supervision & Psychotherapy, which may from time to time be updated, published and made available to the general public.

“Standing Committee” shall refer to a permanent committee that operates continuously and is responsible for carrying out specific, ongoing administrative or functional tasks within the organization. The standing committees serve as the primary working administrative units of the organization. They report to the Executive Chapter leadership.

“State” shall mean the state of Virginia, USA.

“Training Supervisor” shall refer to a practitioner of this discipline as defined in the CPSP Standards.

ARTICLE I. NAME OF ORGANIZATION

The name of the Association is The College of Pastoral Supervision and Psychotherapy.

ARTICLE II. CORPORATE PURPOSE

Section 2.01 Nonprofit Status

The College of Pastoral Supervision and Psychotherapy is an exempt organization under section 501 (C) (6) of the Internal Revenue Code.

Section 2.02 Mission Statement

The mission of the College is to uphold the highest standards of clinical care in pastoral education and training, guided by the principles of the CPSP Covenant. Committed to excellence, the College oversees, supports, and certifies Chapters of credentialed professionals in clinical settings, fostering ongoing education and providing specialized clinical training to serve a global community.

Section 2.03 Purpose.

There are several purposes of the College:

- a. to ensure that the CPSP Covenant is the standard for life and membership in the Chapter.
- b. to promote, certify and support the life of CPSP Chapters.
- c. to provide for clinical pastoral education and training in pastoral care, counseling and psychotherapy as part of specialized training for ministry and continuing education; and
- d. to certify individual members, to accredit training programs, and to oversee training programs internationally through its Chapters

Section 2.04 Registered Office and Registered Agent.

- a. **Obligation to Maintain.** The College shall have and continuously maintain in the State a registered office which may be, but need not be, the same as its place of business, and a registered agent or agents, which agent or agents may be either an individual or individual's residence in the State whose business office is identical with such registered office or another domestic corporation or a foreign corporation authorized to transact business in this State, such domestic or foreign corporation having a business office identical with such registered office.
- b. **Change of Registered Office.** The College may change its registered office or registered agent or agents, or both, by executing and filing in the office of the Secretary of State a statement setting forth the facts required by the Act.

- c. **Resignation of Registered Agent.** The registered agent may resign such agency appointment by signing and delivering to the Secretary of State for filing a statement of resignation. The statement may include a statement that the registered office is also discontinued. On or before the date of filing of the statement of resignation, the registered agent shall deliver or mail a written notice of the agent's intention to resign to the chief executive officer, chief financial officer, or secretary of the College, or a person holding a position comparable to any of the foregoing, as named and at the address shown in the annual registration or in the articles of incorporation if no annual registration has been filed.

ARTICLE III – CORPORATE OFFICERS

Section 3.01 The Corporate Officers

The corporate officers of the College shall be a President, a Vice President, and a Treasurer. They shall be nominated for a period of four years by the Governing Council during its regularly convened annual plenary meeting. No elected officer shall serve more than two (2) terms consecutively.

Section 3.02 President

The President, a diplomate of experience, is the first officer of the College. The President shall:

1. Report to the Executive Chapter of the College in consultation with the Vice President and the Treasurer.
2. Act as chairman of the plenary meetings and the Executive Chapter and serve in the general interest of the College as determined by the Governing Council and the Executive Chapter.
3. Provide a report on the status of CPSP on an annual basis to the CPSP community at its Plenary gathering and Governing Council.
4. Adhere to the bylaws of the College, working in harmony with the Executive Chapter and the Governing Council to promote and advance the mission of CPSP.
5. Provide liaison to cognate groups, faith groups, and seminaries,

Section 3.03 Vice President

The Vice President, associated with the President as corporate officer, shall serve under the direction of the Executive Chapter and act as secretary and vice-chairperson of the Executive Chapter. The Vice President shall:

1. Report to the Executive Chapter of the College after consultation with the President.
2. Keep the minutes of the Governing Council meetings and the Executive Chapter meetings and furnish copies of these minutes to all members of the executive committee and all committee chairs, including Chapter of Chapter (CoC), Chapter of Diplomate (CoD) and the International Board.
3. Provide information as requested by the President, the Executive Chapter, or the Governing Council.
4. Prepare and make available to the nominating committees all statistical information necessary for conducting their business.
5. Perform other duties as usually pertain to the office.
6. The Vice President shall oversee the formation of, and recertification of Chapters and all matters related to the membership of the College and report on such at its annual meetings.

