

APTA® Board of Directors - Committees and Appointed Groups



BOD Y11-25-04-01 [Amended BOD Y05-25-01-01; BOD Y11-24-06-01; BOD Y11-22-04-25; Y11-22-06-25; Y02-21-02-02; BOD Y12-20-02-01] [Policy]

I. Executive Summary

The APTA® Board of Directors ("Board") shall appoint members to committees of the Board, "Board Committees" as required by law, APTA governing documents and APTA policy. In addition, the Board may establish other groups ("Appointed Groups") as needed from time to time to advise or assist the Board in fulfilling the purposes of the Association.

II. Authority

Per Article 3 of the APTA Articles of Incorporation, "the Association shall be managed by or under the direction of the Board of Directors of the Association...". Further, in addition to the Executive Committee, under the APTA Bylaws Article IV, Section 6, Part B, "The Board of Directors appoints whatever other committees are necessary. Committees composed only of officers and/or directors may be delegated Board authority. All other committees appointed by the Board are advisory committees with their authority limited to making recommendations to the Board."

III. Policy

This policy only applies to groups appointed by the APTA Board of Directors.

Between meetings of the Board the Executive Committee may exercise the Board's authority to appoint members to the Board-appointed groups. The President may exercise the Board's authority to appoint members to such groups to the extent provided by resolution of the Board.

All activities related to the recruitment, appointment, and work of appointed groups shall be effective, purposeful, accountable, transparent, collaborative, efficient, and inclusive.

IV. Board Committees

In addition to the Executive Committee, the Board has established the following standing Board Committees. Additional Board Committees may be established by the Board at its discretion. Details about each committee will be found within Board-approved charters on the APTA website.

- A. Audit
- B. Awards
- C. Elections
- D. Ethics and Judicial
- E. Finance
- F. Magazine and Editorial
- G. Membership and Belonging
- H. Public Policy and Advocacy
- I. Scientific and Practice Affairs

V. Board-appointed Groups

Board-appointed groups consist of task forces and technical advisory groups. Task forces inform the Board's decision-making on emerging issues and initiatives, and they are established for short-to-mid-term initiatives. Technical Advisory Groups are established by the APTA Board of Directors to offer subject-matter expertise and strategic insight on specific topics or areas of interest. These groups are not tasked with executing work or producing deliverables; rather, they serve in an advisory capacity, providing valuable guidance to the APTA Board and staff.

VI. Terms and Conditions

Board committees and board-appointed groups operate under the following terms and conditions.

- A. Each board committee and board-appointed group has the authority granted to it by the Board.
- B. The Board will direct and establish the priority of the work of board committees and board-appointed groups. Board committees and board-appointed groups will carry out the directions from the Board and will not direct but may inform the work of the Board. Board committees and board-appointed groups do not have authority to direct the work of association staff.
- C. Board committees, board-appointed groups, and their members have no authority to speak or act on behalf of the Board or to bind the association except to the extent

specifically authorized by the bylaws or by the Board. Board committees and board-appointed groups do not have authority to establish policy on behalf of the association or the Board.

- D. Reports from board committees and board-appointed groups to the Board will not be distributed or otherwise made available to members of the association or to the public except with the President's permission, which shall be given only after the Board has had opportunity to review and discuss the report.
- E. Board committees and board-appointed groups may not offer endorsements of candidates.
- F. The President shall have authority to select the chair of each board committee and board-appointed group, unless the Board provides otherwise in the committee or group charter
- G. The President shall be an ex-officio member of all Board-appointed committees.
- H. Unless otherwise stated in the charter, board committee and board-appointed group members shall not serve consecutive terms for appointments and shall not serve on more than one board committee or board-appointed group at a time with the exception of APTA Board members.
- I. Board committees and board-appointed groups shall report to the Board at least annually.

VII. Presidential Appointments

In the event APTA is seeking a volunteer to serve as a representative on behalf of the association or a volunteer is nominated to represent the association, the APTA President will review all applicants and extend an invitation to serve as the appointed representative.

VIII. Board Committee and Appointed Group Roles

- A. Chair. Appointed by the President, the Chair collaborates with designated staff to plan, organize, and lead meetings. The Chair ensures the group fulfills its responsibilities as outlined in the Board's charge and is responsible for the group's annual report to the Board. Chairs who are Board members serve as non-voting participants; chairs who are not Board members may vote.
- B. Member. Board committee and board-appointed group members are accountable to help the group fulfill its responsibilities as outlined by the Board. Members contribute subject matter expertise, engage in discussions, and vote on decisions within the scope of the charge.

- C. Consultant. Appointed by the President, the consultant provides specialized expertise, strategic guidance, or technical support, and serve in an advisory capacity only. Consultants do not vote and are not counted toward the member total of the group.
- D. Liaison. Appointed by the President from among the Board, the liaison facilitates communication between the group and the Board and is responsible for reporting the group's activities and recommendations to the Board for its consideration. Liaisons do not vote and are not counted toward the member total of the group.

Explanation of Reference Numbers:

BOD P00-00-00-00 stands for Board of Directors/month/year/page/vote in the Board of Directors minutes; the "P" indicates that it is a position (see below). For example, BOD P06-22-05-04 means that this position can be found in the June 2022 Board of Directors meeting minutes on Page 5 and that it was Vote 4.

E: Binding Ethical Document | P: Position | Y: Policy

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