

Bylaws of the American Physical Therapy Association



Adopted 1970; amended 1971, 1972, 1973, 1974, 1975, 1976, 1977, 1978, 1979, 1980, 1981, 1982, 1985, 1986, 1988, 1989, 1990, 1991, 1992, 1993, 1994, 1996, 1997, 1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2007, 2011, 2013, 2014, 2015, 2016, 2017, and 2020.

ARTICLE I. NAME

The name of this organization is the American Physical Therapy Association, hereinafter referred to as the Association.

ARTICLE II. OBJECT

The object of this Association is to represent and promote the profession of physical therapy and to meet the needs and interests of its members in order to address the physical therapy needs of members of society and to develop and advance the art and science of physical therapy, including practice, education and research.

ARTICLE III. FUNCTIONS

The functions of the Association shall be to:

- A. Address the needs of members of society and the demand for physical therapy services through the promotion of access to and availability of these services.
- B. Maintain and promote ethical principles and standards of conduct for its members.
- C. Maintain and promote standards for physical therapy practice, education, and research.
- D. Promote and advance physical therapy practice, education, and research.
- E. Further the profession of physical therapy in the enhancement of the health and well-being of members of society.
- F. Promote the profession of physical therapy in prevention, evaluation, diagnosis, and intervention related to impairments in body functions and structures, activity limitations, participation restrictions, and environmental barriers.
- G. Represent the profession of physical therapy.
- H. Serve as the principal source of information on physical therapy.
- I. Promote public recognition of the profession of physical therapy.
- J. Influence public policy such as it will further the object of the Association.
- K. Promote and protect the professional welfare of Association members.
- L. Promote the professional development of Association members.
- M. Promote affirmative action.
- N. Provide such services as will further the object of the Association.

ARTICLE IV. MEMBERSHIP

Section 1: Categories and Qualifications of Members

All members in the various categories shall possess the following qualifications and, in addition, shall possess the qualifications prescribed and published by the Board of Directors:

- A. Physical Therapist
 - (1) Be a graduate physical therapist.
 - (2) Physical Therapist – Post-professional Student: Be a Physical Therapist member who is enrolled in a post-professional masters or doctoral program, APTA credentialed post-professional

residency or fellowship program, or a post-doctoral research fellowship, and meets the *Membership Qualifications Prescribed by the Board of Directors*.

- B. Retired Physical Therapist
 - (1) Be a graduate physical therapist.
 - (2) Meet qualifications regarding age, disability, and practice status, as published in the *Membership Qualifications Prescribed by the Board of Directors*.
- C. Life Physical Therapist
 - (1) Be a graduate physical therapist.
 - (2) Meet qualifications regarding age, disability, and practice status, as published in the *Membership Qualifications Prescribed by the Board of Directors*.
- D. Student Physical Therapist
 - Be enrolled in a physical therapist curriculum.
- E. Physical Therapist Assistant
 - Be a graduate physical therapist assistant.
- F. Retired Physical Therapist Assistant
 - (1) Be a graduate physical therapist assistant.
 - (2) Meet qualifications regarding age, disability, and work status, as published in the *Membership Qualifications Prescribed by the Board of Directors*.
- G. Life Physical Therapist Assistant
 - (1) Be a graduate physical therapist assistant.
 - (2) Meet qualifications regarding age, disability, and work status, as published in the *Membership Qualifications Prescribed by the Board of Directors*.
- H. Student Physical Therapist Assistant
 - Be enrolled in a physical therapist assistant curriculum.
- I. Honorary
 - (1) Be an individual, other than a member of any other membership category of the Association, who has rendered outstanding service to the Association or made notable contribution to the health of humanity.
 - (2) Have been proposed by a chapter, nominated by the Board of Directors by a two-thirds vote, and elected by the House of Delegates by a two-thirds vote.
- J. Catherine Worthingham Fellow of the American Physical Therapy Association
 - (1) A Physical Therapist or Life Physical Therapist member of the Association whose contributions to the profession through leadership, influence, and achievements demonstrate frequent and sustained efforts to advance the profession for a period of not less than 15 years preceding the nomination for election.
 - (2) Has been nominated by a member or a component and elected by a ballot vote of at least two-thirds of the entire membership of the Board of Directors.
 - (3) Continues in Physical Therapist membership or in another membership category after election.

Section 2: Rights and Privileges of Members

- A. All members shall have the following rights:
 - (1) To attend all meetings (except section and assembly business meetings).
 - (2) To speak and debate.
- B. Only members in certain categories have the following privileges (subject to restriction as otherwise provided in Association bylaws):
 - (1) To make and second motions.
 - a. At House of Delegates meetings: All registered delegates.
 - b. At chapter or section meetings by members of the chapter or section: Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant, except when chapter or section bylaws provide for a representative body.
 - c. At assembly meetings: Members of the assembly.
 - d. At committee meetings: Any member serving on the committee.
 - (2) To vote.
 - a. At House of Delegates meetings: Chapter and section delegates, 1 vote.