Section 3.04 Treasurer

The Treasurer, associated with the President as corporate officer, shall serve under the direction of the Executive Chapter. The Treasurer shall:

1. Report to the Executive Chapter of the College after consultation with the President.
2. Provide financial leadership to the organization, including receiving, safeguarding, and disbursing all funds in harmony with the actions of the Executive Chapter.
3. Provide financial information to the President, the Executive Chapter and the Governing Council.
4. Administer bank accounts approved by the College Executive Chapter together with the Finance Committee.

5. Furnish copies of the financial statements to the Governing Council members.
6. Serve on the Finance Committee.
7. Disbursed funds on approval of President and Executive Chapter approved decision.

Section 3.05 Other Officers

Other individuals may serve as standing committee chairs of the College, such as Chair of Standards, Chair of Ethics Committee, and so on. Together with the President, Vice President, and Treasurer, they shall form the Executive Chapter. The executive officers are responsible for nominating the committee chairs and submitting their names for ratification by the Governing Council for a term of two years which may be renewed for no more than three (3) consecutive terms; however, the same would be qualified to hold other positions as Chair of other committees.

Section 3.06 The Administrator

The Administrator reports to the President. When the finances of the college are able to support such a position, the Administrator serves as the primary point of contact for the organization, ensuring efficient day-to-day operations and supporting the volunteer leadership team. This role is crucial for maintaining organizational continuity, managing administrative tasks, and providing support to volunteers, members, and stakeholders.

The Administrator is an ex-officio member of the Executive Chapter.

Key Responsibilities:

- 1. Administrative Support:** - Manage and maintain the organization's records, including membership databases, meeting minutes, and correspondence. - Coordinate and schedule meetings, including preparing agendas, distributing materials, and documenting minutes. - Handle general inquiries and communications via phone, email, and mail.
- 2. Financial Management:** - Assist the Treasurer with financial record-keeping, including processing invoices, tracking expenses, and preparing financial reports. -

Ensure timely collection of membership dues and other revenues. - Maintain accurate records of financial transactions.

3. Event Coordination: - Plan and organize events, workshops, and seminars in collaboration with the volunteer team. - Handle logistics such as venue booking, catering, and registration. - Promote events through various channels, including social media, newsletters, and the organization's website.

4. Membership Services: - Provide support to members, addressing their questions and concerns promptly. - Manage the membership application and renewal process. - Develop and implement strategies to enhance member engagement and retention.

5. Communications: - Maintain and update the organization's website and social media platforms. - Prepare and distribute newsletters, announcements, and other communications. - Foster relationships with stakeholders, partners, and the community.

6. Coordination of Committee's Chairs: - Support the recruitment, training, and retention of volunteers. - Ensure **Committee's Chairs** are well-informed and have the resources needed to fulfill their roles. - Coordinate **Committee's Chairs** schedules and reports.

7. Strategic Support: - Assist the President, Vice President, and Treasurer in implementing the organization's strategic plan. - Provide administrative support for special projects and initiatives. - Monitor and report on the progress of organizational goals and objectives.

8. Compliance and Reporting: - Ensure compliance with legal and regulatory requirements. - Prepare and submit required reports and documentation to regulatory bodies and other organizations. - Maintain the organization's policies and procedures.

Section 3.07 Duties of the Administrative Coordinator.

The Administrative Coordinator who is a paid employee of the College, shall assist the President and the Administrator with general administrative functions, including but not limited to coordination of mailings and meetings, updating documents and manuals of CPSP, receiving and reviewing all certification and accreditation actions of chapters, and other duties as assigned.

Section 3.08 Vacancies.

If the office of any officer becomes vacant, the Executive Chapter may appoint a successor who shall serve until the next Governing Council meeting at which time he or she may be elected to another term.

Section 3.09 Resignation.

An officer may resign at any time for health or personal reasons.

Section 3.10 Removal of an Officer

1. Grounds for Removal

An officer of the College of Pastoral Supervision and Psychotherapy (CPSP) may be removed from office by a consensus of the Governing Council for any of the following reasons:

- a. Incapacity – When the officer is unable to perform the duties of their office due to physical, mental, or other incapacitating conditions that impede the fulfillment of their responsibilities.
- b. Dereliction of Duties – When the officer fails to fulfill the responsibilities and obligations of their role as outlined in the CPSP bylaws, policies, or governance structure.
- c. Moral Lapse or Ethical Failure – When the officer engages in conduct that is deemed unethical, immoral, or in violation of the CPSP Covenant, bringing disrepute to the College or compromising its mission and values.

