

1 **APTA Pennsylvania, a Chapter of the American Physical Therapy**
2 **Association Bylaws**

3
4
5 ARTICLE I. NAME

6
7 SECTION 1. The name of this organization is APTA Pennsylvania, a chapter of the American
8 Physical Therapy Association, hereinafter referred to as the Chapter. The American Physical
9 Therapy Association hereinafter will be referred to as the Association.

10
11 SECTION 2. The territorial boundaries of this Chapter shall be those of the Commonwealth of
12 Pennsylvania.

13
14 ARTICLE II. OBJECT

15 The object of the Chapter shall be the same as those set forth by the Association and in the
16 Articles of Incorporation in the Commonwealth of Pennsylvania.

17
18 ARTICLE III. FUNCTIONS

19 The functions of the Chapter shall be the same as the functions of the Association as established
20 in the Association bylaws.

21
22 ARTICLE IV.

23
24 SECTION 1. CATEGORIES AND QUALIFICATIONS OF MEMBERS. The Chapter
25 membership categories and qualifications for Physical Therapist, Retired Physical Therapist, Life
26 Physical Therapist, Student Physical Therapist, Physical Therapist Assistant, Retired Physical
27 Therapist Assistant, Life Physical Therapist Assistant, and Student Physical Therapist Assistant
28 shall be the same as those of the Association. In addition, the Chapter shall maintain a single
29 Corresponding Member category and a single Corresponding Student Member category with
30 rights and privileges as stated in the Association bylaws.

31
32 SECTION 2. RIGHTS AND PRIVILEGES OF MEMBERS.

33 A. The rights and privileges of the Chapter's members shall be identical to those established in
34 the Association bylaws.

35
36 B. All Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical
37 Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist Assistant
38 shall have 1 vote within the chapter.

39
40 SECTION 3. ADMISSION TO MEMBERSHIP. Admission to Chapter membership is by
41 assignment by the Association's Board of Directors.

42
43 SECTION 4. GOOD STANDING

44
45 A. An individual member is in good standing within the meaning of these bylaws if the member
46 is in good standing in the Association.

1
2 B. The Chapter assumes the responsibility of verifying that a member is in good standing,
3 including verification that an individual is in the proper membership category.

4
5 C. Any member of the Chapter, unless employed by a Federal Service and only by a Federal
6 Service, who practices within the territorial jurisdiction of the Chapter must meet the
7 requirements of the practice of physical therapy within the Commonwealth of Pennsylvania as
8 set forth by the State Board of Physical Therapy.

9
10 SECTION 5. DISCIPLINARY ACTION.

11
12 A. Any member of the Chapter who is suspended by the Association shall have their membership
13 privileges suspended from the Association and from the Chapter. Any member who is expelled
14 from membership in the Association shall be expelled from Chapter membership.

15
16 B. Complaints to the effect that a member has violated the ethical principles or standards of the
17 Association shall be processed in accordance with the Association's Procedural Document on
18 Disciplinary Action.

19
20 SECTION 6. REINSTATEMENT. Individuals are reinstated to Chapter membership in
21 accordance with the Association's Standing Rules. The Chapter may not charge a reinstatement
22 fee.

23
24 ARTICLE V. CHAPTER COMPONENTS, DISTRICTS AND SPECIAL INTEREST GROUPS

25
26 SECTION 1. DISTRICTS.

27
28 A. AUTHORIZATION. The Chapter Board of Directors may authorize the establishment of
29 Districts.

30
31 B. NUMBER OF DISTRICTS. This Chapter shall be composed of a minimum of seven districts.

32
33 C. GEOGRAPHICAL DISTRICTS.

34 1. The Northwestern District shall include the following counties: Erie, Mercer, Cameron,
35 Warren, Venango, Clarion, McKean, Forest, Jefferson, Crawford, and Elk.

36 2. The Southwestern District shall include the following counties: Lawrence, Westmoreland,
37 Butler, Green, Beaver, Armstrong, Fayette, Allegheny, and Washington.

38 3. The Northcentral District shall include the following counties: Potter, Lycoming, Tioga,
39 Clinton, Bradford, Sullivan, Union, Centre, Columbia, Northumberland, Snyder, and Montour.

40 4. The Southcentral District shall include the following counties: Franklin, Mifflin, Adams,
41 York, Berks, Lebanon, Lancaster, Cumberland, Perry, Juniata, Dauphin, and Schuylkill.

42 5. The Westcentral District shall include the following counties: Indiana, Cambria, Somerset,
43 Clearfield, Huntingdon, Fulton, Bedford, and Blair.

44 6. The Northeastern District shall include the following counties: Susquehanna, Luzerne,
45 Northampton, Wyoming, Wayne, Monroe, Lehigh, Carbon, Lackawanna, and Pike.

1 7. The Southeastern District shall include the following counties: Bucks, Philadelphia, Chester,
2 Delaware, and Montgomery.

3
4 D. DISTRICT RULES OF ORDER.

5
6 1. The Districts shall operate under rules of order that shall not be inconsistent with Chapter or
7 Association bylaws and shall be approved by the Chapter Board of Directors.

8
9 2. When Chapter bylaws have been amended so as to require amendment of District rules of
10 order, the District shall prepare the necessary amendments and submit them to the Chapter Chief
11 Delegate within 90 days.