- b. At chapter or section meetings by members of the chapter or section: Physical Therapist, Retired Physical Therapist, and Life Physical Therapist, 1 vote; Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant, one-half vote unless the chapter or section allows such members 1 vote; except when chapter or section bylaws provide for a representative body.
 - c. At assembly meetings: Members of the assembly, 1 vote.
 - d. At committee meetings: Any member serving on the committee, 1 vote.
- (3) To hold office.
- a. For the Association: Physical Therapist.
 - b. For the chapter or section: Physical Therapist, Retired Physical Therapist, and Life Physical Therapist, subject to additional eligibility requirements in the chapter or section bylaws; when provided for in the chapter or section bylaws, Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members may hold office, with the exception of the office of president, president elect, vice president, chief delegate, or any position that may succeed to the presidency, subject to additional eligibility requirements in the chapter or section bylaws.
 - c. For the assembly: Assembly member, subject to additional eligibility requirements in the assembly bylaws.
- (4) To serve as a delegate to the House of Delegates.
- a. As chapter delegate: Physical Therapist and Life Physical Therapist.
 - b. As section delegate: Physical Therapist and Life Physical Therapist.
 - c. As PTA Caucus delegate: Physical Therapist Assistant and Life Physical Therapist Assistant, subject to qualifications identified in Article VIII., Section 4., of these bylaws.
 - d. As assembly delegate: Assembly member, subject to additional eligibility requirements in the assembly bylaws.
- (5) To serve on a Nominating Committee, which shall be elected.
- a. For the Association: Physical Therapist.
 - b. For the chapter or section: Physical Therapist, Retired Physical Therapist, and Life Physical Therapist, subject to additional eligibility requirements in the chapter or section bylaws; when provided for in the chapter or section bylaws, Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members may be elected to a chapter or section nominating committee, subject to additional eligibility requirements in the chapter or section bylaws.
 - c. For the assembly: Assembly member, subject to additional eligibility requirements in the assembly bylaws.
- (6) To serve on House of Delegates Reference Committee: Physical Therapist.
- (7) To serve as chair of committees:
- a. In the Association, chapter, or section: Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant, except as provided for elsewhere in the Association bylaws.
 - b. In the assembly: Assembly member, subject to additional eligibility requirements in the assembly bylaws.
- (8) To serve as a member of committees: Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Student Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist Assistant, and Student Physical Therapist Assistant, except as provided for elsewhere in the Association bylaws.
- (9) To petition to form a chapter: Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant.
- (10) To petition to form a section: Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Student Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist Assistant, and Student Physical Therapist Assistant.
- (11) To receive the official journal of the Association: All members except Retired Physical Therapist, Life Physical Therapist, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members, who may subscribe at a courtesy rate.

(12) To use the initials FAPTA after their name signifying a Catherine Worthingham Fellow of APTA: Catherine Worthingham Fellows.

Section 3: Admission to Membership

Applications for admission to membership in any category, proposals for honorary membership, and nominations for Catherine Worthingham Fellow of APTA must be submitted in writing to the Board of Directors. The Board of Directors shall admit to membership in the appropriate categories those who meet the prescribed qualifications and pay required dues.

Section 4: Chapter Assignment

All members, except those employed by the Association and those who reside for at least 1 year where a chapter does not exist, shall be assigned to a chapter having territorial jurisdiction of the area where the member practices, resides, or attends school or to an immediately adjacent chapter in which the member evinces the possibility of more active participation. Members who are active uniformed services personnel, and members who are spouses or partners of active uniformed services personnel, may choose to be assigned to any chapter.

Section 5: Good Standing

An individual member is in good standing within the meaning of these bylaws if the member:

- A. Complies with the ethical principles or standards of the Association applicable to the individual's membership category.
- B. Makes timely payments of all Association, chapter, and applicable assembly dues. A member whose dues have not been received by the due date shall be considered to be in arrears and shall have all membership privileges suspended. If the dues are not received within 30 calendar days after the due date, the membership shall be revoked.
- C. Is not under current suspension or revocation of a license or certificate of registration to practice physical therapy or to act as a physical therapist assistant in any jurisdiction.

Section 6: Disciplinary Action

The Association shall expel from membership or otherwise discipline any member who is not in good standing. Complaints to the effect that a member has violated the ethical principles or standards of the Association shall be processed in accordance with the Association's *Disciplinary Action Procedural Document*.

Section 7: Reinstatement

- A. On approval of the Board of Directors, any former member may be reinstated to membership in accordance with the standing rules.
- B. There shall be no reinstatement fee charged by the Association or its components, but persons seeking reinstatement shall pay the dues as provided in the standing rules.

ARTICLE V. COMPONENTS: CHAPTERS, SECTIONS, ASSEMBLIES, AND THE AMERICAN COUNCIL OF ACADEMIC PHYSICAL THERAPY

Section 1: Chapters

- A. Definition
A chapter of the Association consists of a group of members of the Association in the United States or its possessions that is chartered by the Association as having territorial jurisdiction over a geographic area.
- B. Formation
The Board of Directors may establish a chapter, as prescribed in the standing rules, by the issuance of a charter.

C. Charters

All charters issued by the Association shall continue in force and effect until revoked (as provided for in the Association bylaws) or until notification is received from the chapter of its dissolution.

