

1 **Bylaws of American Council of Academic Physical Therapy**

2 Adopted March 2014

3 Amended October 2015

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5 **Article I. Relationship to American Physical Therapy Association**

6 The American Council of Academic Physical Therapy, hereinafter referred to as ACAPT,
7 shall be a component of the American Physical Therapy Association, hereinafter referred to
8 as the Association.

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10 **Article II: Purpose**

11 The purposes of ACAPT are:

- 12 A. To develop, implement and assess new and innovative models for curricula, clinical
13 education, teaching/learning, scholarship/research, mentoring, and leadership in
14 physical therapist education;
- 15 B. To provide mechanisms for active and ongoing involvement of physical therapist
16 educators and researchers to promote quality physical therapist education standards at
17 the institutional and national levels;
- 18 C. To promote academic physical therapist education through collaboration with
19 organizations and institutions that represent health professional education; and
- 20 D. To provide resources, mentorship and leadership to those seeking change and
21 improvement in academic programs/departments/schools associated with physical
22 therapist education.

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24 **Article III. Membership**

25 **Section 1: Categories and Qualification of Members**

26 ACAPT shall have members, in the classes set forth below:

1 A) Member Institutions

2 1) Institutions of higher education located in the United States of America with a
3 physical therapist education program that is accredited by the Commission on
4 Accreditation in Physical Therapy Education (CAPTE) and pays the annual dues to
5 ACAPT shall be (hereinafter referred to as Institutional Members) Member Institutions
6 of ACAPT).

7 2) Member Institutions shall be represented by one program director or one full-time
8 core faculty member (as defined by CAPTE) in the program as designated by the
9 program director (hereinafter referred to as the Representative.)

10 ~~4i)2i)~~ Member Institutions shall identify their Representative each year at the time
11 dues are paid. Institutional Members shall not be members of the Association and
12 shall not be required to pay dues to the Association.

13 ~~4ii)2ii)~~ Member Institutions with more than one separately accredited physical
14 therapist education program may have one Representative for each of those
15 accredited physical therapist education programs.

16 2iii) Each Representative from any Member Institution must be a member in good
17 standing of the Association.

18 2iv) The Member Institution may change their Representative by written notice at
19 any time to the American Council of Academic Physical Therapy (ACAPT).

20 B) Individual Members

21 1) A faculty member or clinical affiliate of a Member Institution who has been
22 confirmed through the Member Institution's Representative shall be admitted to
23 membership. A current member of the Association who is a faculty member,
24 including a clinical faculty member, in the program at an Institutional Member may
25 be an individual member of ACAPT

1 ~~1)2)~~ Individual members shall be required to be members of the Association.

2 ~~The Representative from the Institutional Member shall designate the faculty~~

3 ~~members who are qualified individual members.~~

4

5 **Section 2: Rights of Representatives of Member Institutions and Individual Members**

6 A) Representatives of Member Institutions shall have the following rights:

7 1) To attend all ACAPT business meetings

8 2) To speak and debate

9 3) To make or co-sponsor and second motions

10 4) To vote

11 5) To hold office

12 ~~6) To serve as Chairs of committees~~ To designate an Individual Member of the Member

13 Institution with authority to act according to the above rights on behalf of the

14 Representative in his or her absence

15 i) Delegation of the authority of the Representative of a member institution to an

16 Individual Member from the same institution must be submitted in writing to

17 ACAPT by the Representative of the Member Institution (or, in extenuating

18 circumstances, by an administrative representative of the Member Institution) at

19 least 1 week in advance of exercising a member institution's right to

20 representation or hand-carried by the delegate into a business meeting.

21 B) Individual Members shall have the following rights:

22 1) To attend all ACAPT business meetings

23 2) To speak and debate

24 3) ~~To serve as Chairs of Committees~~ To make motions that are co-sponsored by the

25 Member Institution's Representative

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2 **Section 3: Application for and Admission to Membership**

3 A) Membership of Institutions: Payment of ACAPT dues by Member Institutions shall
4 constitute application for and admission to membership.

5 **B)** Individual Membership: A faculty member or clinical affiliate of a Member Institution
6 who has been confirmed through the Member Institution's Representative ~~designated as a~~
7 ~~qualified individual member and who applies for membership~~ shall be admitted to
8 membership.