12
13 3. The rules of order, or any amendment thereto, of a District shall not become effective until
14 approved by the Board of Directors of this Chapter. If proposed rules of order, or any
15 amendment thereto, are disapproved by the Board of Directors, the affected District may appeal
16 to the membership of this Chapter at the next annual membership meeting and the Board of
17 Directors must act on the matter according to the instruction of the membership.

18
19 E. NEW DISTRICT FORMATION.

20
21 1. To be eligible to become a new District, the involved geographic area must be delineated by
22 one or more specific counties.

23
24 2. PETITION. A petition shall be received before April 1 of the year in which it is to be
25 considered by the Board of Directors for approval/disapproval. The petition shall include:

26
27 a. A detailed statement of purpose and rationale for new district formation

28
29 b. Evidence that the existing districts involved in the redistricting have been notified.

30
31 c. Legible signatures, membership numbers and addresses of at least seventy-five of the Physical
32 Therapist, Life Physical Therapist, Retired Physical Therapist, Physical Therapist Assistant, Life
33 Physical Therapist Assistant, Retired Physical Therapist Assistant members in good standing
34 within the area of the proposed district.

35
36 d. A list of eligible members willing to serve as Officers and Committee members.

37
38 e. Proposed District rules of order.

39
40 3. APPROVAL. A majority vote of the Board of Directors

41
42 F. MEMBERSHIP. The qualifications for membership and the rights and duties of the members
43 in a component district shall be consistent with those set forth for the Chapter.

44
45 G. FINANCE. The districts shall maintain complete and accurate financial records.

1
2 H. REPRESENTATION ON CHAPTER BOARD OF DIRECTORS. The elected Chair of each
3 district shall be a Director of this Chapter.

4
5 I. MEETINGS OF DISTRICTS. Districts shall hold a minimum of four meetings annually.
6

7 J. DISTRICT REPORTS. District shall submit to the Chapter the following:
8

9 1. Reports requested by the Board of Directors.

10
11 2. Minutes of executive committee meetings and other meetings where action is taken within
12 sixty days.
13

14 K. DISSOLUTION OF DISTRICTS.
15

16 1. Districts which fail to comply with Chapter policy or these bylaws may be abolished provided
17 they are given at least one month's notice and at least two-thirds of the Board of Directors
18 concurs.
19

20 2. Districts may be dissolved by a two-thirds vote of the Board of Directors if the membership of
21 the district remains fewer than seventy-five members during any consecutive twelve-month
22 period.
23

24 3. A district so disciplined shall have the right to appeal to the Chapter membership at its next
25 annual meeting and the decision of the membership in the matter shall be final.
26

27 4. All records and property of a district belong to the Chapter and must be returned to it on the
28 dissolution of the district.
29

30 SECTION 2. SPECIAL INTEREST GROUPS.
31

32 A. AUTHORIZATION. The Chapter Board of Directors may authorize the establishment of
33 special interest groups.
34

35 B. SPECIAL INTEREST GROUP RULES OF ORDER.
36

37 1. Special interest groups shall operate under rules of order and shall not be inconsistent with
38 Chapter and Association bylaws and shall be approved by the Chapter Board of Directors.
39

40 2. The rules of order, or any amendment thereto, of a Special Interest Group shall not become
41 effective until approved by the Board of Directors of this Chapter. If proposed rules of order, or
42 any amendment thereto, are disapproved by the Board of Directors, the affected Special Interest
43 Group may appeal to the membership of this Chapter at the next annual meeting and the Board
44 of Directors must act on the matter according to the instructions of the membership.
45

1 C. PURPOSE. To provide a means by which members having a common interest in special areas
2 of physical therapy may meet, confer, exchange ideas, and promote the interests of the respective
3 groups.

4
5 D. FORMATION. Upon petition to the Board of Directors by two percent or more of the Chapter
6 membership as of January 1 of the year of the request for formation, representing all the districts
7 in the Chapter, requesting permission to form a special interest group and stating the purpose
8 thereof and requirements for membership therein. A majority vote of the Board is required for
9 establishment of a new special interest group.

10
11 E. MEMBERSHIP.

12
13 1. Is limited to current members of the Chapter and corresponding members who have met the
14 criteria for this membership category based on Association bylaws.

15
16 2. Members of special interest groups are not required to belong to an Association Section of like
17 nature or of similar interests.

18
19 F. FINANCE. The special interest groups shall maintain complete and accurate financial records.

20
21 G. REPRESENTATION ON THE BOARD OF DIRECTORS. Special interest groups shall
22 provide an officer for attendance to at least one Board of Directors meeting per year.

23
24 H. MEETINGS OF SPECIAL INTEREST GROUPS. Special interest groups shall hold at least
25 one business meeting per year.

26
27 I. SPECIAL INTEREST GROUP REPORTS. Special interest groups shall submit to the Chapter
28 the following:

29
30 1. Reports requested by the Board of Directors.

31
32 2. Minutes of executive committee meetings and other meetings where action is taken within
33 sixty days.

34
35 J. DISSOLUTION OF SPECIAL INTEREST GROUPS.

36
37 1. Special interest groups that fail to comply with Chapter policy or these bylaws or fail to
38 maintain a membership of at least one percent of Chapter membership may be abolished
39 provided they are given at least one month's notice and if at least two-thirds of the Board of
40 Directors concur. A group so disciplined shall have the right to appeal to the Chapter
41 membership at its next regular meeting and the decision of the membership in the matter shall be
42 final.