D. Structure

- (1) Every chapter shall enact bylaws that, in their original form and as amended, shall not be inconsistent with the Association bylaws and shall be approved in writing by the Board of Directors.
- (2) If a chapter is to be incorporated it shall submit its proposed certificate of incorporation, and any subsequently proposed amendments to this certificate, to the Board of Directors for prior written approval.
- (3) A chapter may create districts within its territorial jurisdiction. These districts shall:
 - a. Operate under bylaws or rules of order that shall not be inconsistent with chapter or Association bylaws and that shall be approved by the chapter.
 - b. Not establish dues.
- (4) A chapter may create a representative body for the transaction of chapter business provided that the basis for establishing and apportioning the membership of the representative body shall be included in the chapter bylaws. A chapter's method of apportioning representatives of Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members of the representative body shall be proportional to one-half the number of Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members in the chapter, unless the chapter bylaws allow the apportioning of representatives of Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members in the chapter to be the same as the apportioning of representatives of Physical Therapist, Retired Physical Therapist, and Life Physical Therapist members in the chapter.
- (5) A chapter may authorize the establishment of special interest groups within its territorial jurisdiction. These special interest groups shall be subject to rules and conditions set down by the chapter.
- (6) Chapter dues for any category of membership shall not exceed Association dues for that membership category without specific approval of the Board of Directors. Such approval shall be granted when the chapter has complied with criteria established and published by the Board of Directors. Failure of the Board of Directors to grant approval under such circumstances shall be subject to appeal to the House of Delegates.
- (7) Chapters shall maintain a single corresponding membership category in chapter bylaws for Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members who are not assigned to that chapter. Dues for corresponding members shall not exceed the chapter's physical therapist dues. Corresponding members of a chapter shall have the following rights and privileges:
 - Attend chapter meetings
 - Speak and debate at chapter meetings
 - Receive all chapter publications and correspondence and have access to chapter information resources provided to chapter members.
- (8) Chapters shall maintain a single corresponding student membership category in chapter bylaws for Student Physical Therapist and Student Physical Therapist Assistant members who are not assigned to that chapter. Dues for corresponding student members shall not exceed the chapter's student physical therapist or student physical therapist assistant dues. Corresponding student members of a chapter shall have the following rights and privileges:
 - Attend chapter meetings
 - Speak and debate at chapter meetings
 - Receive all electronic chapter publications and correspondence and have access to chapter information resources provided to chapter members

E. Obligations

Each chapter shall do the following:

- (1) Further the object and the functions of the Association as set forth in the Association bylaws and in policy statements made by the House of Delegates in the area of the chapter's authority and within its territorial jurisdiction.
- (2) Perform the duties and assume the responsibilities that Association bylaws place on chapters.
- (3) Conduct its affairs in accordance with its bylaws.
- (4) Maintain complete and accurate financial records that shall be audited annually.
- (5) Submit to the Board of Directors annual reports of its activities and such other reports as may be requested by the Board of Directors.
- (6) Hold an annual meeting of the general membership or representative body and, in chapters in which no meetings are held at district level, hold at least one additional general membership meeting a year.
- (7) Be represented in the House of Delegates at least every third year.
- (8) Investigate any complaints of violations of ethical principles or standards made against any member in its jurisdiction in accordance with the Association's Disciplinary Action Procedural Document.
- (9) Limit attendance at chapter business meetings to Association members and invited guests approved by the chapter officers.

F. Trusteeship

The Board of Directors may, at its discretion, conduct the affairs and assume custody of the records, funds, and management of any chapter that it finds has failed to comply with its obligations. Such action shall be subject to ratification by the House of Delegates at its next session.

G. Dissolution

- (1) A chapter may dissolve pursuant to the provisions of its bylaws or pursuant to its articles of incorporation.
- (2) The Board of Directors may revoke the charter of any chapter if the chapter has failed to satisfy its obligations or to observe the limitations on chapters as set forth in the Association bylaws.
 - a. The chapter must be given timely notice of the charges against it and the opportunity to be heard in its own defense, and the judgment of revocation must be supported by at least two-thirds of the members of the Board of Directors.
 - b. A chapter whose charter has been revoked by the Board of Directors shall have the right to appeal to the House of Delegates at the next session of the House of Delegates following the decision of the Board of Directors. The decision of the House of Delegates in the matter shall be final. Pending the determination of the House of Delegates, the decision of the Board of Directors shall be given full force and effect.

H. Property and Records

If the charter of the chapter is revoked or if the chapter is dissolved or its existence otherwise terminated, all property and records of whatever nature in the possession of the chapter shall, after payment of its bona fide debts, be conveyed to the Association. The Association shall not be obligated for any debts incurred by a chapter unless the chapter has been specifically authorized in writing by the Board of Directors to act on behalf of the Association. In the case of 2 or more chapters merging, all property and records will be turned over to the continuing chapter without being returned through headquarters.

Section 2: Sections

A. Purpose

Sections may be organized to provide a means by which members having a common interest in special areas of physical therapy may meet, confer, and promote the interests of the respective sections.

B. Formation

A section may be established as prescribed in the standing rules.

C. Structure

- (1) Each section shall operate under bylaws that in their original form and as amended shall not be inconsistent with Association bylaws and shall be approved in writing by the Board of Directors.

- (2) If a section is to be incorporated, it shall submit its proposed certificate of incorporation, and any subsequently proposed amendments to this certificate, to the Board of Directors for prior approval in writing.
- (3) A section may be organized regionally.
- (4) A section may authorize the establishment of special interest groups within its area of authority. These special interest groups shall be subject to rules and conditions set down by the section.
- (5) Section dues for any category of membership shall not exceed Association dues for that membership category without specific approval of the Board of Directors.

D. Obligations

Each section shall do the following:

- (1) Further the object and the functions of the Association as set forth in Association bylaws and in policy statements made by the House of Delegates in the area of the section's authority.
- (2) Perform the duties and assume the responsibilities that Association bylaws place on sections.
- (3) Conduct its affairs in accordance with its bylaws.
- (4) Maintain complete and accurate financial records that shall be audited annually.
- (5) Submit to the Association annual reports of its activities and such other reports as may be requested by the Board of Directors.
- (6) Hold meetings in conformity with Association policy.
- (7) Be represented in the House of Delegates at least every third year.
- (8) Limit attendance at section business meetings to section members and invited guests approved by the section officers.

E. Trusteeship

The Board of Directors may, at its discretion, conduct the affairs and assume custody of the records, funds, and management of any section that it finds has failed to comply with its obligations. Such action shall be subject to ratification by the House of Delegates at its next session.

F. Dissolution

- (1) A section may dissolve pursuant to the provisions of its bylaws.
- (2) A section may be dissolved by a two-thirds vote of the Board of Directors if the membership of the section remains fewer than 200 members during any consecutive 12-month period.
- (3) The House of Delegates may, by a two-thirds vote, dissolve a section if the section has failed to satisfy its obligations or has failed to observe the limitations on sections as set forth in these bylaws. The House of Delegates shall have the power so to act only on the recommendation of a majority of the Board of Directors that is made after the section has been given timely notice of charges against it and the opportunity to be heard in its own defense.