2. Initiation of Removal Process

- a. A written petition outlining the grounds for removal must be submitted to the Executive Chapter by at least three members in good standing.
- b. Upon receipt of the petition, the Executive Chapter shall initiate a formal review process to determine the validity of the claims.

3. Review Process

- a. The Executive Chapter will appoint a special committee to investigate the claims.
- b. The officer in question will be given written notice of the allegations and an opportunity to respond in person or in writing.
- c. The special committee will submit a report with findings and recommendations to the Executive Chapter within 30 days of its appointment.

4. Decision-Making

- a. The Executive Chapter will convene to deliberate on the findings and recommendations of the special committee.

b. A two-thirds (2/3) majority vote of the Executive Chapter is required for a referral to the GC to remove the officer from their position.

5. Appeals Process

a. The removed officer may submit a written appeal to the President or the Vice-President within 14 days of the decision.

b. The appeal will be reviewed by an independent appeals panel appointed by the President.

c. The decision of the appeals panel shall be final and binding.

6. Interim Arrangements

In the event of an officer's removal, the Executive Chapter may appoint an interim officer to fulfill the duties of the vacant position until a successor is duly elected or appointed in accordance with the College Bylaws.

ARTICLE IV. MEMBERSHIP

Section 4.01 CPSP Constituency.

CPSP's diverse community of members welcomes each participant in the life and work of a CPSP Chapter without preference or prejudice as to race, ethnicity, national origin, class, age, physical disability, faith group background or affiliation, or sexual or gender identity, orientation or preference. Members live and function in the spirit of the CPSP Covenant, in accordance with the CPSP Standards, according to their own Chapter rules and traditions, which shall be congruent with the Covenant, Bylaws and Standards of CPSP.

Section 4.02 Members.

Members participate in the life and work of CPSP as their membership category is defined in the Standards. Chapters should encourage members who are in good standing to consider providing additional service to CPSP community through volunteer committee positions.

Section 4.03 Candidates for Certification.

Persons who are qualified and accepted into training for Diplomate in Pastoral Supervision, Diplomate in Pastoral Psychotherapy, Training Supervisor, Clinical Chaplain, Associate Clinical Chaplain, Pastoral Psychotherapist, Pastoral Counselor or Associate Pastoral Counselor shall be identified as CPSP Candidates (Trainees) and shall function in accordance with duties and restrictions defined in the CPSP Standards.

Section 4.04 CPSP Board Certified Clinical Chaplains, Associate Clinical Chaplains, Pastoral Counselors, and Associate Pastoral Counselors.

These categories of clinical practice designate persons who have demonstrated proficiency and competency in supportive and crisis-oriented pastoral care and counseling, and who have been duly examined, initially certified and annually re- certified for these functions by CPSP in accordance with the Standards.

Section 4.05 CPSP Pastoral Psychotherapists

This category of clinical practice designates persons who have demonstrated mastery of the insights and principles of both theology and the behavioral disciplines at the most advanced level of proficiency, and who have been duly examined, initially certified and annually re-certified for this function by CPSP in accordance with the Standards.

Section 4.06 CPSP Diplomates in Pastoral Supervision and Pastoral Psychotherapy.

CPSP Diplomates are persons who have demonstrated that they function at advanced levels of expertise as a Supervisor of Clinical Pastoral Education/Training or as a Supervisor of Pastoral Psychotherapy training, or both, and who have been duly examined, initially certified, and annually re-certified for these functions by CPSP in accordance with CPSP Standards.

Experienced supervisors who complete a prescribed process of qualification and certification after having been certified as a Diplomate may be designated Training Supervisors.

ARTICLE V. GOVERNANCE

Section 5.01 Composition of the Governing Council.

Governance in the College shall be conducted by a Governing Council that is comprised of four Governance Chapters, namely, the Chapter of Chapters, the Chapter of Diplomates, The International Board, and the Executive Chapter.

The Chapter of Chapters shall be comprised of a total of seven (7) Chapter Conveners, made up of one representative from each of the seven (7) Clusters of Chapters aggregated geographically, with each representative Convener having been chosen from and by the Conveners in the Cluster.