43
44 2. A special interest group may dissolve voluntarily according to its rules of order.

45

1 3. All records and property of a special interest group belong to the Chapter and must be returned
2 to it on the dissolution of the special interest group.

3
4 SECTION 3. LIMITATIONS. All Chapter components are subject to the following limitations:

5
6 A. Bylaws and policies of the Association and the Chapter.

7
8 B. No district or special interest group shall profess or imply that it speaks for or represents the
9 Chapter or members other than those currently holding membership in the district or special
10 interest group unless authorized by the Chapter Board of Directors.

11
12 C. Districts and special interest groups shall not establish dues, but this does not exclude them
13 from raising funds by voluntary means. Districts and Special Interest Groups shall not levy
14 special assessments that carry punitive action or loss of good standing.

15
16 ARTICLE VI. MEETINGS

17
18 SECTION 1. NUMBER OF MEETINGS.

19
20 A. There shall be one annual meeting of the Chapter. Notices of this meeting shall be sent to
21 membership at least thirty days prior to the date of the meeting.

22
23 B. Special meetings or special elections may be called by a two-thirds vote of the Board of
24 Directors and shall be called in response to a written request of five percent of the members of
25 the Chapter. Notices of special meetings shall be sent at least ten days prior to the meeting.
26 Special elections will follow the same procedures as regular elections as described in Article X.

27
28 C. Such meetings may not conflict with Association meetings or functions.

29
30 SECTION 2. VOTING BODY. The voting body of annual or any special meetings shall be those
31 members eligible to vote present at annual or any special meetings properly called by the
32 President. Members will be considered present when physically in attendance or when attending
33 synchronously via chapter arranged teleconference or other technology approved by the chapter
34 Executive Committee. In the event that a decision must be made by the membership and a
35 meeting cannot be held, the Board of Directors shall arrange for a vote by mail or electronic
36 ballot. A majority of votes shall determine the action, with a minimum return of five percent of
37 the membership constituting a valid vote. The voting body for chapter elections is detailed in
38 Article X, Section 2, C.

39
40 SECTION 3. QUORUM. Three percent of the voting membership of the Chapter in attendance at
41 any annual or special meeting of the Chapter properly called by the Board of Directors shall
42 constitute a quorum.

43
44 SECTION 4. ATTENDANCE. Attendance at business meetings is limited to Association
45 members and invited guests approved by the Chapter officers.

46

1 SECTION 5. MINUTES. Minutes of all meetings shall be sent to the Association within forty-
2 five days.

3
4 ARTICLE VII. BOARD OF DIRECTORS

5
6 SECTION 1. COMPOSITION.

7
8 A. BOARD OF DIRECTORS.

9
10 1. The Board of Directors shall consist of the officers and directors of this Chapter.

11
12 2. The officers shall be the President, President Elect (when serving), Vice President, Secretary,
13 Treasurer, and Chief Delegate.

14
15 3. The Directors shall be the Chairs of the component districts.

16
17 B. EXECUTIVE COMMITTEE. The Executive Committee shall consist of the President,
18 President Elect (when serving), Vice President, Secretary, Treasurer, Chief Delegate, and
19 Member-at-Large, who is a Director elected by the District Directors.

20
21 SECTION 2. QUALIFICATIONS OF THE BOARD OF DIRECTORS.

22 Only such members of the Chapter as are provided for in the Association bylaws, Article IV,
23 Section 3, Subparagraph B. (3).b, who have been members in good standing for a period of at
24 least two years immediately preceding their election, and who have consented to serve, shall be
25 eligible for election to office.

26
27 SECTION 3. TERM OF OFFICE.

28
29 A. All officers and directors shall be elected for three-year terms, or until the election of their
30 successors, except the President Elect who shall serve a one-year term coinciding with the final
31 year of the President's term. At the completion of the one-year term, the President Elect shall
32 succeed to the office of President for one three-year term.

33
34 B. The Member-at-Large shall be elected during the annual conference from among the District
35 Directors and shall serve a one-year term immediately following the annual conference. No
36 District Director shall serve more than two consecutive terms and no District shall be represented
37 for more than two consecutive terms in the role of Member-at-Large without at least one year
38 between terms of representation.

39
40 C. No officers or directors shall serve more than two consecutive terms in the same office, except
41 the President who will not serve more than one complete term.

42
43 D. There shall be a ten consecutive year limitation on offices at the Executive Committee level.
44 If an officer or director is appointed to a position, the years spent in the appointed position shall
45 not count in the limitation.

46

1 E. Officers shall assume office after installation at the first Board of Directors meeting following
2 the election. The Directors shall assume office at the Board of Directors meeting following the
3 election in their respective districts.

4
5 SECTION 4. VACANCIES.
6

7 A. If, before the expiration of the term for which she/he was elected, the President dies, resigns,
8 is removed or becomes disqualified, the President Elect shall succeed to the office vacated for
9 the unexpired portion of the term, and shall serve for the subsequent term.

10
11 B. If, before the expiration of the term for which she/he was elected, the President Elect dies,
12 resigns, is removed or becomes disqualified, a special election will be held by mail or electronic
13 ballot and within forty-five days to fulfill the remainder of the term.

