



MOCPA BOARD MEETING MINUTES

December 17, 2023

Meeting called to order at 12:10 pm

In attendance: Tamara Latawiec, Ben Steinberg, Robyn Koslowitz

I. Welcome

II. Meeting Minutes (Robyn Koslowitz)

Meeting minutes from the December 4th board meeting in 2022 were reviewed and approved.

III. Treasurer Report (Ben Steinberg)

The Treasurer Report was reviewed and approved. Ben announced that he will be stepping down as Treasurer after three years of service; we are grateful to him for all his work for the association and for his technical skills upon which we have come to depend. As of yet, no members have indicated willingness to become the new association treasurer.

IV. NJPA Meetings and Initiatives (Lauren Gerardi)

Six NJPA board meetings were scheduled in 2023. The Affiliate Caucus did not meet in regular meetings, but instead spent the year working on a proposal to reconsider its structure and functions, with emphasis on improving the relationship between affiliates and NJPA proper.

Although Lauren could not attend today's meeting, she reported in a prepared statement the following:

NJPA changes over 2023:

- New Executive Director Dr. Sara Tedrick-Parikh
 - Non-clinical psychologist
 - Previously on the executive board
- Created a new position, the Director of Operations, and hired Dr. Amy Chapman to fill the role
 - This position is focused on growing membership and continuing education programs to increase revenue
 - Fills in for and supports ED as needed
- Downsized full-time central office staff
 - Hired an intern to support staff at lower cost
 - New president-elect, Marc Girona, former treasurer

- New website system is up and running
- Central office moved to a smaller suite in the same building
- Moving towards in-person meetings for 2024

RxP:

- The NJPA executive board held a retreat in June during which we identified what types of information we would need in order to make a determination about whether or not to pursue RxP as part of our legislative agenda.
- A decision was made to utilize the 2024 Fall Conference to educate NJPA members, as well as board members, on various sides/aspects of the RxP issue. The conference will not be focused solely on RxP, but this will be an aspect of it and will fit into the broader theme of the conference (e.g. access to care, future of the field, etc.).
- The Fall Conference will likely be held in Asbury Park.

Director of Professional Affairs and Legislative Efforts:

- Communication issues with the Board of Psychological Examiners seems to be improving.
- Efforts to form an insurance committee
 - Several NJPA board members, including Lauren, have been meeting with other state associations to find out how they have been successful in advocating for psychologists with large insurance companies in their states.
 - Next step is to speak with our lobbyist to see how he can assist.
- NJPA has been doing a lot of advocacy work involving Telehealth Pay Parity
 - The legislature is apparently in favor of telehealth parity, but Governor Murphy may not be.
 - NJPA applied for, but unfortunately did not receive, the APA legislative grant to work on telehealth parity.
 - As per the most recent update on 12/8/23, Senator Gopal and Assemblyman Conaway have officially introduced the telehealth legislation for telehealth pay parity. We don't know yet if it will pass, but it's looking like if it does, there may be a requirement that providers who offer telehealth must also have the option to offer in-person session as well. The details around this have not been worked out.

Membership updates coming in 2024:

- NJPA is planning to make changes to membership categories and rates. The specifics have not been decided yet.

Affiliate Caucus Taskforce:

- A taskforce was convened over this year to look at how the relationship between NJPA and the affiliates can be improved
- This is an ongoing conversation but what was discussed at the most recent NJPA board meeting on 12/8/23 was the idea of developing a 5-year plan to address this, with at least one to two visible changes being implemented per year, starting in 2024.
- The ideas being discussed are:
 - Clarifying the relationship between NJPA and the affiliates
 - Devising economic incentives for membership in both NJPA and affiliate organizations
 - Determining how NJPA can better support the affiliates
 - Giving affiliates a stronger voice in NJPA

V. *Dissolution*

Given that no one from the membership has been willing to become our next treasurer, the continued existence of the association is in jeopardy. By law, non-profits must have at least a president, secretary, and treasurer in order to operate. They cannot form without this minimum board, and what has been unclear is whether and for how long a non-profit can continue to operate without this minimum board, should board members step down and the positions remain vacant. Tamara reached out to both EUCAP and MCAP, as they have been in the same situation, to see how they handled things and to clarify what is legal and what is not legal. Both decided to “pause” their associations rather than formally dissolve them.