The Chapter of Diplomates shall be comprised of a total of seven (7) Diplomates, chosen at-large, without nomination or candidacy, from and by all Diplomates. Representation by

Diplomates of Pastoral Psychotherapy and Diplomates of Pastoral Supervision shall be proportional to the number in each of the two categories of Diplomat.

The Executive Chapter shall be comprised of a maximum of nine (9) persons: the President, the Vice President, the Treasurer, along with the Chairpersons of the following Standing Committees Standards, Certification, Accreditation including the chairs of the Chapter of Chapters, the chair of the Chapter of Diplomates, and the chair of the International Board.

Section 5.02 Nomination of the Executive Leadership Team. Nominating Committee:

The nominating committee shall consist of at least nine (9) representatives. The Vice President or his/her representative shall serve as the chair.

- a. Other Executive members such as the president and treasurer are ineligible for membership on the nominating committee
- b. Composition of the nominating committee: Executive Chapter two (2) representatives or delegates; Chapter of Diplomat (CoD) two (2) representatives, Chapter of Chapter (CoC) two (2) representatives, International Board two (2) representatives, and one (1) representative chosen from the floor.
- c. No member (except ex-officio) may serve on the nominating committee for more than two consecutive times.
- d. The nominating committee in collaboration with the Vice President shall have the responsibility for:
 - (1) Preparing a list of nominees to elect as corporate leader positions.
 - i. The delegates of each of the chapters shall caucus to consider nominees.
 - ii. The caucus will recommend one slate of candidate's names to the Nominating Committee.
 - iii. The Nominating Committee will recommend one slate of candidates at a time. In the event none of the candidates proposed in the first round were voted by the Governing Council, the nominating committee will return the nominations to the caucuses.
- e. The members of the Nominating Committee shall meet no more than one week prior to the opening of the quadrennial session.

- f. Quorum: A two-thirds (2/3) majority of the Nominating Committee membership must be present to constitute a quorum to conduct business.
- g. All representatives shall be duly notified of the time and place of the nominating committee process prior to and during the plenary session.
- h. The selected slate of executive leaders will be presented to the Governing Council for deliberation and ratification.

Section 5.03 Consultants to the Governing Council.

The following shall serve as Consultants to the Governing Council to ensure accountability, transparency, and foster CPSP leadership. The following may or may not be present at its meetings:

- a. Liaison to the Endorsing Bodies, mutually agreed upon by the Governing Council and Association of Religious Endorsing Bodies,
- b. Chairs of all Standing Committees**
- c. (Liaison) Representing Agents from COMISS**
- d. Founding Members of CPSP who are active Members, and
- e. Past Presidents of CPSP, who are active-Members.

Section 5.04 Duties of the Governing Council.

The Governing Council shall:

- a. establish policy and procedures for the College when such policy and procedures are not addressed through the By-laws or Standards, and fully communicate such decisions in a reasonably timely manner to Chapters and their Members,
- b. be responsible for all legal and fiscal matters,
- c. be responsible for approving changes to the CPSP Covenant, Code of Ethics, Standards and By-Laws,
- d. provide oversight to Personnel Committee and all transition of leadership
- e. appoint the President, Vice-President, and Treasurer, at the recommendation of a nominating committee.

- f. Be responsible for the hiring and employment of the Administrator, and the Administrative Coordinator, and
- g. Plan, coordinate and execute its meetings in the best interests of the Chapters and Members of the College.

Section 5.05 Meetings.

The Governing Council shall meet twice yearly and as needed: during the annual plenary membership meeting in the spring, and over a day or two approximately six months later in the fall at a place deemed to be convenient for most to travel. Because each has been selected to responsibly represent a constituency, all who are members of the International Board, Chapter of Chapters and Chapter of Diplomates, or their qualified alternates, along with the members of the Executive Chapter, must attend. To foster collaboration, communication, transparency and effectiveness in governance, two representatives designated by the Chapter of Chapters, two representatives designated by the Chapter of Diplomates and two representatives from the International Board will work with the Administrator to prepare for these meetings and distribute meeting materials reasonably in advance of the meeting. Budgeted expenses for meetings of the Governing Council, namely travel, lodging and meals, will be paid by CPSP.

Section 5.06 Meeting by Electronic Means.