14
15 C. If both the President and President Elect positions are vacant, the Vice President shall succeed
16 to the office of President for the unexpired portion of the term.

17
18 D. Vacancies created by death, resignation, removal or disqualification of other officers with less
19 than two years of term remaining shall be filled by appointment by the Board of Directors for the
20 unexpired portion of the term. Any vacancy with an unexpired portion of term of two or more
21 years remaining shall require a special election to fill the position.

22
23 E. Vacancies created by death, resignation, removal or disqualification of committee Chairs shall
24 be filled by appointment by the Board of Directors for the unexpired portion of the term.

25
26 SECTION 5. DUTIES OF THE BOARD OF DIRECTORS. The Board of Directors shall:
27

28 A. Carry out mandates and policies of the Chapter as determined by the Membership.
29

30 B. Subject to the provision of these bylaws, the bylaws of the Association and all resolutions and
31 enactments of the membership, have full power and complete authority to perform all acts and to
32 transact all business for and on behalf of the Chapter.
33

34 C. Appoint the Chairs of the standing committees except the Nominating Committee. Direct the
35 activities of the standing committees except for the Nominating Committee and Ethics
36 Committee.
37

38 D. Create, appoint and direct appointed groups as it deems necessary to carry on the business of
39 the Chapter.
40

41 E. Designate Board Liaisons to committees and appointed groups.
42

43 F. Bring before the members at any annual or special meeting or by correspondence,
44 communications from the Association for their information, opinion, and or vote.
45

1 G. Take appropriate disciplinary action against any Chapter component, which fails to comply
2 with policies or bylaws of this Chapter.

3
4 H. Submit the minutes of the Chapter Board of Directors meetings to the Board of Directors of
5 the Association along with any other reports as may be requested. Minutes shall be submitted
6 within forty-five days of a meeting.

7
8 I. Allocate authorized dues to Chapter components.

9
10 J. Arrange for a satisfactory bond for the Treasurer.

11
12 K. Arrange for an annual audit of the financial records of the Chapter.

13
14 L. Approve the annual budget.

15
16 SECTION 6. CONDUCT OF BUSINESS

17
18 A. BOARD OF DIRECTORS.

19
20 1. The Board of Directors shall meet at least twice a year.

21
22 2. A majority shall constitute a quorum.

23
24 3. The President may call a special meeting as needed, and shall call a special meeting on written
25 request of two-thirds of the members of the Board of Directors. Notice of all meetings shall be
26 given to all members of the Board of Directors not later than five days before the date set for the
27 meeting.

28
29 B. EXECUTIVE COMMITTEE.

30
31 1. The Executive Committee shall meet not less than two times a year and shall exercise the
32 power of the Board of Directors between its meetings.

33
34 2. Two-thirds of the members shall constitute a quorum.

35
36 3. The President may call a special meeting as needed, and shall call a special meeting on written
37 request of two-thirds of the members of the committee. Notice of all meetings shall be given to
38 all members of the Executive Committee not later than five days before the date set for the
39 meeting.

40
41 SECTION 7. DUTIES OF OFFICERS.

42
43 A. PRESIDENT. The President shall:

44

- 1 1. Call Board of Directors, Executive Committee, and Chapter meetings or special meetings as
2 requested by the Board of Directors and as required by these bylaws.
3
 - 4 2. Preside at all meetings of the Board of Directors, Executive Committee.
5
 - 6 3. Make a report in writing at designated meetings of the Board of Directors, and the Executive
7 Committee.
8
 - 9 4. Prepare and send to members of the Board of Directors an agenda for any meeting at least two
10 weeks prior to the meeting.
11
 - 12 5. Serve as Board Liaison to designated appointed groups.
13
 - 14 6. Serve as a Chapter Delegate to the House of Delegates of the Association.
15
 - 16 7. Be official spokesperson for the Chapter.
17
 - 18 8. Submit an annual budget for the office.
19
- 20 B. PRESIDENT ELECT. The President Elect shall:
- 21
 - 22 1. Preside at all meetings of the Chapter in the event of the absence, resignation, or death of the
23 President.
24
 - 25 2. Support the President in fulfilling the goals and objectives of the Chapter.
26
 - 27 3. Formulate future programs for his/her presidency.
28
- 29 C. VICE PRESIDENT. The Vice President shall:
- 30
 - 31 1. Preside at all meetings of the Chapter in the event of the absence, resignation, or death of the
32 President and the President Elect.
33
 - 34 2. Serve as Board Liaison to designed appointed groups.
35
 - 36 3. Assist the President in the discharge of his/her duties.
37
 - 38 4. Make a report in writing at designated meetings of the Board of Directors.
39
 - 40 5. Submit an annual budget for the office.
41
- 42 D. SECRETARY. The Secretary shall:
- 43
 - 44 1. Keep a record of all meetings of the Chapter Board of Directors, Executive Committee.