A formal dissolution basically thoroughly annihilates the association. It requires a lot of paperwork to the county, state, and IRS, the website and email and PayPal accounts would need to shut down, and the funds in the MOCPA bank account would have to be donated to another nonprofit(s) of similar bent that has been in existence for at least 60 months. (If there was not this 60-month provision, we could have perhaps formed an unincorporated nonprofit association, which is what MOCPA was previously, which would allow us to donate the bank account into this new account in the hope that it could be kept for a future resurrection of the association.) **MOCPA’s current bylaws state that in the event of a dissolution, the bank account would remain active, and funds would sit there until the association is resurrected at a later date, but this appears to contradict the law. However, the law also notes that nonprofit bylaws may differ from state law, so it is unclear whether state law or association bylaws would prevail in this case.**

In addition, it is unclear if the “pause” option that EUCAP and MCAP currently have taken is acceptable beyond a year. They have paused operations in their associations, although MCAP has kept its listserv active, and they are continuing to file with the state and IRS as they normally would. MCAP has an accountant doing that for them, and the filing fees are deducted out of their bank account. It is not known who is doing the filing for EUCAP at this time, but someone has been identified who may be trying to resurrect their association. Information that has been found online suggests that **continuing to file annual reports noting that there is not a minimum board of president, secretary, and treasurer present may be dangerous, as it could lead to audits or lawsuits of individual board members. Significant effort needs to be demonstrated to procure new board members, or remaining board members could be held personally responsible for neglecting the association. If this is the case, then any “pause” would have to move to a formal dissolution prior to the next annual reporting.**

A formal dissolution also requires that the current board adopt a resolution to dissolve and a plan of dissolution, which must be voted upon by the members, requiring a two-thirds vote to pass. **If not having a minimum board of president, secretary, and treasurer requires a dissolution, but the two-thirds votes are not secured by the membership, it is unclear what happens in that case.**

If MOCPA pauses the association now, we may have to proceed with a formal dissolution prior to next year’s annual reporting. MOCPA’s state reporting is due every October, and the IRS reporting is due at year’s end. Because we are a 501c6 rather than a 501c3, we must also file quarterly sales and use tax reports. Someone would need to do these filings during the paused year, and a dissolution would have to occur prior to next October if it is confirmed that we could be in legal trouble otherwise. Board members would also need to sign documents, and **members would have to vote on the dissolution even though they would not be in an active association. However, state law says that if there are no members, then the association could be dissolved merely by a vote by the board, which would be easier. It is unclear if we pause the association, if we would be considered to “have members” or not.**

Tamara has sought clarification on these questions and issues from NJPA's Executive Director, Sara Tedrick Parikh. Individual board members were also asked to consult with any legal or accounting professionals they may know. Decisions about the association for 2024 and beyond need to be made now in light of the association's current board status. The board discussed these issues and decided to pause the association for now and continue to periodically ask the membership to volunteer for the Treasurer position. If no treasurer is secured by the state filing deadline in October, then dissolution would likely have to occur prior to filing.

In addition, given that Ben will no longer be treasurer and we have no replacement treasurer, Tamara will likely have to handle financial matters in the interim. Ben will make a personal plea to the membership to ask that someone replace him, and he agreed to train any new person who volunteers and be available for transitional issues.

VI. Membership Status (Tamara Latawiec)

One member joined the association this year; however, not everyone renewed, so membership is currently at 49 members. The new member is a recent graduate, not yet licensed, working as a school psychologist in the Hazlet public school system.

VII. Directories (Tamara Latawiec)

Directories will be edited and distributed among the membership early next year, assuming the association is able to find a new Treasurer for its board so that the association is able to continue functioning.

