

CERTIFICATE OF INCORPORATION
OF
THE INTERNATIONAL SOCIETY FOR THE NEW IDENTITY PROCESS, Inc.

Founded by Daniel H. Casriel, M.D.

Under Section 402 of the Not-for-Profit Corporation Law

The undersigned, for the purpose of forming a corporation under Section 402 of the Not-for-Profit Corporation Law, hereby certifies:

1. The name of the corporation is the International Society for the New Identity Process, Inc.

2. The corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the corporation is distributable to, or inures to the benefit of, its members, directors or officers except to the extent permitted under the Not-for-Profit Corporation Law.

3. The purposes for which the corporation is to be formed are:

a. To establish and maintain high ethical and professional standards for the New Identity Process, often also known in Europe as "Bonding Psychotherapy", or in Germany as Casriel Psychotherapy.

b. To provide training and education in the New Identity Process.

c. To certify as New Identity Therapists those who qualify by education, training and experience.

d. To promote research in the New Identity Process.

e. To publish clinical data and other materials with regard to the New Identity Process.

f. To provide for exchange of important thinking and developments in the New Identity Process.

g. To exercise all of the general powers enumerated in Section 202 of the Not-for-Profit Corporation Law.

4. The corporation is a corporation as defined in subparagraph (A) (5) of Section 102 of the Not-for-Profit Corporation Law and a Type A corporation.

5. The city and county in which its office are to be located are Binghamton, Broome County, New York.

6. The territory in which the corporation activities are to be conducted is all parts of the world.

7. The names and residences of the directors until the first annual meeting were:

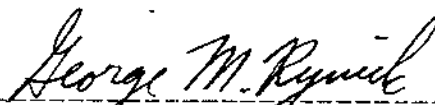
<u>Name</u>	<u>Address</u>
Daniel H. Casriel, M.D.	A.R.E.B.A., 47 E. 51st St. New York, NY 10022
Angelo Spinazzola, D. Ed.	The A.R.E.B.A. School Mt. Freedom, NJ 07970
William G. Wolfson, M.D.	3000 Seminole Drive Detroit, MI 48214
George M. Rynick, M.DIV., TH.M.	2009 Galaxy Drive Vestal, NY 13850
Janice Frank, M.S.W., C.S.W.	6 Short Road Fayetteville, NY 13066
Frances P. Rynick, B.S.	2009 Galaxy Drive Vestal, NY 13850

8. The post office address to which the Secretary of State shall mail a copy of any notice required by law is 21 Mitchell Avenue, Binghamton, NY 13903.

9. In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to other organizations engaged in activities substantially similar to those of this corporation or to organizations which shall qualify at that time as charitable organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 as amended, pursuant to a plan of distribution adopted by the directors of the corporation and approved by a Justice of the Supreme Court of the State of New York.

10. The subscriber is of the age of 18 years or over.

IN WITNESS WHEREOF, This certificate has been signed by the subscriber this 18th day of April, 1978.



George M. Rynick
21 Mitchell Avenue
Binghamton, NY 13903

STATE OF NEW YORK)
COUNTY OF BROOME)

On this 18th day of April, 1978, before me personally came George M. Rynick to me personally known and known to me to be the individual described in and who executed the foregoing instrument, and he duly acknowledged that he executed the same.

Anita Sonnenfeld, Notary Public
Reg. No. 4622800 Exp. 3/30/80

BY-LAWS

OF

THE INTERNATIONAL SOCIETY FOR THE NEW IDENTITY PROCESS

ARTICLE 1. Membership.

Section 1. Categories of Membership.

a. ASSOCIATE MEMBER "AM" Those persons who are interested in the New Identity Process. They will receive the Society's newsletter. They are non-voting members.

b. MEMBER "M" Those persons who have participated in two weekend workshops lead by a Teaching Fellow or who are in New Identity therapy may become Members. They will receive the Society publications and may apply for further training in the New Identity Process. They are not recognized as qualified to practice New Identity Process Therapy. They are voting members.

c. MEMBER-IN-TRAINING "M(T)" Those persons who are Members and who enter an NIP training program with a Teaching Fellow will be designated while in that program a member in training. They may practice New Identity Process as facilitators or as Co-Leaders in a group with proper supervision.

d. FELLOW "F" Those persons who have completed a recognized New Identity Process training program established by the Board of Directors, and have passed the written and oral examination administered by Teaching Fellows designated by the Credentials Committee and have completed the required number of peer group hours may be certified by the Board of Directors as Fellow. They are voting members and are qualified to practice New Identity Process.