- 1
2 2. Maintain records of official correspondence of the Chapter.
3
4 3. Be responsible for and or delegate:
5
6 a. Giving notice of all meetings of the Chapter, Board of Directors, and Executive Committee.
7
8 b. Keeping an accurate roster of the officers and committee chairs of the Districts.
9
10 c. Submitting an annual budget for the office.
11
12 4. Serve as Board Liaison to designated appointed groups.
13
14 5. Review all Chapter component minutes submitted to the Chapter in a timely fashion.
15
16 E. TREASURER. The Treasurer shall:
17
18 1. Be responsible for having charge of all funds, which shall be paid out only upon orders of the
19 Board of Directors of the Chapter.
20
21 2. Be responsible for keeping true and accurate accounts of all receipts and disbursements.
22
23 3. Report in writing at designated meetings of Board of Directors and at the Annual meeting of
24 the Chapter.
25
26 4. Present books for audit on request of the Board of Directors.
27
28 5. Serve as chair of the Finance and Audit Committee.
29
30 6. Serve as Board Liaison to designated appointed groups.
31
32 7. Submit an annual budget for the office.
33
34 8. Be bonded.
35
36 F. DIRECTORS. The Directors shall:
37
38 1. Act as advisors to the Chapter's officers and members.
39
40 2. Make a report in writing of district activities at designated meetings of the Board of Directors.
41
42 3. Submit an annual budget for their office.
43
44 G. CHIEF DELEGATE. The Chief Delegate shall:

1
2 1. Attend all meetings of the House of Delegates of the Association.

3
4 2. Be responsible for the Chapter's total voting delegation to the House of Delegates. Should a
5 delegate not be represented at an annual session of the House of Delegates, his/her votes shall
6 revert to the Chief Delegate of the Chapter.

7
8 3. Vote at the meeting of the House of Delegates in accordance with policies of the Chapter.

9
10 4. Present to the House of Delegates such matters as are ordered by the Board of Directors and/or
11 voting body of the Chapter.

12
13 5. Present material from the House of Delegates to the Board of Directors and voting body for
14 their discussion, opinion and/or vote.

15
16 6. Call all special meetings of the Chapter delegates deemed necessary at the Annual meeting of
17 the Association or other times as needed.

18
19 7. Notify the Association of the names of the Chapters delegates each year.

20
21 8. Prepare Chapter bylaw amendments as necessary.

22
23 9. Serve as Board Liaison to designated appointed groups.

24
25 H. MEMBER-AT-LARGE. The Member-at-Large shall:

26
27 1. Represent concerns of the District Directors to the Executive Committee.

28
29 2. Provide communication between the District Directors and the Executive Committee.

30
31 3. Serve as chair of the Awards Committee.

32
33 4. Arrange presentation of Chapter Awards issued through the Awards Committee.

34
35 5. Serve as Board Liaison to designated appointed groups.

36
37 SECTION 8. LIMITATION OF PERSONAL LIABILITY.

38
39 A. A director of the Chapter shall, to the maximum extent permitted by the laws of the
40 Commonwealth of Pennsylvania, have no personal liability as such for monetary damages for
41 any action taken, or any failure to take any action, on or after the adoption of this provision by
42 the Members of the Chapter, unless the director has breached or failed to perform the duties of
43 his or her office under Section 8363 of the Directors' Liability Act (Act No. 145, November 28,
44 1986), or any subsequent Act of the legislature amending or modifying the said Act, and such

1 breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.
2 Provided, however, that the foregoing provision shall not eliminate or limit the liability of a
3 Director (i) for any responsibility or liability of such director pursuant to any criminal statute, or
4 (ii) for any liability, State or Federal law.
5

6 B. This section may be modified or repealed only by vote of the Members of the Chapter, and no
7 provision inconsistent with this provision may be adopted without the vote of the Members of
8 the Chapter. Neither the repeal or modification of this section nor the adoption of any provision
9 inconsistent herewith shall adversely affect any limitation on the personal liability of a director
10 of the Chapter existing at the time of such repeal or modification or the adoption of such
11 inconsistent provision.
12

13 C. This provision shall not eliminate the liability of a director in any case, in which such
14 elimination is not permitted by law.
15

16 ARTICLE VIII. COMMITTEES

17
18 SECTION 1. FINANCE AND AUDIT COMMITTEE. This committee shall consist of at least
19 four members, one of whom shall be the Treasurer, and each member other than the Treasurer
20 shall serve a term of three years and may serve up to two terms. At least one member shall be
21 appointed annually. This committee shall advise the Board of Directors on matters pertaining to
22 the Chapter's financial needs, growth, and stability based on periodic review of income,
23 expenditure, and investments. The committee shall present an annual budget to the Board of
24 Directors. The committee shall be the point of contact and meet at least annually with the
25 Association's independent auditors to discuss the annual audit. The committee shall advise the
26 Board of Directors of any irregularities or material findings that arise from the independent audit
27 or other sources.
28

29 SECTION 2. ETHICS COMMITTEE. The Ethics Committee shall be a five-person committee,
30 each of whom shall serve for four years. Four members shall be physical therapists, with one
31 appointed annually by the Board of Directors. The physical therapist member with the most
32 seniority in the committee shall serve as chair. The fifth member of the committee shall be a
33 physical therapist assistant (PTA) who will not be eligible to serve as the Chair. The committee
34 shall be charged with investigating any ethics complaints according to the Association's stated
35 procedures, and with educating the membership and the public regarding ethical vs. unethical
36 practices in physical therapy.
37

38 SECTION 3. NOMINATING COMMITTEE. The Nominating Committee shall consist of three
39 eligible members; one member shall be elected each year, which shall serve a term of three years
40 or until the election of his/her successor. The senior member of the committee shall serve as
41 Chair. Any vacancies shall be filled by the Board of Directors until the next regular election at
42 which time the vacant position shall be filled for the remainder of the term. No member may
43 serve more than two consecutive elected terms. The Nominating Committee shall seek out
44 candidates for vacant offices, review their qualifications, ascertain their willingness to serve,
45 nominate a candidate or candidates for each office, and report to the membership at the Annual
46 Meeting of the Chapter. Nominations from the floor must be allowed before the slate is closed.