9 **Section 4: Good Standing**

10 A) Member Institutions are in good standing within the meaning of these Bylaws if they:

11 1) Make timely payments of all ACAPT dues

12 →2) Maintain full accreditation through CAPTE

13 B) Individual Members:

14 1) An individual member is in good standing within the meaning of these Bylaws if the
15 member is in good standing with the Association and is a faculty member, ~~including~~
16 ~~clinical faculty member~~, or clinical affiliate confirmed by the Representative of a
17 Member Institution in a program of an Institutional Member.

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19 **Section 5: Disciplinary Action**

20 A) Member Institutions:

21 1) A Member Institution whose dues have not been received by the ~~due date~~ forty five
22 (45) calendar days before the Annual Meeting shall be considered to be in arrears and
23 its membership rights shall be suspended. If the dues are not received within ~~thirty~~
24 fourteen ~~(30)~~ 14 calendar days ~~after the due date~~ before the Annual Meeting, the

1 membership shall be automatically revoked and the membership rights of the
2 institution shall terminate.

- 3 2) If a Member Institution no longer has a program accredited by CAPTE then the
4 institution shall cease to be a Member Institution of ACAPT and its membership
5 rights shall terminate. If one of the separately accredited programs of a Member
6 Institution with more than one such program is no longer accredited by CAPTE then
7 the Representative associated with that program shall cease to be a Representative and
8 may not exercise any membership rights on behalf of the Member Institution.

9 B) Individual Members:

- 10 1) Any individual member of ACAPT who is suspended or expelled by the Association
11 and/or Member Institution shall automatically have his or her membership rights
12 suspended in ACAPT.

13 ~~2) Any individual member of ACAPT who is expelled from membership in the~~
14 ~~Association shall be automatically expelled from ACAPT membership.~~
15

16 **Section 6: Reinstatement**

17 A) Member Institutions

- 18 1) a Member Institution whose membership has been revoked due to nonpayment of
19 dues may be readmitted upon payment of dues.
20 2) a Member Institution whose membership has terminated due to loss of accreditation
21 may reapply for admission if “Accreditation” status is reinstated.

22 B) Individual Members

- 23 1) Any former individual member of ACAPT who is in good standing in the Member
24 Institution may be reinstated to ACAPT individual membership if that person meets
25 the requirements for individual membership.

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2 **Article IV. Meetings and Authority of the Representatives**

3 **Section 1: Annual Meeting**

4 A) An Annual Meeting of the Member Institutions shall be held for the purpose of
5 conducting ACAPT's business and other activities in accordance with the purposes of
6 ACAPT. At the Annual Meeting, or at any special meeting, the Representatives, or the
7 Representative's designee, shall have the power to:

8 1) Amend or repeal these Bylaws;

9 ~~2) Amend, suspend, or rescind the Standing Rules;~~

10 ~~3)2)~~ Enact policies of ACAPT;

11 ~~4)3)~~ Approve all resolutions and opinions in the name of ACAPT.

12 The Annual Meeting shall be held ~~on a day(s) in October once per year on a day as~~
13 ~~determined by the Board of Directors or on such other day(s) as the Board may determine.~~

14 B) Motions

15 1) Proposed motions shall be submitted to ACAPT's Board of Directors no later than
16 two months prior to the date of the Annual Meeting.

17 2) Motions that do not meet this two-month requirement shall be considered at the next
18 Annual Meeting upon a vote of 2/3 of those Representatives present and voting. The
19 Board of Directors shall make motions available to the ACAPT Representatives no
20 later than 30 days prior to the date of the Annual Meeting.

21 ~~B)C)~~ Eligibility to Speak and Vote

22 1) All ACAPT Representatives, or their designee, and individual members may speak;
23 attendees who are not members of the ACAPT must receive permission of the
24 Representatives to speak. Only ACAPT Representatives, or their designee, may vote.