To maintain their Fellow status, all Fellows are required to participate as a participant in at least one New Identity Process workshop led by a Teaching Fellow every year to sharpen their skills with the New Identity Process.

e. TEACHING FELLOW "TF" Those members who have been certified as fellows may continue training to become Teaching Fellows. An advanced degree in a Mental Health Discipline is required before designation as Teaching Fellow. After they have completed such a degree, and have completed the training program required by the Board of Directors, and have demonstrated their ability to teach N.I.P., including five years' experience as N.I.P. Group Leader, they must pass written and oral examinations administered by the Credentials Committee. When the Credentials Committee recommends certification, they may be certified "Teaching Fellow" by the Board of Directors. They are then recognized by the International Society as qualified to lead training workshops, to institute training programs, and to teach other persons the New Identity Process.

To maintain their Teaching Fellow status, all Teaching Fellows are required to participate as a co-leader or as a participant in at least one New Identity Process workshop led by at least one other Teaching Fellow every year.

Section 2. Admission of Members. Persons may be admitted to membership in the Society by the Board of Directors upon submission of a written application documenting their background, education and training. Their category of membership will be determined by the Board. Upon payment of required fees, they

will be sent a certificate of membership.

Section 3. Resignation. Any member may resign from membership, after fulfilling all obligations to the Society, by giving written notice of such intention to the secretary. The secretary shall present such notice to the Board of Directors for acceptance at the first meeting after its receipt.

Section 4. Removal. A member may be suspended for a period or expelled for cause, such as violation of the by-laws, rules, or standards of the Society, or for conduct prejudicial to the best interests of the Society. Suspension or expulsion shall be by a two-thirds vote of the membership of the Board of Directors, provided that a statement of the charges shall have been mailed by registered mail to the member under charges at his last recorded address at least fifteen days before final action is taken thereon. This statement shall be accompanied by a notice of the time when and the place where the Board of Directors is to take action. The member shall be given an opportunity to present a defense at the time and place mentioned in such notice.

Section 5. Chapters of the International Society.

a. When in a Country or a specified area, a group of N.I.P. Society Fellows and Teaching Fellows form a Society for the New Identity Process, they may apply to the Board of Directors to be accepted into the International Society as a Chapter. They may be accepted by a two-thirds vote of the Board of Directors. The Board of Directors may also dissolve the relationship between a Chapter and the International Society for violations of the bylaws, ethics, or standards of the Society, or at the request of the Chapter, by a two-thirds vote of the Board.

b. The Chapter will use its own name as presented in the application, and may adopt its by-laws provided they do not conflict with basic standards and procedures set forth herein. Standards for Fellow and Teaching Fellow are defined by the Board of Directors.

c. Each Chapter may elect two representatives to the Board of Directors, once their Chapter has been accepted by the Board. These members will be included in all activities of the Board, if not in person, then by written proxy, or by telephone contact, to be confirmed in writing.

d. The Chapter may recommend to the Board certain persons who are recognized by the Chapter as qualified to practice the New Identity Process as Fellow or Teaching Fellow, according to training and experience requirements herein. The Board of Directors may approve such recommendations when receiving that new Chapter.

e. The fees sent to the International Society may differ from those by individual members of the Society. The chapter agreement with the Board of Directors will specify the amounts.

f. Individuals may continue to pay regular dues to the International Society, in which case they will retain their individual voting rights in the election of their representatives, and in the regular corporation meetings. Otherwise, their vote will be in their Chapter, to elect their two representatives, and do all regular Chapter business, being further represented by their Chapter's two Directors in all decisions of the Board of Directors.

ARTICLE 2. Dues.

Section 1. Annual Dues. The Board of Directors may determine from time to time the amount of initiation fee, if any, and annual dues payable to the Society by members.