1
2 ARTICLE IX. DELEGATES TO THE ASSOCIATION HOUSE OF DELEGATES

3
4 SECTION 1. QUALIFICATIONS.

5
6 A. The qualifications of delegates shall be as stated in the Association's bylaws.

7
8 B. A Chapter delegate may not, in the same year, serve as a Section or Assembly delegate.

9
10 C. The Chapter shall notify Association headquarters of the names of Chapter Delegates, as
11 required by the Association and the Standing Rules of the House of Delegates.

12
13 D. The Chapter must be represented in the House of Delegates at least every third year.

14
15 SECTION 2. SELECTION OR ELECTION.

16
17 A. The Chapter active delegates shall be:

18
19 1. Chapter President.

20
21 2. Chief Delegate

22
23 3. The additional Physical Therapist delegates, to which the Chapter is entitled, shall be
24 apportioned by the Chapter Executive Director to the Districts on the basis of membership
25 numbers. Each District shall be allocated at least one Physical Therapist delegate. All District
26 Physical Therapist delegates shall be elected by a District-wide mail or electronic ballot by the
27 qualified Physical Therapist, Life Physical Therapist, Retired Physical Therapist, Physical
28 Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant
29 members in the district.

30
31 B. All delegates shall be selected by October 1 of the year preceding the term, except where
32 persons who serve by virtue of their office have not yet been elected. These delegates shall be
33 appointed as soon as their appropriate term of office begins.

34
35 C. The term of delegate shall be for two years. Terms of all delegates, except that of the Chief
36 Delegate, shall be from October 1 (1st Year) to September 30 (2nd Year). Those terms met by
37 virtue of office held shall coincide with their terms of office.

38
39 SECTION 3. DUTIES OF DELEGATES. All Delegates shall:

40
41 A. Attend all required meetings of the Chapter delegation, of the House of Delegates and/or any
42 special meetings called by the Chapter, while in attendance at the House of Delegates.

43
44 B. Vote at the meeting of the House of Delegates in the best interest of their constituents.
45 Delegates are required to vote consistent with Chapter policy, but may not be charged to vote in
46 a specific fashion on issues or candidates. All votes on motions before the House shall be

1 recorded on vote tally sheets, which shall be filed with the Chapter office for a period of five
2 years and which shall be made available to members on request.

3
4 ARTICLE X. ELECTIONS

5
6 SECTION 1. SLATE OF CANDIDATES. The final slate of candidates for the open offices is to
7 be submitted to the Chapter Executive Director by the Nominating Committee Chair after the
8 Annual Chapter meeting.

9
10 SECTION 2. PREPARATION OF BALLOT.

11
12 A. Names of candidates for each office shall be in alphabetical order.

13
14 B. A write in vote for an eligible member in good standing, consenting to serve, shall be valid.

15
16 C. Elections shall be held by either mail ballot, via electronic delivery of a ballot or by other
17 electronic means that creates a record that may be retained and retrieved by the Chapter office
18 and shall be completed within thirty days from the close of the Annual Chapter Meeting.
19 Elections shall be overseen by the Nominating Committee Chair in collaboration with the
20 Executive Director. Ballots shall be sent to all Physical Therapist, Retired Physical Therapist,
21 Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, and
22 Life Physical Therapist Assistant members of the Chapter no later than ten days after the Annual
23 Chapter meeting. Five percent of the ballots must be returned to validate the election. In lieu of
24 electronic delivery, any member may request a paper ballot be mailed to them. Requests must be
25 made verbally or in writing to the Executive Director within ten days after the close of the
26 Annual Conference and returned to the chapter office no later than twenty-one days after the
27 postmarked date of the ballot.

28
29 SECTION 3. ELECTION RESULTS.

30
31 A. Officers shall be elected by a majority of votes cast, unless there are more than two candidates
32 for an office in which case the nominee for that office shall be elected by a plurality of the votes
33 cast.

34
35 B. Election results shall be tabulated and the membership notified. In the event of a tie vote, the
36 chapter Executive Director, in the presence of two witnesses, will place the names of the
37 candidates involved in the tie into a hat and draw one name from the hat to determine the winner
38 the election.

39
40 C. Officers shall be installed at the first meeting of the Board of Directors following the notice of
41 the results of the election.

42
43 D. Election results shall be sent to the Association within forty-five days.

44
45 ARTICLE XI. REPRESENTATIVE TO THE PHYSICAL THERAPIST ASSISTANT
46 CAUCUS (PTA CAUCUS)

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46

SECTION 1. QUALIFICATIONS

- A. The qualifications of the representative shall be as stated in the Association Board policies and procedures.
- B. The chapter shall notify Association headquarters of the name of the Representative, as required by the Association.

SECTION 2. ELECTION AND TERM. The nominating committee of the chapter will solicit names of members of the chapter. The representative to the PTA Caucus from the chapter will be elected by mail or electronic ballot by the Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant members of the chapter. The Pennsylvania representative to the PTA Caucus shall be elected for a two-year term. The runner-up in the election shall serve as the alternate. The term becomes effective the first of October, following the election.