The collegial nature of the Governing Council and the value of informal interpersonal processes make participation in-person always to be preferred. However, remote participation in the formal processes of the Governing Council using high-quality electronic means may be permitted. When permitted, means and parameters for such participation shall be determined and prepared reasonably in advance of the meeting.

Section 5.07 Governance between Governing Council Meetings.

The Executive Chapter shall be empowered to act on behalf of the Governing Council in matters of importance that must or prudently should be determined in periods between full meetings of the Governing Council. Decisions and actions taken on such urgent matters should ordinarily be communicated **within 30 days** to the CPSP members and ratified by the Governing Council at its next meeting.

Section 5.08 Decision-Making.

All decisions of the Governing Council (including meetings as specified in Section 5.07 above) will be made by consensus, including the possibility of deciding, by consensus, to use other means of decision-making if necessary.

ARTICLE VI—FINANCES AND FINANCIAL CONTROL POLICY

The Financial Control Policy of the College is outlined in Exhibit A. This policy may be amended as deemed necessary by the Finance Committee, subject to approval by the Governing Council during its regularly scheduled meetings.

Section 6.01 Fiscal Year.

The Governing Council is responsible for determining the fiscal year of the College

Section 6.02 Dues.

Any dues and fees for Members, Trainees, Chapters or Centers shall be decided by the Governing Council.

Section 6.03 Notification of Dues.

Notification of dues and fees to any CPSP entity shall be made three months in advance of the beginning of the fiscal year.

ARTICLE VII. STANDING COMMITTEES

Section 7.01 Purpose and Roles of Standing Committees.

The Standing Committees are established to support the essential functions of the College. The Chairs of the Standing Committees serve from day to day in relation to the Executive Chapter as a cabinet with a specific portfolio of responsibilities. Guided by the evolving needs of the organization and the demands of the times, the President, in collaboration with the Executive Chapter, will determine the establishment of new Standing Committees as deemed necessary.

The Standing Committees are:

- Accreditation Oversight
- Certification of Individuals
- Certification and Promotion of Chapters
- Communications
- Finance
- Standards
- Ethics

- Chapter Re-Authorization Committee

Section 7.02 Selection and Ratification of Chairs of the Standing Committees.

Certified members shall be appointed as Chairs of the Standing Committees by the Executive Chapter for two-year renewable terms, with all appointments to be ratified by the Governing Council at any of its officially scheduled annual meetings.

Section 7.03 Structure of the Committees.

The **Accreditation Oversight Committee** shall be composed of a Chair, who is a Diplomat, and at least three other Certified Members, at least one of whom shall be a Diplomat.

The **Certification of Individuals Committee** shall be composed of a Chair and at least three other persons at least one of whom shall be a Diplomat and one of whom shall be a non-diplomat Certified Member.

The **Certification and Promotion of Chapters Committee** shall be composed of a Chair and at least three persons who are or have been Chapter Conveners who themselves are representatives of the variety of chapter types (Diplomates-only, non-diplomat Certified Members-only, and mixed).

The **Communications Committee** shall be composed of a Chair and at least two persons, one each from the Chapter of Chapters and Chapter of Diplomates.

The **Finance Committee** shall be composed of a Chair, the Treasurer, and at least two persons, one each from the Diplomates and non-diplomat Certified Members.

The **Standards Committee** shall be composed of a Chair and at least three persons including a representative from the Chapter of Chapters and Chapter of Diplomates.

The **Ethics Committee** is composed of the current Officers and at least three others including a representative from the Chapter of Chapters and Chapter of Diplomates.

The **Chapter Re-authorization Committee** is composed of the current Officers and at least three others including a representative from the Chapter of Chapters and Chapter of Diplomates.

Section 7.04 Duties of the Standing Committees.

(a) The Accreditation Oversight Committee shall:

1. compile data related to current CPSP accredited training programs,
2. create and recommend to the Governing Council standards and procedures for training programs,
3. offer consultation and guidance to training programs for their work, and

4. validate the functional quality of training programs and Chapter oversight; recommend corrective action when training programs fail to meet Standards.

(b) The Certification of Individuals Committee shall:

1. create and recommend Standards and procedures for membership certification,
2. offer consultation and guidance to chapters for their certification work, and
3. recommend to the Governing Council requests for ratification of certifications.