Section 2. Payment of Dues. Dues shall be payable in advance on the first day of July in each fiscal year. Dues of a new member shall not be pro-rated, except that a person elected to membership after the first day of January in any year shall pay one-half of the Annual Dues for that fiscal year.

Section 3. Default and Termination of Membership. When any member shall be in default in the payment of dues for a period of one year, his membership may thereupon be terminated by the Board of Directors without notice or hearing.

ARTICLE 3. Meetings of Members.

Section 1. Annual Meeting. There shall be an annual meeting each year at such time and place as may be designated by the Board of Directors for receiving the annual reports of officers, directors, and committees, and the transaction of such other business as may come before the meeting. Notice of the meeting, signed by the secretary, shall be mailed to the last recorded address of each member at least sixty(60) days before the time appointed for the meeting. All notices of meeting shall set forth the place, date, time and purpose of the meeting.

Section 2. Special Meeting. Special meetings may be called by the Board of Directors or the President at their discretion.

Upon the written request of at least thirty(30) of the members, the Board of Directors shall call a special meeting to consider a specific subject. Notice of any special meeting shall be given in the same manner as for the annual meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Society.

Section 3. Waiver. Notwithstanding other provisions of the foregoing sections, a meeting of the members of this corporation may be held at any time and at any place within or without the State of New York, and any action may be taken thereat, if notice of meeting is waived in writing by every member having the right to vote at the meeting.

Section 4. Quorum. The presence in person or by proxy of one-tenth of the members entitled to vote shall be necessary to constitute a quorum for the transaction of business.

Section 5. Proxies. Every member of the society entitled to vote at any meeting thereof may vote in proxy. The proxy shall be in writing and revocable at the pleasure of the member executing it. Unless the duration of the proxy is specified, it shall be invalid after 11 months from the date of its execution.

ARTICLE 4. DIRECTORS.

Section 1. Number and Election. The property, affairs, business, and concerns of the corporation shall be vested in a Board of Directors consisting of ten (10) directors from the United States of America, plus two directors from each Chapter of the International Society.

PROVISIONAL AMENDMENT plus four European directors at large from

outside existing Chapters, elected by the Europeans who are individual International Society Members, Fellows, and Teaching Fellows. Eventually, these Directors will be from new European Chapters as they are accepted by the International Society. END OF PROVISIONAL AMENDMENT.

Directors shall be elected at the Annual Meeting of the Society. The members of the Board shall, upon election, immediately enter upon the performance of their duties and shall continue in office for a term of three years or until their successors shall be duly elected and qualified. This is not retroactive.

Section 2. Duties of Directors. The Board of Directors may

- (1) Hold meetings at such times and places as they think proper;
- (2) Admit members and expel, suspend, or remove from the membership by ballot as provided in Article 1, Section 4 hereof;
- (3) Accept new Chapters, and dissolve the relationship between a Chapter and the International Society. (Article 1, Section 5a).
- (4) Appoint committees on particular subjects from the members of the Board, or from the members of the society;
- (5) Audit bills and disburse funds of the Society;
- (6) Print and circulate documents and public articles with regard to the New Identity Process;
- (7) Carry on correspondence and communicate with other societies interested in the New Identity Process;
- (8) Employ agents; and
- (9) Devise and carry into execution such other measures as they deem proper and expedient to promote the purposes of the Society and to best protect the interests and welfare of the members.

Section 3. Meetings of the Board. Regular meetings of the Board of Directors shall be held immediately before and after the Annual Meeting, and at such other times and places as the Board may establish. Notice of the meeting, signed by the secretary, shall be mailed to the last recorded address of each member at least SIXTY(60) days before the time appointed for the meeting. The president may when he deems necessary, or the secretary shall, at the request in writing of three members of the Board, issue a call for a special meeting of the Board, and only TEN (10) days notice shall be required for such special meetings, plus notification by telephone.

Section 4. Quorum. A majority of the membership of the Board of Directors in person or by proxy shall constitute a quorum for the transaction of business. Proxies shall be in writing.