SECTION 3. DUTIES OF THE REPRESENTATIVE

- A. To attend the annual and special meetings of the PTA Caucus.
- B. To present to the PTA Caucus such matters as are suggested by the Board of Directors, Executive Committee, or Chapter delegation.
- C. To vote at meetings of the PTA Caucus in accordance with policies of the chapter.
- D. To attend all meetings of the Chapter Delegation unless otherwise specified by the Chief Delegate.

ARTICLE XII. FINANCES

SECTION 1. FISCAL YEAR.

The fiscal and budget years shall be from January 1 to December 31.

SECTION 2. LIMITATIONS AND 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 of Directors shall not commit the Chapter to any financial obligation in excess of its current financial resources.

SECTION 3. DUES.

- A. The Chapter is responsible for funding the Chapter components according to Chapter policy. The allocation of monies to each Chapter component shall be determined by the Board of Directors of the Chapter.
- B. The Chapter dues shall be:

1
2 1. Physical Therapist Member: One hundred sixty five dollars (\$165.00) for twelve months
3 membership.

4
5 2. Physical Therapist Assistant Member: One hundred twenty five dollars (\$125.00) for twelve
6 months membership.

7
8 3. Student Physical Therapist and Student Physical Therapist Assistant, Corresponding Student:
9 Five dollars (\$5.00) for twelve months membership.

10
11 4. Physical Therapist - Post-Professional Student Member, who meets the qualifications as
12 prescribed by the APTA Board of Directors: Fifty dollars (\$50.00) for twelve months
13 membership.

14
15 5. Corresponding Members, who meet the qualifications as prescribed by the Association Board
16 of Directors: Ninety-five dollars (\$95.00) for twelve months.

17
18 6. Retired Physical Therapist Members, who meet the qualifications as prescribed by the APTA
19 Board of Directors: Ninety-five dollars (\$95.00) for twelve months membership.

20
21 7. Retired Physical Therapist Assistant Members, who meet the criteria as prescribed by the
22 APTA Board of Directors: Seventy-five dollars (\$75.00) for twelve months membership.

23
24 8. Life Physical Therapist Members and Life Physical Therapist Assistant Members of the
25 chapter after 2004, who meet the qualifications as prescribed by the APTA Board of Directors:
26 Forty-five dollars (\$45.00) for twelve months membership.

27
28 C. Student Physical Therapist and student Physical Therapist Assistant member dues are for
29 twelve months from the time of renewal or join date. As of the last day of the graduation month,
30 the student Physical Therapist or student Physical Therapist Assistant member automatically
31 converts to the Physical Therapist or Physical Therapist Assistant member category for the
32 remainder of the twelve months of membership. Once the membership remainder expires, these
33 new Physical Therapist and Physical Therapist Assistant members are eligible for one-year
34 membership at fifty percent of the Association and Chapter dues rate for a Physical Therapist or
35 Physical Therapist Assistant member.

36
37 SECTION 4. DUES CHANGE. All dues changes approved by the Chapter membership and
38 approved by the Association's Board of Directors before the Association's deadline will become
39 effective on the first of the Association's next fiscal year.

40
41 SECTION 5. FINANCIAL STATEMENTS. The Chapter shall submit its annual financial
42 statements, tax returns and audit report to the Association when and as directed by the
43 Association headquarters.

44

1 SECTION 6. MEMBERSHIP INITIATIVES. The Board of Directors may offer reduced rates
2 for Chapter dues as an incentive to promote membership.

3
4 ARTICLE XIII. INDEMNIFICATION

5
6 SECTION 1. INDEMNIFICATION. The Chapter shall indemnify any person who was or is a
7 party or is threatened to be made a party to any threatened, pending or completed action, suit or
8 proceeding, including actions by or in the right of the Chapter, whether civil, criminal,
9 administrative or investigative, by reason of the fact that such person is or was a director or
10 officer of the Chapter, or, to the extent permitted by Pennsylvania law, is or was serving while a
11 director or officer of the Chapter at the request of the Chapter as a director, officer, employee,
12 agent, fiduciary or other representative of another corporation, partnership, joint venture, trust,
13 employee benefit plan or other enterprise, against expenses (including attorneys' fees),
14 judgments, fines, excise taxes and amounts paid in settlement actually and reasonably incurred
15 by such person in connection with action, suit or proceeding, to the full extent permissible under
16 Pennsylvania law.

17
18 SECTION 2. ADVANCEMENT OF EXPENSES. Reasonable expenses incurred by an officer or
19 director of the Association in defending civil or criminal action, suit or proceeding described in
20 Section 1 shall be paid by the Association in advance of the final disposition of such action, suit
21 or proceeding upon receipt of an undertaking by or on behalf of such person to repay such
22 amount of it shall ultimately be determined that the person is entitled to be indemnified by the
23 Association.

24
25 SECTION 3. The indemnification and advancement of expenses provided by or pursuant to this
26 Article shall not be deemed exclusive of any other rights to which those seeking indemnification
27 or advancement of expenses may be entitled under the Association's Articles of Incorporation,
28 any other agreement, vote of the shareholders or directors or otherwise, both as to actions in their
29 official capacity and as to actions in another capacity while holding an office, and shall insure to
30 the benefit of their heirs, executors and administrators of such persons.