(c) The Certification and Promotion of Chapters Committee shall:

1. offer consultation and guidance to Chapters for their life and work to ensure the functional quality of chapter life while respecting local culture and tradition,
2. work with the Vice President on the review, approval and monitoring of Chapters in Formation, and
3. certify and annually re-certify Chapters on the basis of the Standards.

(d) The Communications Committee shall:

1. oversee means and methods of official communication of information of importance and interest to members of the College, and
2. promote positive public awareness of the College by means including, but not limited to, various media.

(e) The Finance Committee shall:

1. prepare and recommend an annual operating budget to the College,
2. regularly review the financial status of the College and make regular reports to the Governing Council, and
3. oversee the investment funds and other assets of the College.

(f) The Standards Committee shall:

1. regularly review CPSP Standards to insure the highest level of professional practice,
2. collaborate with other Standing Committees to develop proposed revisions to Standards, and
3. propose to the Governing Council amendments to the Standards for ratification.

(g) The Ethics Committee shall:

1. serve as a consultation resource in support of Chapters reviewing ethical matters within the Chapter,
2. assign outside consultants or consultancy teams in cases of ethical complaints that are referred to the Executive Chapter or Governing Council,
3. regularly review and make proposals to the Governing Council concerning possible revisions to the CPSP Code of Ethics, and
4. promote and enforce the highest ethical standards within the College.

(h) The Chapter Re-Authorization Committee:

1. Assess the functionality of Chapters in providing a robust primary process for their members, fostering collegiality and professional growth.
2. Ensure Chapters adhere to CPSP guidelines and uphold the values and ethical standards outlined in the Covenant.
3. Review annual Chapter activity reports to confirm compliance with established policies and processes, and
4. Verify that Chapters effectively recommend qualified members for initial certification, adhering to CPSP's professional standards and processes.
5. Confirm that Chapters conduct thorough and fair annual re-certification reviews for existing members, ensuring continued professional development and accountability.

Section 7.05 Membership on Committees.

Committee membership recommendations are made by the committee Chair to the Governing Council for ratification. Committee membership is a two-year term which concludes two years after ratification.

Committee members may serve no more than three consecutive terms. Interim vacancies may be filled by the Executive Chapter.

Section 7.06 Records of Proceedings.

Committees shall keep minutes of their actions and proceedings and shall submit these to the bi-annual meeting of the Governing Council.

ARTICLE VIII. CPSP CHAPTERS

Section 8.01 Authority of CPSP Chapters.

CPSP membership is lived out in Chapters. Chapters are authorized by the Governing Council to function under the auspices of CPSP. This authorization must be renewed at the Spring Governing Council meeting. Chapters maintain their authority to function as Chapters of CPSP if they remain in good standing, i.e., in compliance with CPSP Standards, including filing the Chapter Annual Report and an outside consultation visit as needed and at a minimum of every three years. A written report of the consultation shall be included in the Chapter Annual Report made to the Governing Council.

Section 8.02 Function of CPSP Chapters.

Chapters shall be the place where all persons participating in CPSP are known, fully accountable for both professional functioning and personal integrity, and in process of training for subsequent certification.

Each Chapter shall forever be in review of all its members whether they be fully certified or in training. A chapter shall be comprised of six (6) to twelve (12) members.

Section 8.03 Relationship of Chapters to the Governing Council.

Each Chapter, through the representation of its Convener, shall participate in the selection by consensus of a Cluster representative to the Chapter of Chapters of the Governing Council. The Cluster representatives will give voice to the interests of the Chapters within their Cluster, will be responsible for communication to and from the Governing Council and the Chapters of the Cluster, and will thereby assure that all Chapters are responsibly participating in and providing leadership to the entirety of CPSP life and its processes.

Section 8.04 Certification.

The Chapter shall review all candidates for certification from among its members. These reviews shall be in accordance with CPSP Standards and shall be referred to the Certification Committee for approval.

Section 8.05 Continuing Membership in Chapters.

Credentials for all members of CPSP derive from full participation in a Chapter and from full endorsement for professional functioning by that Chapter. The Chapter shall submit a Chapter Annual Report to the Governing Council with the names of all certified members in good standing being recommended for re-certification at the next meeting of the Governing Council.

Section 8.06 Chapters “In Formation”.