Section 5. Action without a meeting. Any action required or permitted to be taken by the Board of Directors or a committee thereof may be taken without a meeting if all the members of the Board consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consent shall be filed with the minutes of the Board proceedings.

Any one or more members of the Board of Directors or of a committee thereof may participate in a meeting of the Board by means of a conference telephone or similar communications equipment which allows all participants to communicate at the

same time. A member so participating or participating by proxy shall be considered present for the purpose of establishing a quorum.

Section 6. Vacancy. Whenever any vacancy occurs in the Board of Directors for any reason, it shall be filled without undue delay by a majority vote of the remaining members of the Board at a regular or special meeting called for that purpose. Persons so chosen shall hold office until the next annual meeting or until a successor shall be duly elected and qualified.

Section 7. Removal of Directors. Any one or more of the Directors may be removed either with or without cause, at any time, by a vote of two-thirds of the members of the Board of Directors present at any special meeting called for that purpose.

ARTICLE 5. OFFICERS

Section 1. The officers of this corporation shall be a President, Vice President, Corresponding Secretary, Treasurer, and Recording Secretary.

Section 2. Method of Election. The Board of Directors shall elect the officers from among the members of the Board of Directors at the annual meeting for a term of three years or until their successors shall be duly elected and qualified. (Five year terms were 1980-1983, three year began in 1984.)

Section 3. Duties of Officers. The duties and powers of the officers of the corporation shall be as follows:

a. President. The president shall preside at the meetings of the corporation and of the Board of Directors, and shall be a member ex-officio, with right to vote, of all committees except the nominating committee. He shall be the chief executive officer of the corporation and shall supervise, control and direct all the business and affairs of the corporation with the approval of the Board of Directors. He shall present an annual report at the annual meeting of the Society. He shall perform such other duties as are necessarily incident to the office of the president.

b. Vice President. In case of the death or absence of the president, or of his inability from any cause to act, the vice president shall perform the duties of his office. He shall assist him in his duties as he delegates responsibility.

c. Corresponding Secretary. The Corresponding Secretary shall give notice of and attend all meetings of the Society and of its committees. He shall conduct all correspondence and carry into execution all orders, votes, and resolutions not otherwise committed. He shall notify officers, directors, and members of the Society of their election and of their appointment to committees. He shall be the keeper of the corporate seal.

d. Recording Secretary. The recording secretary shall keep the minutes of the Board of Directors meetings and of all the meetings of all committees of the Society. He shall keep all other records of the Society and shall perform such other duties

as may be delegated by the Board of Directors. In case of the absence or disability of the Executive Secretary, the recording secretary shall perform the duties of his office.

e. Treasurer. The treasurer shall collect all fees and dues and shall keep account of all monies received and expended for the use of the corporation, and shall make disbursements only upon written vouchers. He shall deposit all sums received in a bank, or banks, or trust company approved by the Board of Directors. He shall present a financial report at the annual meeting, or when called upon by the President. Funds may be withdrawn only upon the signature of an officer of the corporation. The funds, books and vouchers in his hands shall at all times be under the supervision of the Board of Directors and subject to it's inspection and control.

Section 4. Bond of Treasurer. The treasurer shall, if required by the Board of Directors, give to the corporation such security for the faithful discharge of his duties as the Board may direct.

Section 5. Removal of Officer. Any one or more of the officers may be removed either with or without cause, at any time, by a vote of two-thirds of the members of the Board of Directors present at any special meeting called for that purpose.

Section 6. Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at its next regular meeting, or at a special meeting called for that purpose. Persons so chosen shall hold office until the next annual meeting or until a successor shall be duly elected and qualified.

Section 7. Compensation of Officers. The officers shall receive

such salary or compensation as the Board of Directors determines.

ARTICLE 6. Committees.

Section 1. Policies All committees will work within the policies established by the Board of Directors, and will report to the Board of Directors their recommendations for action.

Section 2. Committee Membership. Less than one-half of the membership of a committee shall be Board Members, unless no others can be found.