G. Property and Records

If a section is dissolved, all property and records of whatever nature in the possession of the section shall, after payment of its bona fide debts, be conveyed to the Association. The Association shall not be obligated for any debts incurred by a section unless the section has been specifically authorized in writing by the Board of Directors to act on behalf of the Association. In the case of 2 or more sections merging, all property and records shall be turned over to the continuing section without being returned through headquarters.

Section 3: Assemblies

A. Purpose

Assemblies may be organized to provide a means by which members of the same category, except Physical Therapist, Physical Therapist Assistant, and Honorary, having a common interest because of their membership category, may meet, confer, and promote the interests of the respective membership categories and assemblies. Exception: Student Physical Therapist and Student Physical Therapist Assistant categories may combine to form one assembly.

B. Formation

An assembly may be established in accordance with procedures prescribed by the Board of Directors, except that the decision to form shall not be effective unless made or approved by the House of Delegates.

C. Structure

- (1) Each assembly shall operate under bylaws that in their original form and as amended shall not be inconsistent with Association bylaws and shall be approved in writing by the Board of Directors.
- (2) An assembly shall not establish a representative body.
- (3) An assembly shall not be incorporated.
- (4) An assembly may be organized regionally.
- (5) An assembly may request that a chapter or section authorize the establishment of a chapter or section special interest group within the chapter or section. The special interest group shall be subject to rules and conditions set down by the chapter or section.
- (6) An assembly shall not charge dues.

D. Obligations

Each assembly shall do the following:

- (1) Further the object and the functions of the Association as set forth in Association bylaws and in policy statements made by the House of Delegates in the area of the assembly's authority.
- (2) Perform the duties and assume the responsibilities that Association bylaws place on assemblies.
- (3) Conduct its affairs in accordance with its bylaws.
- (4) Hold meetings in conformity with Association policy.
- (5) Be represented in the House of Delegates at least every third year.

E. Dissolution

An assembly may be dissolved in accordance with procedures prescribed by the Board of Directors, except that the decision to dissolve shall not be effective unless made or approved by the House of Delegates.

F. Property and Records

If an assembly is dissolved, all property and records of whatever nature in the possession of the assembly shall, after payment of its bona fide debts, be conveyed to the Association. The Association shall not be obligated for any debts incurred by an assembly unless the assembly has been specifically authorized in writing by the Board of Directors to act on behalf of the Association.

Section 4: The American Council of Academic Physical Therapy

A. Formation and Purpose

The American Council of Academic Physical Therapy (ACAPT) shall be a component, established by the Association's Board of Directors, whose purpose shall be to take a leadership role in setting direction for physical therapist academic and clinical education.

B. Structure

- (1) ACAPT shall have articles of incorporation and bylaws that, in their original form and as amended, shall not be inconsistent with the Association bylaws and shall be approved in writing by the Board of Directors.
- (2) The members of ACAPT with authority to elect its Board of Directors shall be educational institutions that operate Commission on Accreditation of Physical Therapy Education (CAPTE) accredited physical therapist programs in the United States. If an institution operates 2 or more accredited programs or has 2 or more locations covered by the same accreditation, then it may be entitled to as many representatives as permitted by ACAPT. In addition to its members that are institutions, ACAPT may have members who are individuals and who are members of the Association. The individual members, if any, shall not have authority to elect ACAPT's Board of Directors.
- (3) Member institutions shall be represented by individuals, each of whom shall be the director of an accredited program operated by the institution or a person designated by such a director. Representatives must be members of a program's core faculty, as defined by the accrediting body. Representatives must be members of the Association.
- (4) Member institutions of ACAPT shall not be members of the Association and shall not be required to pay dues to the Association.
- (5) ACAPT may establish dues, which may be for any amount.

C. Obligations

ACAPT shall:

- (1) Further the object and the functions of the Association as set forth in the Association bylaws and in policy statements made by the House of Delegates.
- (2) Make such policies concerning education as it deems advisable, subject to Section 5, Limitations, of Article V.
- (3) Conduct its affairs in accordance with its bylaws.
- (4) Maintain complete and accurate financial records that shall be audited annually.
- (5) Submit to the Board of Directors annual reports of its activities and such other reports as may be requested by the Board of Directors.
- (6) Hold an annual meeting of the general membership.
- (7) Serve as a consultant in the House of Delegates annually.

D. Trusteeship

The Board of Directors may, at its discretion, conduct the affairs and assume custody of the records, funds, and management of ACAPT if it finds that ACAPT has failed to comply with its obligations. Such action shall be subject to ratification by the House of Delegates at its next session.

E. Dissolution

- (1) ACAPT may dissolve pursuant to the provisions of its bylaws and its articles of incorporation.
- (2) The House of Delegates may, by a two-thirds vote, dissolve ACAPT if ACAPT has failed to satisfy its obligations or has failed to observe the limitations on it as set forth in these bylaws. The House of Delegates shall have the power to do so only on the recommendation of a majority of the Board of Directors that is made after ACAPT has been given timely notice of charges against it and the opportunity to be heard in its own defense.

F. Property and Records

If ACAPT is dissolved, all property and records of whatever nature in its possession shall, after payment of its bona fide debts, be conveyed to the Association. The Association shall not be obligated for any debts incurred by ACAPT unless ACAPT has been specifically authorized in writing by the Board of Directors to act on behalf of the Association.

