AMERICAN COUNCIL OF ACADEMIC PHYSICAL THERAPY

Motion to Revise Article V of the Bylaws Pertaining to the Board of Directors

	ACAPT Bylaws Amendment Special Meeting April 2026		
	Current Language	Proposed Changes	Rationale/Financial Impact
Article V Section 1: 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	No change, this section is reordered.	No change, this section is reordered.

	it deems necessary. 5) Be responsible for the program, time, and place of the Annual Meeting of ACAPT. 6) Be responsible for development and maintenance of procedural documents related to these Bylaws. 7) Review and revise existing ACAPT policies, and the 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.		
Article V Section 2: Composition	Composition A) The Board of Directors of ACAPT shall consist of the President, Vice-President, Secretary, Treasurer, and five at large Directors. B) The Executive Committee of ACAPT shall consist of the President, Vice-President,	Composition A) The Board of Directors of ACAPT shall consist of the President, Vice-President, Secretary, Treasurer, and five at large Directors. B) The Executive Committee of ACAPT shall consist of the President, Vice-President,	The proposed officer structure is intended to reflect current board practice and support the codification of staggered terms and capped service proposals. There are no financial

	Secretary, Treasurer, and one of the at large Directors who shall be selected annually by the at large Directors at the first meeting of the Board of Directors following their installation as officers	Secretary, and Treasurer~~,~~ ~~and one of the at large Directors who shall be selected annually by the at large Directors at the first meeting of the Board of Directors following their installation as officers~~	implications.
Article V Section 3: Eligibility	Only the Representatives of Member Institutions are eligible to serve on the Board of Directors.	Only the Representatives of Member Institutions are eligible to serve on the Board of Directors. To serve as an Officer, Representatives must have served on the Board of Directors for at least one year.	Changes in language serve to preserve leadership continuity and organizational knowledge. There are no financial implications.
Article V Section 4: Officers	The Officers of ACAPT shall consist of the President, Vice-President, Secretary, and Treasurer. A) President 1) The President shall preside at all meetings of the Board of Directors and Executive Committee. 2) The President, or a person designated by the President, shall be the spokesperson for ACAPT. 3) The President shall submit to ACAPT members an annual written report of the activities of ACAPT at the Annual Meeting.	No change, this section is reordered.	

	4) The President shall perform all other duties assigned to them by the Board of Directors. B) Vice-President 1) The Vice President shall preside at all meetings of the Representatives of Member Institutions. 2) The Vice-President shall assume the duties of the President if the President is absent or incapacitated. 3) In the event of a vacancy in the office of the President, the Vice-President shall succeed to the Presidency for the unexpired remainder of the term and the office of Vice-President shall be declared vacant. 4) The Vice-President shall perform all other duties regularly expected of such office and those assigned by the Board of Directors or the President. C) Secretary		

	1) The Secretary shall be responsible for keeping and distributing the minutes of all meetings of the Representatives, the Executive Committee, and the Board of Directors. 2) The Secretary shall be responsible for all notices to members of ACAPT. 3) The Secretary shall maintain records of all official actions of the Representatives, the Board of Directors, and the Executive Committee. 4) The Secretary shall, in general, perform all of the duties customary to the office of Secretary and such other duties as may from time to time be assigned by the President or the Board of Directors. D) Treasurer 1) The Treasurer shall be responsible for presenting the annual budget to the Board of Directors, maintaining complete and accurate financial records, and providing a written financial		

	report at the Annual Meeting of ACAPT. 2) The Treasurer shall serve as the Chair of the Finance Committee of ACAPT. 3) The Treasurer shall provide for an audit of the financial records of ACAPT at least annually. 4) The Treasurer shall provide required financial reports to the Association. 5) The Treasurer shall provide financial reports to the Board of Directors at least quarterly or upon request by the Board. 6) The Treasurer shall keep accurate records of all receipts and disbursements related to the workings of ACAPT. 7) The Treasurer shall, in general, perform all of the duties customary to the office of Treasurer and such other duties as may from time to time be assigned by the President or the Board of Directors.		
Article V Section 5: Tenure	Section 4: Tenure	Section 4: Tenure	Language adjustments reflect the goal to refine the

	A) Members of the Board of Directors shall assume office at the close of business at the Annual Meeting of the Member Institutions in the year in which they are elected. B) The term of office of each member of the Board of Directors shall be for three years or until a successor is elected and takes office. C) No person shall serve more than two complete consecutive terms on the Board of Directors or more than 2 complete consecutive terms in the same office. A member who has completed their terms of office is eligible to run again after taking off at least one election cycle. D) A complete term for a member of the Board of Directors shall be defined as 3 years. E) Vacancies: Except for the position of President, if a vacancy occurs on the Board of	A) Members of the Board of Directors shall assume office at the close of business at the Annual Meeting of the Member Institutions in the year in which they are elected. ~~B) The term of office of each member of the Board of Directors shall be for three years or until a successor is elected and takes office.~~ B~~C~~) No person shall serve more than ~~two complete consecutive terms on the Board of Directors or more than~~ 2 complete consecutive terms in the same office. ~~A member who has completed their terms of office is eligible to run again after taking off at least one election cycle.~~ C~~D~~) A complete term for a member of the Board of Directors shall be defined as 3 years. D) Total consecutive service as a member of the Board of	governance structure with a streamlined approach to a codified staggered election cycle, capped consecutive service and handling vacancies. Process updates will provide the flexibility to retain organizational knowledge while also cultivating new leadership perspectives, with an intentional focus on mentorship for future leadership. There are no financial implications.

	Directors within the first year of a 3-year term and at least two months before the Annual Meeting, the Nominating Committee shall select a candidate(s) for election at the next Annual Meeting, and the person elected at that Meeting shall serve the remainder of the term. If any other vacancy occurs, the Board of Directors shall fill the vacancy by appointing a person to serve for the remainder of the term. When less than one half a term remains, the appointed individual shall be eligible to be elected to two additional terms.	Directors is capped at nine years. E) A member who has completed their terms of office is eligible to run again after taking off at least one election cycle. F) Members of the Board of Directors will be elected on a staggered cycle. Year 1: President, Treasurer and one Regional Director; Year 2: Vice President and two Regional Directors; Year 3: Secretary and two Regional Directors G~~E) Vacancies: Except for the position of President, if a vacancy occurs on the Board of Directors within the first year of a 3-year term and at least two months before the Annual Meeting, the Nominating Committee shall select a candidate(s) for election at the next Annual Meeting, and the person elected at that Meeting shall serve the remainder of the term. If any other vacancy~~	

		~~occurs, the Board of Directors shall fill the vacancy by appointing a person to serve for the remainder of the term. When less than one half a term remains, the appointed individual shall be eligible to be elected to two additional terms.~~ Vacancies: If a vacancy occurs, the Board of Directors shall fill the vacancy by appointing a person to serve for the remainder of the term. The appointed individual shall be eligible to run for election to the position when it is next scheduled to be filled.	
Article V Section 6: Conduct of Business	Section 6: Conduct of Business A) Board of Directors The Board of Directors shall meet not less than twice a year. A majority of the members of the Board 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 a majority of the members of the Board.	No change, this section is reordered.	

	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. A majority of the Executive Committee members shall constitute a quorum.		
Proviso	*Proviso: New term lengths and limits will apply to Board members starting with the 2027 elections. Sitting board members are eligible to continue service provided they are not serving more than two consecutive full terms in their current role, and their total consecutive service does not exceed nine years.*		