A new Chapter shall be established “in formation” in consultation with and by request to the Vice President and the Committee for Certification and Promotion of Chapters. The Chapter-In-Formation shall have ongoing consultation according to the Standards and the procedures of the Committee. This probationary period shall continue until the Chapter-In-Formation, believing it has fulfilled the Standards, is ready to apply to the Governing Council for affirmation of full Chapter status. While their members have membership in CPSP, Chapters-In-Formation having not been ratified by the Governing Council as Chapters, shall not be represented in governance and processes of CPSP decision-making.

Section 8.07 Continuing Recognition of Chapters.

Chapters will submit a Chapter Annual Report to the Governing Council through the Certification and Promotion of Chapters Committee that, contingent upon fulfilling the Standards for Chapters, will provide continuing recognition as a CPSP chapter.

ARTICLE IX

Section 9.01 Formation of an International Board (IB)

The formation of an International Board (IB) to honor the legacy of the Emeritus General Secretary while providing a lasting framework for international engagement, wisdom-sharing, and strategic counsel for CPSP's future. The charter for the IB is outlined in exhibit B of the Bylaws.

ARTICLE X. INDEMNIFICATION

Section 10.01 Definition.

"Representative" shall mean any individual who represents the College (and his or her heirs, executors, administrators, or other legal representatives) who is or shall have been a member of the College, a member of the Governing Council, an officer of the College, or an employee of College. "Liability" means the obligation to pay a judgment, settlement, penalty, fine, or reasonable expenses incurred with respect to a proceeding. "Party" refers to a Representative who was, is, or is threatened to be made a named defendant or respondent in a Proceeding. "Proceeding" means any threatened, pending, or completed action, suit or proceedings, whether civil, criminal, administrative or investigative and whether formal or informal.

Section 10.02 Authority to Indemnify.

The College shall, to the extent legally permissible, indemnify each Representative against all Liabilities and expenses (including judgments, fines, penalties and attorney's fees) and all amounts paid, incurred by any such person in connection with or arising out of any Proceeding, in which any such person may be involved.

Section 10.03 Purchase of Insurance.

The College may purchase and maintain insurance on behalf of all persons to be indemnified.

ARTICLE XI. BOOKS AND RECORDS

Section 11.01 Obligation to Keep.

The College shall keep correct and complete books of account as well as minutes of the proceedings of the Governing Council and all Committees. The College shall also keep at its central office a record of the names, addresses, and ecclesiastical affiliation of all members of CPSP, all chapters, and all accredited training sites.

ARTICLE XII. AMENDMENTS AND BYLAWS

Section 12.01 Amendments and Bylaws.

The Governing Council, acting during its plenary, may enact bylaws, and/or repeal them, and such bylaws may embrace any provision consistent with the Standards of the College.

ARTICLE XIII. CONFLICT

Section 13.01 Conflict.

If there is anything in the By-Laws inconsistent with or in conflict with any other governance procedures of the College, the spirit of the CPSP Covenant shall take precedence.

EXHIBIT A

College of Pastoral Supervision and Psychotherapy

Financial Controls Policy Addendum

1. Purpose

The purpose of this financial controls policy is to establish guidelines for the management and oversight of financial activities to ensure transparency, accountability, and compliance with legal and regulatory requirements for The College of Pastoral Supervision and Psychotherapy (CPSP or, the "Organization").

2. Scope

This policy applies to all financial activities and transactions conducted by the Organization, including but not limited to budgeting, financial reporting, cash management, and recordkeeping.

3. Roles and Responsibilities

- The Governing Council is responsible for providing oversight of the Organization's financial affairs, including approving budgets, financial reports, and major financial decisions, and determining the fiscal year of the College.
- The Treasurer or designated financial officer is responsible for managing day-to-day financial operations, ensuring compliance with this policy, and reporting to the Council on financial matters.
- Any volunteers or contractors involved in financial activities must adhere to the provisions of this policy and follow the direction of the Treasurer or designated financial officer.

4. Segregation of Duties

- Where feasible, duties related to financial transactions (e.g., authorization, recording, custody) shall be segregated among different individuals to prevent errors and mitigate the risk of fraud.
- CPSP will employ a two-signature system for charges over \$2,500. Charges over \$5,000.00 that are not otherwise budgeted require approval from the Executive Chapter and the finance committee.
- The Four Signatories will be the President, the Vice President, the Treasurer and the Chair of the Finance Committee. The Governing Council will require signatories to be fidelity bonded.
- In the absence of dedicated staff, oversight and review of financial transactions shall be conducted by the Council or designated committee.