25 D) Conduct of the Meeting

- 1) Anyone wishing to speak shall rise, address the Chair, wait to be recognized, and give his/her name and institution. If a microphone is available, speakers will be recognized in the order of their lining up at the microphone.
- 2) No one may speak longer than three minutes at one time on any one question, nor more than once until all who wish to speak have been heard.
- 3) Anyone may speak for a third time, on any one question, only with the consent of the Chair or upon a majority vote of the members present and voting.
- 4) A timekeeper shall be appointed by the Chair of the meeting.
- 5) In debate members must limit their remarks to the merits of a question.
- 6) All questions of order or appeal shall be decided by a majority voice or standing vote of Representatives present and voting.
- 7) The rules contained in the current edition of Robert's Rules of Order Newly Revised (current edition) shall govern ACAPT in all cases to which the rules are applicable and in which the rules are not inconsistent with the Guidelines or any special rules of order adopted by ACAPT.
- 8) In the event a designated Representative is unable to attend the Annual Meeting, the institution may designate an alternate for the meeting. The alternate must be an APTA member within the institution following the guidelines for being a Representative established by the ACAPT.
- 9) Representatives must register no later than one hour prior to the Annual Meeting in order to establish if a quorum is present. Staff will issue each designated Representative a voting card for the Annual Meeting.

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Section 2: Special Meeting(s)

The Board of Directors may call a special meeting of the Representatives of Member Institutions, and the Board of Directors shall call a special meeting upon receipt of written petitions from Representatives representing at least 50% of the Member Institutions.

Section 3: Meeting Notice

Written notification of the time and place of a meeting shall be sent to all Member Institution Representatives at least 30 days before the scheduled meeting.

Section 4: Quorum

A quorum shall consist of Representatives representing 50% of the total number of the Member Institutions in good standing.

Section 5: Minutes

The Board of Directors shall appoint a committee to approve the Annual Meeting minutes. The committee to approve the minutes shall consist of two board members and one member at large. The committee shall be appointed in advance of the annual meeting and complete their work no later than 45 days after the annual meeting.

All approved meeting minutes shall be (a) submitted to all ~~members~~ Representatives of ACAPT as well as the Association ~~or~~ and (b) posted to the ACAPT website within 45 days of the date of the meeting.

Article V. Officers, Board of Directors, Executive Committee

Section 1: Composition

1 A) The Board of Directors of ACAPT shall consist of the President, President-Elect, Vice-
2 President, Secretary, Treasurer, and five at large Directors. The President-Elect shall act
3 as a non-voting ex-officio member of the Board of Directors, while retaining all other
4 rights of membership.

5 B) The Executive Committee of ACAPT shall consist of the President, President-Elect,
6 Vice-President, Secretary, Treasurer, and one of the at large Directors who shall be
7 selected annually by the at large Directors at the first meeting of the Board of Directors
8 following their installation as officers. The President-Elect shall act as a non-voting ex-
9 officio member of the Executive Committee, while retaining all other rights of
10 membership.

12 **Section 2: Qualifications**

13 Only the Representatives of Member Institutions are eligible to serve on the Board of
14 Directors.

16 **Section 3: Officers**

17 The officers of ACAPT shall consist of the President, President-Elect, Vice-President,
18 Secretary, and Treasurer.

19 **A) President**

- 20 1) The President shall preside at all meetings of the Board of Directors and Executive
21 Committee.
- 22 2) The President, or a person designated by the President, shall be the spokesperson for
23 ACAPT.
- 24 3) The President shall submit to ACAPT members an annual written report of the
25 activities of ACAPT at the Annual Meeting.

1 B) President-Elect

2 1) The President-Elect assists the President in the discharge of duties.

3 2) The President-Elect shall act as a non-voting ex-officio member of the Board of
4 Directors, while retaining all other rights of membership.

5 3) The President-Elect shall serve a one (1) year term. At the termination of the 1-year
6 term, the President-elect shall become President.

7 ~~B)C)~~ Vice-President

8 1) The Vice President shall preside at all meetings of the Representatives of Member
9 Institutions.

10 2) The Vice-President shall assume the duties of the President if the President is absent
11 or incapacitated.

12 3) In the event of a vacancy in the office of the President, the Vice-President shall
13 succeed to the Presidency for the unexpired remainder of the term and the office of
14 Vice-President shall be vacant.

15 ~~C)D)~~ Secretary

16 1) The Secretary shall be responsible for keeping and distributing the minutes of all
17 meetings of the Representatives, the Executive Committee, and the Board of
18 Directors.