Section 5: Limitations

Components are subject to the following limitations:

- A. The bylaws of the Association. If the component bylaws, rules, or resolutions are inconsistent with the bylaws of the Association, the part or parts of the component bylaws, rules, or resolutions that are inconsistent are void and of no effect.
- B. Policies adopted by the House of Delegates or by the Board of Directors.
- C. Membership categories and the rights and privileges for each category only as established in Association bylaws, except that this limitation shall not apply to ACAPT. Chapter and section bylaws shall provide for all categories of members established in Association bylaws, except they need not provide for the Honorary and the Catherine Worthingham Fellow of APTA membership categories. Assembly bylaws shall provide for only the category or categories of members appropriate to the respective assembly. Chapters and sections retain the right to provide for the privilege of Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members to hold office, with the exception of the office of president, president elect, vice president and chief delegate, or any position that may succeed to the presidency.
- D. No component shall profess or imply that it speaks for or represents the Association or members other than those currently holding membership in the component unless authorized to do so in writing by the Board of Directors.

ARTICLE VI: PHYSICAL THERAPIST ASSISTANT CAUCUS

Section 1: Composition

A Physical Therapist Assistant Caucus, hereinafter referred to as the PTA Caucus, shall be organized for such purposes as the Board of Directors may prescribe and publish, including the election of PTA Caucus delegates to the House of Delegates. The PTA Caucus shall consist of representatives who must be Physical Therapist Assistant, Life Physical Therapist Assistant, or Retired Physical Therapist Assistant members and who shall be elected or selected at the chapter level.

Section 2: Limitations

The PTA Caucus shall be subject to the following limitations:

- A. The bylaws of the Association.
- B. Policies adopted by the House of Delegates.
- C. Rules prescribed and published by the Board of Directors.
- D. The PTA Caucus shall not profess or imply that it speaks for or represents the Association or members other than those currently holding membership in the PTA Caucus unless authorized to do so in writing by the Board of Directors.

ARTICLE VII. MEETINGS

Section 1: Annual Session

The annual session of the Association shall consist of one or more meetings of the House of Delegates, held at a time and place specified by the Board of Directors.

Section 2: Special Sessions

A special session of the House of Delegates may be called between annual sessions by a two-thirds vote of the Board of Directors and shall be called in response to a written request from chapters representing a majority of the delegate votes in the previous annual session of the House of Delegates.

Section 3: Notice of Sessions

A. Annual Session

The time and place of the annual session shall be announced in the official journal of the Association, and notice shall be sent to each component president or chair and to each chief delegate at least six weeks before the session is scheduled to convene. This notice may be made by mail or any telecommunications method including, but not limited to, fax and e-mail transmissions which must ensure the timely receipt of the notice and may ensure verifiable receipt of the notice by the intended recipients.

B. Special Sessions

- (1) At least 30 days before a special session, official notice of that session shall be sent to each component president or chair, to each component delegate registered at the immediately preceding House of Delegates, and to members of the Board of Directors. This notice may be made by mail or any telecommunications method including, but not limited to, fax and e-mail transmissions which must ensure the timely receipt of the notice and may ensure verifiable receipt of the notice by the intended recipients
- (2) The time, place, and purpose of the session shall be stated in the notice.

Section 4: Annual Conference

An annual conference of members shall be scheduled by the Board of Directors unless there is a state of national emergency.

ARTICLE VIII. HOUSE OF DELEGATES

Section 1: General Powers

The House of Delegates has authority to determine directives and policies of the Association, to elect the Board of Directors (except the public member) and Nominating Committee; and to:

- A. Amend and repeal these bylaws;
- B. Amend, suspend, or rescind the standing rules;
- C. Adopt ethical principles and standards to govern the conduct of members of the Association in their roles as physical therapists or physical therapist assistants; and
- D. Modify or reverse a decision of the Board of Directors.

All of the general powers of the House of Delegates are subject to the Board of Directors' fiduciary duty to manage the affairs of the Association.

Section 2: Composition

A. Registered Delegates

The House of Delegates shall consist of all registered delegates. Registered delegates shall include:

- (1) All those who have filed delegate credentials approved by the Officers of the House of Delegates.
- (2) Members of the Board of Directors.

B. Consultants

Consultants shall include all members of the Reference Committee, a member of the Ethics and Judicial Committee, a member of the American Board of Physical Therapy Specialties, a representative designated by ACAPT, and Association staff designated by the Chief Executive Officer in consultation with the Board of Directors. All consultants shall be available in the House of Delegates to reply to inquiries as directed by the Speaker of the House of Delegates.

Section 3: Voting Delegates

The voting delegates of the House of Delegates shall be the chapter and section delegates.

A. Qualifications of Voting Delegates

- (1) Chapter and section delegates: Only Physical Therapist and Life Physical Therapist members may serve as chapter or section delegates. Only Physical Therapist and Life Physical Therapist members who have been Association members in good standing in any category of membership for no fewer than the 2 years immediately preceding the start of the House session may serve as chapter or section delegates.
- (2) Members of the Board of Directors may not serve as chapter or section delegates.
- (3) A delegate of any one component may not serve concurrently as a delegate of another component.

B. Number of Voting Delegates

- (1) For each year, the number of voting delegates in the House of Delegates shall be the sum of the chapter delegates and section delegates, as determined in accordance with the Standing Rules of the American Physical Therapy Association.
- (2) No chapter shall have fewer than 2 voting delegates, and each section will be allotted 2 voting delegates.

C. Selection of Voting Delegates

Each chapter and section shall select the delegates who will represent it at the annual session. Each chapter and section shall designate 1 delegate as its chief delegate.

D. Credentials

Credentials shall be issued by the Association. Delegates shall register and file credentials before the first meeting of the House of Delegates and at such other times as designated by the Officers of the House of Delegates.