VIII. Website and Email Account (Tamara Latawiec)

The classified ad section of the website continues to be active with members advertising office space, employment, books for sale, etc. One non-member also paid to have his office space advertised as well. Everything remains okay with the email account.

IX. Dues and Bylaws (Tamara Latawiec)

Dues will only be collected this year if the association continues actively and does not need to dissolve due to no members volunteering to replace the outgoing treasurer. Last year, the board agreed to reduce dues by \$5 and decided to revisit potentially reducing dues further this year. Current dues are now \$50 for full members, \$40 for associate members, \$30 for emeritus members, \$20 for affiliate members, and \$10 for student members. According to MOCPA bylaws, any changes in the dues structure would need to be agreed upon by a two-thirds vote. If a treasurer is successfully found, and the association therefore continues to be active, another \$5 decrease in dues for all members was proposed. The board decided to table this topic for now, pending association status.

X. Social Events (Tamara Latawiec)

Two free outdoor social events occurred this year. In May, members were invited to Oak Hill Farms in Holmdel, which features a small farm and barn retail shop selling food and personal care items made from ingredients on the farm. In October, members were invited to the Seafarer in Highlands, an

outdoor bar on the Sandy Hook Bay with live music and food trucks. The Seafarer events was rescheduled one week later due to inclement weather and therefore also included a Halloween costume contest for dogs and a food drive for a local food pantry. Both events were open to children, and the latter to dogs as well, in an effort to draw younger members and their families to events. Nonetheless, both events were sparsely attended.

XI. Continuing Education (Tamara Latawiec)

In October, MOCPA member, Matt Zakreski, presented a workshop on neurodivergence. Twenty-one people signed up, and seven of them were non-MOCPA members. MOCPA did not receive the survey results yet from NJPA, but informal anecdotal feedback was positive. There were, however, lots of technical issues, with folks not connecting immediately to the Zoom workshop, folks not being able to log in to pay for credits, folks being unable to complete the survey, or folks forgetting that they had already been given the links to the credits and the survey ahead of time. Numerous emails were sent back and forth among members, Kaleigh White at NJPA, and Tamara throughout the day and the following day, but in the end, things were finally straightened out for everyone.

MOCPA is again in need of future speakers. Tamara can reach out to the psychiatric nurse that had previously indicated she might present on psychopharmacology. There is also a new psychiatric practice that opened up in Red Bank, part of a larger group with several offices in Illinois, one in Wisconsin, and another one in New Jersey, in Warren. The psychiatrist running the NJ offices is a psychiatrist with whom Tamara once worked years ago at the Rutgers Counseling Center. This specialty practice offers TMS, psychedelic treatment, and ketamine treatment, and given that these treatments are not as typical as the usual psychotropics, learning about them might be interesting for members who are likely not to be well versed in them.

It has been difficult for board members to find speakers. Honorarium was increased to \$100 per credit, but this figure may need to be augmented to secure future speakers. Given that the association is currently in jeopardy of folding due to an insufficient board, it is unclear whether reaching out to prospective speakers is prudent before it is determined whether temporarily pausing or formally dissolving the association will have to occur. The board decided to pause researching continuing education speakers while the association is paused.

XII. Technology (Ben Steinberg)

Ben has terminated our Quickbooks subscription, which was too sophisticated for our accounting needs, and he purchased a pre-formatted Excel spreadsheet with embedded formulas as a possible alternate bookkeeping method. Manually keeping track of income and expenses is another option, as our activity is minimal and straight forward.

The association is still without a virtual meeting platform. Continuing education events have thus far been able to use the virtual meeting platforms to which each speaker already had access. Ben has been able to use his personal Google Meet account to arrange MOCPA board meetings. Given that Ben will be stepping down as treasurer at year's end, we will no longer have his services and will need an alternate way of connecting, assuming the association continues. For now, we will remain without a platform while the association is paused.

Meeting concluded at 2:07 pm

Next meeting date is TBD via video chat.

*Respectfully submitted by Tamara Latawiec, PsyD on behalf of Robyn Koslowitz,
PhD*