Section 3. Nominating Committee. There shall be a Nominating Committee appointed by the Board of Directors consisting of three members, at least one of whom shall be a member of Board. It shall be the duty of this committee to nominate candidates for officers and directors to be elected at the next annual election, or to fill any vacancy. They shall notify the Corresponding Secretary in writing at least sixty (60) days before the date of the annual meeting the names of such candidates, and the Corresponding Secretary shall mail a copy thereof to the last recorded address of each member simultaneously with the notice of the meeting.

Section 4. Standards Committee. The Standards Committee shall develop and recommend standards for education and training for applicants and for all membership categories of the Society.

Section 5. Credentials Committee. These shall be Teaching Fellows appointed by the Board of Directors. They shall develop and administer the written and oral examinations for Fellow and Teaching Fellow candidates, and report to the Board of Directors.

recommending that those who have qualified be acknowledged as Fellow or Teaching Fellow.

Section 6. Ethics Committee. The Ethics Committee shall establish, with the approval of the Board of Directors, a code of ethics for all members of the Society, and shall review any charges of unethical conduct or practice of New Identity Process on the part of any member. After such review it shall recommend to the Board of Directors action as may be appropriate.

Section 7. Research Committee. The Research Committee shall be available to consult with, to encourage, and to support all research conducted by members, and shall make available for publication significant results. It shall propose areas where research is needed, and suggest practical means for getting such research underway. All members engaged in research shall consult with the Committee.

Section 8. Publications Committee. The Publications Committee shall prepare and publish a Newsletter quarterly, which will print articles about what is current, keeping members informed. The Newsletter Editor will be responsible for its structuring, with the approval of the Board of Directors.

The Publications Committee shall also publish a regular journal, annually or semi-annually for the exchange of experience and significant information concerning the New Identity Process with members, and with professionals in other therapeutic disciplines. The Journal Editor shall be responsible for its structuring, with approval of the Board of Directors.

Section 9. Finance Committee. The Finance Committee shall prepare the annual budget of the Society and shall review and

approve any changes therein that may be necessary during the year. It shall authorize all expenditures of Society funds, subject to approval of the Board. It shall prepare both long and short-range plans for the finances of the Society to enable the carrying on of its work. It shall arrange for an annual audit and shall supervise and cooperate with the Treasurer in the carrying out of his duties. The Treasurer shall automatically be the chairman of this committee.

Section 10. Institute Committee. The Institute Committee shall establish and supervise the Training Institutes of the Society. It shall coordinate with the Standards Committee the training curriculum and shall evaluate on a regular basis the training being done. The Committee may recommend to the Board of Directors approval or disapproval of the applications for admission as a recognized Institute of the Society.

Section 11. Membership Committee. The Membership Committee shall devise effective means for enlisting those who have experienced new joy in life through the New Identity Process as well as those who have become interested in the Process through workshops, as members of the Society. They shall give special concern towards attracting into membership interested persons who are already professionals in related disciplines.

ARTICLE 7. INSTITUTE

Section 1. Criteria. An Institute shall be a teaching arm of the Society and shall meet the following requirements:

- a. The Director shall be a Teaching Fellow. At least two

members of his staff shall be Fellows.

b. The curriculum and training supplied by the Institute shall be established by the Standards Committee with approval of the Board of Directors.

c. The fees for training will be paid to the Institute according to the training contract, as approved by the Board of Directors.

d. The faculty shall encourage and participate in research.

e. The requirements for admission to training shall be those established by the Standards Committee, with the approval of the Board of Directors. The training records of all candidates shall be available to the Credentials Committee, who will make any recommendations for advancement in category in the Society.

Section 2. Establishment. The Institute may be established and approved by the Board of Directors when they have determined that it meets all of the above standards and requirements, and is needed by the Society.

ARTICLE 8. SEAL

Section 1. Seal. The seal of the corporation shall be one more particularly shown in the following impression:

ARTICLE 9. FISCAL YEAR.

Section 1. The Fiscal Year shall begin for the corporation on

the first day of July, and end on the 30th of June.

ARTICLE 10. AMENDMENTS.

Section 1. Amendments. These By-Laws may be amended, repealed, or altered in whole or in part by a two-thirds vote of the members present in person or by proxy at any duly called regular or special meeting of the members. The proposed change shall be mailed to the last recorded address of each member at least sixty (60) days before the time of the meeting which is to consider the change.