E. Voting Body

Each voting delegate shall have 1 vote, except that if any of the delegates to which a chapter or section is entitled does not attend a meeting of the House of Delegates, the vote(s) may be transferred to the remaining member(s) of the delegation who are present.

Section 4: Nonvoting Delegates

The nonvoting delegates of the House of Delegates shall be the PTA Caucus delegates, Student Assembly delegates, and the members of the Board of Directors.

A. Qualifications of Nonvoting Delegates

- (1) PTA Caucus delegates: Only Physical Therapist Assistant members who have been Association members in good standing for no fewer than 2 years immediately preceding the start of the House session may serve as PTA Caucus delegates.

- (2) Student Assembly delegates: Only Student Physical Therapist and Student Physical Therapist Assistant members who have been Association members in good standing for the 4 months immediately preceding the start of the House session may serve as Student Assembly delegates.

For the purposes of this subparagraph (2), members who have converted from Student Physical Therapist to Physical Therapist or from Student Physical Therapist Assistant to Physical Therapist Assistant shall be deemed members of the Student Assembly until the close of the House of Delegates meeting immediately following the date of graduation and shall be eligible to serve as Student Assembly delegates during that period.

- (3) Members of the Board of Directors may not serve as section or assembly delegates.
- (4) A Student Assembly delegate may not serve concurrently as a delegate of another component.

B. Number of Nonvoting Delegates

- (1) PTA Caucus delegates: The PTA Caucus shall be entitled to 5 delegates.
- (2) Student Assembly delegates: The Student Assembly shall be entitled to 2 delegates.

C. Selection of Nonvoting Delegates

The PTA Caucus and the Student Assembly each shall select the delegate(s) who will represent it at the House session.

D. Credentials

Credentials shall be issued by the Association. Delegates shall register and file credentials before the first meeting of the House of Delegates and at such other times as designated by the Officers of the House of Delegates.

E. Rights and privileges of nonvoting delegates

PTA Caucus delegates, Student Assembly delegates, and members of the Board of Directors may speak, debate, and make and second motions.

Section 5: Conduct of Business

A. Officers of the House of Delegates

- (1) The officers shall be the Speaker of the House of Delegates, the Vice Speaker of the House of Delegates, and the Secretary.
- (2) The officers shall be responsible for registering delegates, transferring voting privileges, preparing rules of order and an agenda for the consideration of the House of Delegates, recording and reporting the proceedings, appointing the Committee to Approve the Minutes, making appointments to the Reference Committee, conducting elections, making editorial changes to the bylaws and standing rules, and performing other duties as determined by these bylaws or the standing rules.

B. Quorum

Delegates representing one-third of the total number of chapters and sections and numbering one-third of the total number of votes that could be cast if all voting delegates were present shall constitute a quorum.

C. Voting

- (1) Voting on motions and resolutions in the House may be by voice, show of hands, standing, roll call, or use of electronic equipment.
- (2) If a decision must be made during the interval between annual sessions, a majority vote of the Board of Directors may determine that the voting delegates be polled by mail. These delegates shall be those registered at the immediately preceding session of the House of Delegates. If the delegate is no longer a member of the chapter or section or holds membership in a category other than that held when the delegate registered at the immediately preceding session of the House of Delegates or for any other reason no longer meets the qualifications for delegate, an alternate delegate shall be named by that chapter or section. At least 50 percent of the ballots of the eligible delegates must be returned to validate the vote.
- (3) Election of officers, directors, and members of the Nominating Committee shall be by ballot or use of electronic equipment. Officers shall be elected by a majority of the votes cast. Directors and members of the Nominating Committee shall be elected by a plurality of the votes cast, with the exception of the public member, who is appointed by the Board. If the vote fails to determine election,

reballoting shall be conducted under procedures determined by the Officers of the House of Delegates.

D. Memorials and Resolutions

Only memorials or resolutions adopted by the House of Delegates can be issued validly in the name of the Association.

ARTICLE IX. BOARD OF DIRECTORS

Section 1: Composition

A. Board of Directors of the American Physical Therapy Association

The 6 officers of the Association together with 10 directors, 1 of which is the public member, shall constitute the Board of Directors.

B. Executive Committee

The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and 1 of the 10 directors, except the public member. This fifth member shall be elected to the Executive Committee annually by members of the Board of Directors who are not members of the Executive Committee.

Section 2: Qualifications

A. Physical Therapist members in good standing of the Association for at least 5 years immediately preceding their election or appointment are eligible to serve.

B. One individual who is not a physical therapist or a physical therapist assistant and is also not a member of the Association (referred to as the "public member") will be deemed eligible to serve by the Board of Directors, which in its sole discretion will determine if the public member has the skills and abilities needed to lead the Association.

C. All members of the Board of Directors must consent to serve.

Section 3: Officers

The officers of the Association shall be the President, Vice President, Secretary, Treasurer, Speaker of the House of Delegates, and Vice Speaker of the House of Delegates. The public member shall not be an officer.

A. President

The President shall preside at all meetings of the Board of Directors and of the Executive Committee and shall be an ex-officio member of all committees appointed by the Board of Directors except the Ethics and Judicial Committee. Only the President or his designee shall serve as the official spokesman of the Association.

B. Vice President

The Vice President shall assume the duties of the President in the absence or incapacitation of the President. In the event of a vacancy in the office of President, the Vice President shall succeed to the Presidency for the unexpired portion of the term, and the office of Vice President shall be declared vacant.

C. Secretary

The Secretary shall be responsible for keeping the minutes of the proceedings of the House of Delegates, of the Board of Directors, and of the Executive Committee; for making a report in writing to the House of Delegates at each annual session and to the Board of Directors on request; and for preparing a summary of the proceedings of the House of Delegates for publication as soon as practical after the session. The Secretary shall also serve as an officer of the House of Delegates.