5. Financial Reporting

- Financial reports shall be prepared on a regular basis, at least quarterly, and presented to the Executive Committee and the Governing Council for review and approval.
- Reports shall include a statement of financial position, statement of activities, and any other relevant financial information necessary for informed decision-making.

6. Budgeting

- An annual budget shall be prepared by the Finance Committee and Treasurer. Also approved by the Governing Council prior to the start of the fiscal year.
- Budgets shall be reviewed periodically, and any significant variances shall be reported to the Board for discussion and action as necessary.

7. Cash Management

- Cash receipts shall be promptly deposited into the Organization's bank account, and cash disbursements shall be made by check or electronic transfer in accordance with approved budgets and expenditure policies.
- Bank account statements shall be reconciled on a monthly basis by the Treasurer or designated financial officer.

8. Recordkeeping and Documentation

- Accurate and complete records shall be maintained for all financial transactions, including invoices, receipts, bank statements, and other supporting documentation.
- Records shall be retained for a minimum period of 7 years in accordance with applicable legal and regulatory requirements.

9. Compliance and Monitoring

- The Governing Council and Finance Committee shall periodically review the Organization's financial controls and procedures to ensure compliance with this policy and identify areas for improvement.
- Any instances of non-compliance or irregularities shall be promptly reported to the Council for investigation and corrective action.

10. Review and Updates

- This financial controls policy shall be reviewed annually and updated as necessary to reflect changes in the Organization's operations, regulatory requirements, or best practices in financial management.

11. Contact Information For questions or concerns regarding this financial controls policy, please contact [insert contact name and contact information].

12. Acknowledgment By signing below, I acknowledge that I have read and understood the Organization's financial controls policy and agree to comply with its provisions.

Signature: _____ Date: _____

Print Name: _____

EXHIBIT B

CPSP International Board (IB) Charter

Article I: Name and Purpose

The International Board (IB) of the College of Pastoral Supervision and Psychotherapy (CPSP) is established as a full contributing entity within the Governing Council. The IB will serve as an equal decision-making body alongside the other chapters of the Council (Chapter of Chapters, Chapter of Diplomates, and Executive Chapter).

Article II: Role and Responsibilities

The International Board shall:

- 1. Participate in Governance** – Serve as a full member of the Governing Council, actively participating in decision-making processes and voting on key issues.
- 2. Provide Strategic Guidance** – Advise CPSP leadership on matters of professional development, international outreach, and the evolution of pastoral supervision and psychotherapy.
- 3. Enhance Global Engagement** – Strengthen CPSP’s presence worldwide by fostering relationships with international partners and professional networks.
- 4. Support Organizational Integrity** – Offer insights on ethical, structural, and policy matters to ensure CPSP remains aligned with its mission and values.
- 5. Mentor Future Leaders** – Serve as a resource for emerging leaders within CPSP, offering mentorship and historical perspective.
- 6 Advocate for CPSP** – Promote the organization’s mission, values, and programs in both national and international settings.

Article III: Composition and Membership

- 1. Chairperson** – The Emeritus General Secretary of CPSP shall serve as the founding chair of the International Board. Future chairs shall be appointed by the Governing Council upon recommendation from the IB.
- 2. Membership** – The board shall consist of the Chair and three distinguished professionals in the fields of pastoral care, chaplaincy, clinical supervision, psychotherapy, with international training program and certification of international members. Members shall be appointed by the CPSP Governing Council based on their expertise and contributions to the field upon recommendation from the IB.

3. Term of Service – Members shall serve renewable three-year terms at the discretion of the Governing Council not to exceed more than three (3) consecutive terms.

4. Voting Rights – Each member shall have equal voting rights within the Governing Council.

5. Honorary Members – The Governing Council may designate honorary members in recognition of their exceptional contributions to the field.

Article IV: Governance and Meetings

1. Decision-Making – The IB shall actively participate in all decision-making processes within the Governing Council.

2. Meetings – The board shall convene at least twice annually, either in person or virtually, to review CPSP's progress and offer counsel. Additional meetings may be called at the discretion of the chairperson.

3. Reporting – The Chairperson of the IB shall present a biannual report to the CPSP Governing Council summarizing key decisions and activities.

Article V: Amendments

This charter may be amended by the CPSP Governing Council as necessary to ensure the board remains aligned with the evolving needs of the organization.