19 2) The Secretary shall be responsible for all notices to members of ACAPT.

20 3) The Secretary shall maintain records of all official actions of the Representatives, the
21 Board of Directors, and the Executive Committee.

22 ~~D)E)~~ Treasurer

23 1) The Treasurer shall be responsible for presenting the annual budget to the Board of
24 Directors, maintaining complete and accurate financial records, and providing a
25 written financial report at the Annual Meeting of ACAPT.

- 1 2) The Treasurer shall serve as the Chair of the Finance Committee of ACAPT.
- 2 3) The Treasurer shall provide for an audit of the financial records of ACAPT at least
- 3 annually.
- 4 4) The Treasurer shall provide required financial reports to the Association.
- 5 5) The Treasurer shall provide financial reports to the Board of Directions at least
- 6 quarterly.
- 7 6) The Treasurer shall keep accurate records of all receipts and disbursements related to
- 8 the workings of ACAPT.

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10 **Section 4: Tenure**

- 11 A) Members of the Board of Directors shall assume office at the close of business at the
- 12 Annual Meeting of the Member Institutions in the year in which they are elected.

13 ~~B) The members of the Board of Directors shall be divided into three classes, which shall be~~

14 ~~equal in size or as nearly equal as possible. Each class will include one third or~~

15 ~~approximately one third of the at large Directors, plus one or two officers. The President,~~

16 ~~Treasurer, and one at large Director shall belong to the first class. The Vice President and~~

17 ~~two at large Directors shall belong to the second class, which shall be elected in the year~~

18 ~~following the first class. The Secretary and two at large Directors shall belong to the~~

19 ~~third class, which shall be elected in the year following the second class. The members of~~

20 ~~the third class shall be elected in years that are multiples of three.~~

- 21 ~~B)~~ B) The term of office of each member of the Board of Directors shall be for three years
- 22 or until a successor is elected.

- 23 C) No person shall serve more than two complete consecutive terms on the Board of
- 24 Directors or more than 2 complete consecutive terms in the same office. A member who

1 has completed their terms of office is eligible to run again after taking off at least one
2 election cycle.

3 D) A complete term for a member of the Board of Directors shall be defined as 3 years.

4 E) Vacancies: Except for the position of President, if a vacancy occurs on the Board of
5 Directors within the first year of a 3-year term and at least two months before the Annual
6 Meeting, the Nominating Committee shall select a candidate(s) for election at the next
7 Annual Meeting, and the person elected at that Meeting shall serve the remainder of the
8 term. If any other vacancy occurs, the Board of Directors shall fill the vacancy by
9 appointing a person to serve for the remainder of the term. The appointed individual shall
10 be eligible to be elected to two additional terms.

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13 **Transitional Proviso,**

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15 ~~The initial members of ACAPT's board of directors shall be the individuals specified~~
16 ~~in its articles of incorporation. Each individual shall serve in the same capacity, as an~~
17 ~~officer or an at large director, as set forth in the articles of incorporation. Pursuant to §~~
18 ~~13.1-857(B) of the Virginia Nonstock Corporation Act, the terms of the initial~~
19 ~~directors shall expire at the first Annual Meeting after adoption of these Bylaws.~~
20

21 ~~In 2014 the Representatives shall elect successors to the President, the Secretary, and~~
22 ~~Directors #1 and #2. The successor President shall serve a three year term, and the~~
23 ~~other successors shall serve a two year term. The other initial members of the board~~
24 ~~shall continue to serve past the expiration of their term, pursuant to § 13.1-857(F) of~~
25 ~~the Virginia Nonstock Corporation Act, until their successors are elected and~~
26 ~~qualified.~~
27

28 ~~In 2015 the Representatives shall elect successors to the Vice President, Treasurer,~~
29 ~~and Directors #3, #4, and #5. The successor Vice President and the successor~~
30 ~~Directors #3 and #4 shall serve a three year term. The other successors shall serve a~~
31 ~~two year term.~~
32