31
32 SECTION 4. INSURANCE. The Association shall have the power to purchase and maintain
33 insurance on behalf of any person who is or was a director, officer, employee or agent of the
34 Association, or is or was serving at the request of the Association as a director, officer, employee
35 or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other
36 enterprise against any liability asserted against him and incurred by him in any such capacity, or
37 arising out of his status as such, whether or not the Association would have the power to
38 indemnify him against such liability under the provisions of these bylaws.

39
40 SECTION 5. SECURITY FUND; INDEMNITY AGREEMENTS. By action by the Board of
41 Directors (notwithstanding their interest in the transaction) the Association may create and fund
42 a trust fund or fund of any nature, and may enter into agreements with its officers and directors,
43 for the purpose of securing or insuring any manner its obligation to indemnify or advance
44 expenses provided for this Article.

45

1 SECTION 6. MODIFICATION. The duties of the Association to indemnify and to advance
2 expenses to a director or officer provided in this Article shall be in the nature of a contract
3 between the Association and each such director or officer, and no amendment or repeal of any
4 provision of this Article, and no amendment or termination of any trust or other fund created
5 pursuant to Section 5, shall alter, to the detriment of such director or officer, the right of such
6 person to the advance of expenses or indemnification related to a claim based on an act or failure
7 to act, which took place prior to such amendment, repeal or termination.

8
9 SECTION 7. ACTS PRIOR TO ADOPTION OF THIS ARTICLE. Indemnification for any
10 action taken or failure to act occurring prior to the effective date of the adoption of this Article,
11 shall be governed by Pennsylvania law as it existed prior to such date.

12
13 ARTICLE XIV. DISSOLUTION.

14 The Chapter may dissolve subject to a recommendation to dissolve supported by no less than
15 three-fourths of the members of the Board of Directors and adopted by a two-thirds vote of the
16 Chapter membership. In the event of dissolution by the Association of the Chapter or voluntary
17 dissolution of the Chapter and therefore of the Chapter components, all property and records of
18 the Chapter and its components shall be turned over to the Association in accordance with its
19 bylaws.

20
21 ARTICLE XV. PARLIAMENTARY AUTHORITY

22 The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall
23 govern the Chapter, and all components, in all cases to which they are applicable and in which
24 they are not inconsistent with these bylaws and any special rules of order the Chapter may adopt.

25
26 ARTICLE XVI. AMENDMENTS

27
28 SECTION 1. PROCEDURE.

29
30 A. These bylaws may be amended in whole or in part by a two-thirds vote of members at any
31 regular Chapter meeting providing notice of the proposed amendment and its rationale has been
32 sent to the Association headquarters within sixty days after review by the Chapter Executive
33 Committee, and sent to all members at least thirty days prior to the meeting. Chapter Executive
34 Committee review is to determine conformity with the APTA bylaws.

35
36 B. When the Association bylaws have been amended so as to require amendment of these
37 bylaws, the Chief Delegate shall prepare the necessary amendments. If the intent of an
38 amendment is editorial or to bring the Chapter's bylaws into agreement with those of the
39 Association, the amendment shall be made as required by the Chief Delegate and shared with the
40 Executive Committee of the Chapter. The Chief Delegate shall notify the Chapter's membership
41 that such amendments have been made no later than ninety days after Executive Committee
42 approval. Such amendments shall not require a vote of the Chapters members, but shall
43 automatically be adopted upon approval by the Executive Committee of the Chapter. Such
44 amendments shall be sent to all members and shall be read at the Chapter's Annual Meeting.

1 SECTION 2. CONTENT. Revised or amended bylaws shall be consistent with the Articles of
2 Incorporation of this Chapter.

3
4 SECTION 3. Amendments to the Chapter bylaws become effective upon approval in writing by
5 the Association's Board of Directors. (Exception: changes in Chapter dues become effective on
6 the first of the Association's next fiscal year following approval.)

7
8 **ARTICLE XVII. ASSOCIATION AS HIGHER AUTHORITY**

9 In addition to these bylaws, the Chapter is governed by Association bylaws and Standing Rules,
10 and by the Association's policies.

11
12 *Revised and approved by the membership July, 1999*

13 *Revised and approved by the membership October 28, 2000*

14 *Revised and approved by the membership October 27, 2001*

15 *Revised and approved by the membership October 19, 2002*

16 *Revised and approved by the membership October 25, 2003*

17 *Revised and approved by the membership October 16, 2004*

18 *Amended and approved by the membership October 22, 2005*

19 *Approved and adopted by the PPTA Executive Board January 7, 2006*

20 *Revised and approved by the membership October 24, 2009*

21 *Reviewed and Approved by the APTA Board Committee to Review Component Documents on*
22 *November 11, 2009*

23 *Reviewed and approved by the membership October 22, 2010*

24 *Revised and approved by the membership October 26, 2013*

25 *Revised and approved by the membership November 1, 2014*

26 *Approved by the APTA House Officers January 6, 2015*

27 *Revised and approved by the membership October 29, 2016*

28 *Approved by the APTA House Officers March 31, 2017*

29 *Revised and approved by the membership October 28, 2017*

30 *Approved by the APTA House Officers August 23, 2018*

31 *Revised and approved by the membership October 16, 2020*

32 *Approved by the APTA House of Officers April 8, 2021*