D. Treasurer

The Treasurer shall be responsible for reporting in writing on the financial status of the Association to the House of Delegates and to the Board of Directors on request. The Treasurer shall also serve as chair of the Finance and Audit Committee.

E. Speaker of the House of Delegates

The Speaker of the House of Delegates shall preside at sessions of the House of Delegates, be an ex-officio member of the Reference Committee, and serve as an officer of the House of Delegates.

F. Vice Speaker of the House of Delegates

The Vice Speaker of the House of Delegates shall act as an officer of the House of Delegates and shall assume the duties of the Speaker of the House of Delegates in the absence or incapacitation of the Speaker. In the event of a vacancy in the office of Speaker of the House of Delegates, the Vice Speaker shall succeed to the office of Speaker for the unexpired portion of the term, and the office of the Vice Speaker of the House of Delegates shall be declared vacant.

Section 4: Tenure

- A. The members of the Board of Directors shall be divided into 4 classes. Each of the first three classes will include one-third or approximately one-third of the members who are neither officers nor the public member, plus two officers. The Secretary and the Vice Speaker of the House of Delegates shall belong to the first class, which shall be elected in years that are multiples of 3. The Treasurer and the Speaker of the House of Delegates shall belong to the second class, which shall be elected the year after the first class. The President and the Vice President shall belong to the third class, which shall be elected the year after the second class. The fourth class shall consist of the public member, who shall be appointed by the Board of Directors.
- B. Members of the Board of Directors other than the public member shall assume office at the beginning of the next calendar year following the close of the annual session of the House of Delegates at which they were elected. The public member shall assume office at a time determined by the Board of Directors.
- C. The term of office of each member of the Board of Directors, with the exception of the public member, shall be 3 years or until their successors assume office. The term of the public member shall range from 1 to 3 years, as determined by the Board of Directors.
- D. No member shall serve more than 3 complete consecutive terms on the Board of Directors or more than 2 complete consecutive terms in the same office.
- E. A complete term for a member of the Board of Directors shall be defined as 3 years, or, for the public member, as determined by the Board of Directors.
- F. Vacancies
In the event that a position on the Board of Directors becomes vacant, the vacancy shall be filled in the manner prescribed in the standing rules. (Exceptions: President and Speaker of the House of Delegates.)

Proviso: Members elected to serve on the Board of Directors will assume office at the beginning of the next calendar year starting with the 2021 elections for national office.

Section 5: Duties

In addition to the duties conferred or imposed upon the Board of Directors by law, including the fiduciary duty to manage the affairs of the Association, and by these bylaws, the Board of Directors shall have the following duties:

- A. Carry out the directives and policies of the Association as determined by the House of Delegates. In doing so, if the Board of Directors determines that implementation of a specific directive or policy is inadvisable, the Board of Directors shall report to the House of Delegates the reasons for its determination.
- B. Between sessions of the House of Delegates, the Board of Directors shall determine the Association's policy, taking into account directives and policies previously passed by the House of Delegates.
- C. The Board of Directors shall act as a planning body. It shall exercise decision-making authority over developing the Association's strategy and establishing priorities for the utilization of its resources. In exercising this authority the Board of Directors shall take into account the directives and policies passed by the House of Delegates.
- D. The Board of Directors shall:
 - (1) Direct all business and financial affairs for and on behalf of the Association, be responsible for all of its property and funds, and provide for an annual audit by a certified public accountant.
 - (2) Foster the growth and development of the Association.
 - (3) Appoint and employ a chief executive officer who shall be the administrator of the headquarters and who shall be responsible to the Board of Directors.
 - (4) Prescribe and publish with these bylaws the qualifications for each category of membership.

- (5) Fill vacancies on the Board of Directors and on committees, except as otherwise provided in these bylaws and in the standing rules.
- (6) Be responsible for creation, appointment, purposes, and activities of such committees as it deems necessary.
- (7) Provide oversight for development and maintenance of procedural documents related to these bylaws.
- (8) Adopt procedures for processing charges that a member has violated the ethical principles and standards of the Association.
- (9) Provide oversight for the review and revision of existing Association policies, except in these bylaws, for consistency of intent and language with such new policies as may be adopted by the House of Delegates.
- (10) Appoint the public member.

Section 6: Conduct of Business

A. Board of Directors

The Board of Directors shall meet not less than once a year. Ten members shall constitute a quorum. The President may call a special meeting of the Board of Directors and must call a special meeting on written request of 10 members of the Board. Notice of all meetings shall be sent to all members of the Board of Directors not later than 10 days before the date fixed for the meeting. This notice may be made by mail or any telecommunications method including, but not limited to, fax and e-mail transmissions which must ensure the timely receipt of the notice and may ensure verifiable receipt of the notice by the intended recipients. When a decision is needed between meetings of the Board of Directors, voting may be conducted by mail or fax.

B. Executive Committee

The Executive Committee shall meet not less than twice a year and shall exercise the power of the Board of Directors between its meetings. Three members shall constitute a quorum. The President may call a special meeting of the Executive Committee and must call a special meeting on request of 3 members of the Committee. Notice of all meetings shall be given to all members of the Executive Committee not later than 5 days before the date fixed for the meeting.

ARTICLE X. COMMITTEES AND COUNCILS

Section 1: Committees of the Association

Besides such other committees as shall be created by the Board of Directors, the Board shall appoint the following:

A. Finance and Audit Committee

This committee shall consist of at least 5 members, 1 of whom shall be the Treasurer, and each member other than the Treasurer shall serve a term of 4 years. At least 1 member shall be appointed annually. This committee shall advise the Board of Directors on matters pertaining to the Association's financial needs, growth, and stability based on periodic review of income, expenditure, and investments. The committee shall present an annual budget to the Board of Directors. The committee shall be the point of contact and meet at least annually with the Association's independent auditors to discuss the annual audit. The committee shall advise the Board of Directors of any irregularities or material findings that arise from the independent audit or other sources.