33 ~~In 2016 the Representatives shall elect successors to the Secretary and Directors #1~~
34 ~~and #2, all of whom were elected in 2014 for two year terms. The successors elected~~
35 ~~in 2016 shall serve a three year term.~~
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37 ~~In 2017 the Representatives shall elect successors to the President, who was elected in~~
38 ~~2014 for a three year term, the Treasurer, who was elected in 2015 for a two year~~
39 ~~term, and Director #5, who was elected in 2015 for a two year term. The successors~~
40 ~~elected in 2017 shall serve a three year term.~~

~~In 2018 the Representatives shall elect successors to the Vice President and Directors #3 and #4, all of whom were elected in 2015 for a three year term. The successors elected in 2018 shall serve a three year term.~~

Section 5: Duties

A) The Board of Directors shall:

- 1) Carry out the mandates and policies of ACAPT. Between Annual Meetings the Board of Directors may make and enforce such policy on behalf of ACAPT as is not inconsistent with the mandates and policies determined by ACAPT.
- 2) Foster the growth and development of ACAPT.
- 3) Direct all business and financial affairs of ACAPT, including approving an annual budget.
- 4) Be responsible for creation, appointment, purposes and activities of such committees as it deems necessary.
- 5) Be responsible for the creation of and facilitation of activities of consortia as it deems necessary.
- 6) Be responsible for the program, time, and place of the Annual Meeting of ACAPT.
- 7) Be responsible for development and maintenance of procedural documents related to these Bylaws.
- 8) Review and revise existing ACAPT policies, except these Bylaws, for consistency of intent and language with such policies as may be adopted from time to time by ACAPT.

B) Executive Committee

The Executive Committee may act in lieu of the Board of Directors between meetings of the Board of Directors, and shall report its actions at the next meeting of the Board.

Section 6: Conduct of Business

1 A) Board of Directors

2 The Board of Directors shall meet not less than twice a year. Seventy-five percent (75%)
3 of the members of the Board shall constitute a quorum. The President may call a special
4 meeting of the Board of Directors and must call a special meeting on written request of a
5 majority of the members of the Board.

6 B) Executive Committee

7 The Executive Committee shall meet not less than twice a year and shall exercise the
8 power of the Board of Directors between its meetings. Eighty percent (80%) of the
9 Executive Committee members shall constitute a quorum.

10

11 **Article VI. Committees**

12 The following will be Standing Committees of ACAPT:

13 **Section 1: Finance Committee**

14 A) The Finance Committee shall consist of the Treasurer and at least two other members
15 appointed by the ACAPT Board of Directors. The members appointed by the ACAPT
16 Board of Directors shall serve a term of 3 years. In each year in which the Treasurer is
17 not elected, the Board of Directors shall appoint at least one member.

18 B) The Finance Committee shall advise the Board of Directors on matters pertaining to
19 ACAPT's financial needs, growth, and stability based on periodic review of income,
20 expenditures, and investments.

21 C) The Finance Committee shall present an annual budget to the Board of Directors.

22 D) The Finance Committee shall be the point of contact and meet at least annually with
23 ACAPT's independent auditors to discuss the annual audit. The Finance Committee shall
24 advise the Board of Directors of any irregularities or material findings that arise from the
25 independent audit or other sources.

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2 **Section 2: Nominating Committee**

3 A) The Nominating Committee, elected by the ACAPT Representatives, shall consist of

4 three Member Institution Representatives ~~who have given their consent to serve if~~
5 ~~elected.~~

6 B) Members shall serve a three year term or until their successors are elected. The term of
7 one member shall expire each year. No member shall be elected to successive complete
8 terms.

9 C) Members of the Nominating Committee shall assume office at the Annual Meeting of the
10 Representatives of the Member Institutions in the year in which they are elected.

11 D) The Chair shall be elected annually by the Nominating Committee.

12 E) Vacancies on the Nominating Committee shall be filled by appointment by the Board of
13 Directors until the next Annual Meeting of ACAPT, when an election will be held to fill
14 the unexpired portion of the term.

15 F) The Nominating Committee shall, in addition to the duties otherwise directed by the
16 Board of Directors or Member Institutions:

17 1) Provide a slate of at least two candidates for each position from those consenting to
18 serve. This slate of candidates shall be published and made available to
19 Representatives as soon as available, but no later than two months before the Annual
20 Meeting.

21 2) Foster activities that maintain and promote a pool of qualified nominees.

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23 **Transitional Proviso,**

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25 ~~The initial members of the Nominating Committee shall be the three individuals~~
26 ~~serving as members of the Nominating Committee of the Academic Council of the~~
27 ~~APTA at the time of the adoption of these Bylaws. The current Chair shall be~~
28 ~~Member #1, the next most senior member shall be Member #2, and the junior member~~
29 ~~shall be Member #3.~~

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2 ~~In 2014 the Representatives shall elect successors to Members #1 and #2. The~~
3 ~~successor Member #1 shall serve a two-year term, and the successor Member #2 shall~~
4 ~~serve a three-year term.~~

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6 ~~In 2015 the Representatives shall elect a successor to Member #3. The successor shall~~
7 ~~serve a three-year term.~~

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9 ~~In 2016 the Representatives shall elect a successor to Member #1. The successor shall~~
10 ~~serve a three-year term.~~
11

12 **Section 3: Reference Committee**

13 A) The Reference Committee shall consist of three Representatives appointed by the Board
14 of Directors and the Vice-President, who shall serve as an *ex officio* member of the
15 Reference Committee.

16 B) Each member other than the Vice-President shall serve a three year term with at least one
17 new member appointed no later than November 1 of each year.
18

19 **Article VII: Elections and Voting**

20 The Representatives shall elect the members of the Board of Directors and the members of
21 the Nominating Committee. Elections shall be conducted online or in such other manner as
22 the Board of Directors may provide. Elections shall be conducted each year in advance of the
23 Annual Meeting, ~~during August or~~ at such ~~other~~ time as the Board of Directors may provide.
24

25 **Article VIII: Finance**

26 **Section 1: Fiscal Year**

27 The fiscal year of ACAPT shall be January 1 through December 31.
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29 **Section 2: Limitations 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 ACAPT's Board of Directors. Neither the Board of Directors nor the Executive Committee shall commit ACAPT to any financial obligations in excess of its current financial resources.

Section 3: Dues

A) The dues shall be as follows:

- i) Member Institutions Dues shall not exceed \$2,500 per separately accredited program per year and shall be determined by the ACAPT Board of Directors.

2) Individual Members

- i) There will not be dues for individual members.

B) Dues shall be for 12 months of membership.

C) Dues changes shall be approved by the ACAPT Board of Directors.

D) ACAPT may impose assessments in order to preserve the fiscal solvency of ACAPT.

Section 4: Audits and Financial Reports

ACAPT shall submit its annual financial statements, tax returns, and audit report to the Association when and as directed by the Association.

Article IX. Consortia

A) The Member Institutions may establish consortia ~~as prescribed in the Standing Rules.~~

B) Consortia are comprised of individual members ~~who are affiliated with Institutional Members or with an Institutional Member's Representative.~~

C) The role of the consortium is to provide a forum for Member Institutions and Individual Members of the physical therapist education community to gather and disseminate

information relative to a specific area of shared interest and to have a line of communication within the ACAPT, particularly with the Board of Directors.

D) A consortium does not hold voting privileges within the ACAPT.

Article X. Dissolution

A) The Member Institutions, through their Representatives, shall be entitled to vote on any proposal to dissolve ACAPT, which may be dissolved in accordance with § 13.1-902 of the Virginia Nonstock Corporation Act.

B) All property and records of whatsoever nature in the possession of ACAPT shall be distributed in accordance with § 13.1-907(A)(1-3) of the Virginia Nonstock Corporation Act, and thereafter after payment of all bona fide debts, the remaining property and records shall be turned over to the Association.

Article XI. Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* govern ACAPT in all cases to which such rules are applicable and in which such rules are consistent with these Bylaws, ~~Standing Rules of ACAPT~~, and any special rules of order adopted by ACAPT.

Article XII. Amendments

A) The Bylaws may be amended at any Annual Meeting of ACAPT at which there is a quorum present by two-thirds of those present and voting.

B) Notification of a proposed amendment shall be given to the Member Institutions at least 30 days prior to the Annual Meeting and in compliance with ACAPT's revision process.

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2 **Article XIII. Association as Higher Authority**

3 In addition to these Bylaws, ACAPT is governed by the Association's Bylaws and standing
4 rules, and by the Association's House of Delegates and Board of Director policies.

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