B. Ethics and Judicial Committee

This committee shall consist of at least 5 members, and each member shall serve a term of 5 years. At least 1 member shall be appointed annually. No member shall be appointed to successive complete terms. This committee shall:

- (1) Interpret the ethical principles and standards of the Association.
- (2) Propose revisions of the ethical principles and standards of the Association and the Disciplinary Action Procedural Document of the Association.
- (3) Make revisions, as necessary, to the documents that interpret the ethical principles and standards of the Association and disseminate these documents for the management of judicial affairs.
- (4) Promote activities for the dissemination of information on ethics.

- (5) Process reported violations of ethical principles and standards in accordance with approved procedures.
- (6) Make final decisions in disciplinary proceedings against a member, subject only to appeal to the Board of Directors by the member.
- (7) Carry out other duties as may be requested by the Board of Directors.

Section 2: Committees of the House of Delegates

A. Nominating Committee

- (1) This committee, elected by the House of Delegates, shall consist of 5 Physical Therapist members of the Association who have:
 - a. Been physical therapist members in good standing for at least 5 years immediately preceding their election or appointment, and
 - b. Consented to serve.
- (2) Members shall serve 3-year terms starting at the beginning of the calendar year following the close of the annual session of the House of Delegates at which they were elected, or until their successors are elected. The terms of 2 members shall expire each year except that every third year the term of only 1 member shall expire. No member shall be elected to successive complete terms.
- (3) The chair shall be elected by the committee and shall serve until the successor assumes office.
- (4) Vacancies on this committee shall be filled by appointment by the Nominating Committee until the next session of the House of Delegates, when an election shall be held to fill the unexpired portion of the term.
- (5) This committee shall, in addition to the duties otherwise directed by the House of Delegates:
 - a. Prepare a slate of at least 2 candidates, if possible, for each position from those consenting to serve, if elected, for officers and directors and for members of the Nominating Committee. This slate of candidates shall be published and distributed to the members as soon as available, but no later than 3 months before the annual session.
 - b. Foster activities that maintain and promote a pool of nominees.
- (6) Except for appointed positions, on petition of 5 chapters, a qualified consenting member shall be placed in nomination for a position as an officer or director or as a member of the Nominating Committee. Such a petition must be filed with the officers of the House of Delegates no later than 45 days after the slate of candidates prepared by the Nominating Committee has been published and distributed to members. A candidate nominated by petition shall be afforded similar opportunities for publication of candidacy to the membership as those afforded a candidate nominated by the Nominating Committee, except that this individual shall be identified as nominated by petition.
- (7) When nominations are presented to the House of Delegates, nominations from the floor for any position shall be in order.

B. Reference Committee

- (1) This committee shall consist of at least 3 Physical Therapist members appointed by the officers of the House of Delegates. The Speaker of the House of Delegates shall serve as an ex officio member.
- (2) Members shall serve 3-year terms with at least one member being appointed each year.

C. Special Committees

The House may create and appoint such special committees as it deems necessary.

Proviso: Members elected to serve on the Nominating Committee will assume office at the beginning of the next calendar year starting with the 2021 elections for national office.

Section 3: Councils

The Board of Directors may establish a council as prescribed in the standing rules.

ARTICLE XI. FINANCE

Section 1: Fiscal Year

The fiscal year of the Association is from January 1 through December 31. The fiscal year of components may be either January 1 through December 31 or July 1 through June 30.

Section 2: Limitation on Expenditures

No officer, employee, or committee shall expend any money not provided in the budget as adopted or spend any money in excess of the budget allotment except by order of the Board of Directors. The Board shall not commit the Association to any financial obligation in excess of its current financial resources.

Section 3: Dues

Dues for membership shall be established by the Board of Directors.

Proviso: The dues amounts outlined in the bylaws at the time RC 2-20 is passed will remain in effect until the Board of Directors adopts a Board policy outlining the dues structure.

ARTICLE XII. OFFICIAL PUBLICATION

Physical Therapy shall be the official Journal of the Association.

ARTICLE XIII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association and all components in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the standing rules of the Association, and any special rules of order adopted by the Association or its components.

ARTICLE XIV. AMENDMENTS

These bylaws may be amended at the Annual Session of the House of Delegates in years ending in 0 and 5, and in 2021, by the affirmative vote of at least two-thirds of the voting delegates present and voting, or at any special session of the House of Delegates or the Annual Session of the House of Delegates during years not ending in 0 or 5, with the exception of 2021, by the consent to consider, without debate, of two-thirds of the voting delegates present and voting and by the affirmative vote of at least two-thirds of the voting delegates present and voting, providing the following:

- A. Any proposed amendment has been submitted in writing to the Association's headquarters by a date set by the Speaker of the House of Delegates, which shall be at least 2 months but no more than 3 months before the session of the House of Delegates.
- B. Copies of all proposed amendments have been printed in an Association publication or distributed to all Association members at least 2 months before the session of the House of Delegates. This distribution may be made by mail or any telecommunications method including, but not limited to, fax and e-mail transmissions, which must ensure the timely receipt of the notice and may ensure verifiable receipt of the notice by the intended recipients.

Bylaw amendments pertaining to Article XI: Finance, Section 3: Dues, may be amended at any Annual Session or special session of the House of Delegates by the affirmative vote of at least two-thirds of the voting delegates present and voting, provided that the conditions of subparagraphs A and B above are satisfied.

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