Bylaws of American Council of Academic Physical Therapy

Article I. Relationship to American Physical Therapy Association

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

Article II: Purpose

The purposes of ACAPT are:

A. To develop, implement and assess new and innovative models for curricula, clinical education, teaching/learning, scholarship/research, mentoring, and leadership in physical therapist education;

B. To provide mechanisms for active and ongoing involvement of physical therapist educators and researchers to promote quality physical therapist education standards at the institutional and national levels;

C. To promote academic physical therapist education through collaboration with organizations and institutions that represent health professional education; and

D. To provide resources, mentorship and leadership to those seeking change and improvement in academic programs/departments/schools associated with physical therapist education.

Article III. Membership

Section 1: Categories and Qualification of Members

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

A) Institutional Members
1) Institutions of higher education located in the United States of America with a physical therapist education program that is accredited by the Commission on Accreditation in Physical Therapy Education (CAPTE) (hereinafter referred to as Institutional Members).

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

2i) Institutional Members shall not be members of the Association and shall not be required to pay dues to the Association.

2ii) Institutions with more than one separately accredited physical therapist education program may have one Representative for each of those accredited physical therapist education programs.

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

B) Individual Members

1) A current member of the Association who is a faculty member, including a clinical faculty member, in the program at an Institutional Member may be an individual member of ACAPT.

2) The Representative from the Institutional Member shall designate the faculty members who are qualified individual members.

Section 2: Rights of Institutional Members and Individual Members

A) An Institutional Member, through its Representative(s), shall have the following rights:

1) To attend all meetings of the Institutional Members

2) To speak and debate
To make and second motions
4) To vote
5) To hold office
6) To serve as Chairs of committees

B) Individual Members shall have the following rights:
1) To attend all meetings of the Institutional Members
2) To speak and debate
3) To serve as Chairs of committees

Section 3: Application for and Admission to Membership
A) Institutional Membership: Payment of ACAPT dues by Institutional Members shall constitute application for and admission to membership.
B) Individual Membership: A faculty member who has been designated as a qualified individual member and who applies for membership shall be admitted to membership.

Section 4: Good Standing
A) Institutional Members are in good standing within the meaning of these Bylaws if they:
1) Make timely payments of all ACAPT dues
B) Individual Members:
1) An individual member is in good standing within the meaning of these Bylaws if the member is in good standing with the Association and is a faculty member, including clinical faculty member, in a program of an Institutional Member.

Section 5: Disciplinary Action
A) Institutional Members:
1) An Institutional Member whose dues have not been received by the due date shall be considered to be in arrears and its membership rights shall be suspended. If the dues are not received within thirty (30) calendar days after the due date, the membership shall be automatically revoked and the membership rights of the institution shall terminate.

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

B) Individual Members:

1) Any individual member of ACAPT who is suspended by the Association shall automatically have his or her membership rights suspended in ACAPT.

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

Section 6: Reinstatement

A) Institutional Members

1) An Institutional Member whose membership has been revoked due to nonpayment of dues may be readmitted upon payment of dues.

2) An Institutional Member whose membership has terminated due to loss of accreditation may reapply for admission if “Accreditation” status is reinstated.

B) Individual Members
1) Any former individual member of ACAPT who is in good standing in the Association may be reinstated to ACAPT individual membership if that person meets the requirements for individual membership.

Article IV. Meetings and Authority of the Representatives

Section 1: Annual Meeting

A) An Annual Meeting of the Institutional Members shall be held for the purpose of conducting ACAPT’s business and other activities in accordance with the purposes of ACAPT. At the Annual Meeting, or at any special meeting, the Representatives shall have the power to:

1) Amend or repeal these Bylaws;
2) Amend, suspend, or rescind the Standing Rules;
3) Enact policies of ACAPT;
4) Approve all resolutions and opinions in the name of ACAPT.

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

Section 2: Special Meeting(s)

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

Section 3: Meeting Notice

Written notification of the time and place of a meeting shall be sent to all Institutional Member 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 Institutional Members in good standing.

Section 5: Minutes

All meeting minutes shall be (a) submitted to all members of ACAPT as well as the Association or (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

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, Secretary, Treasurer, and one of the at large Directors who shall be selected annually by the at large Directors.

Section 2: Qualifications

Only the Representatives of Institutional Members are eligible to serve on the Board of Directors.

Section 3: 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 an annual written report of the activities of ACAPT at the Annual Meeting.

B) Vice-President

1) The Vice President shall preside at all meetings of the Institutional Members.

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 vacant.

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.

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 Directions at least quarterly.

6) The Treasurer shall keep accurate records of all receipts and disbursements related to the workings of ACAPT.

Section 4: Tenure

A) Members of the Board of Directors shall assume office at the Annual Meeting of the Institutional Members in the year in which they are elected.

B) The members of the Board of Directors shall be divided into three classes, which shall be equal in size or as nearly equal as possible. Each class will include one-third or approximately one-third of the at large Directors, plus one or two officers. The President, Treasurer, and one at large Director shall belong to the first class. The Vice-President and two at large Directors shall belong to the second class, which shall be elected in the year following the first class. The Secretary and two at large Directors shall belong to the third class, which shall be elected in the year following the second class. The members of the third class shall be elected in years that are multiples of three.

C) The term of office of each member of the Board of Directors shall be for three years or until a successor is elected.

D) No person shall serve more than two complete consecutive terms on the Board of Directors.

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. The appointed individual shall be eligible to be elected to two additional terms.

Transitional Proviso.

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

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

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

In 2016 the Representatives shall elect successors to the Secretary and Directors #1 and #2, all of whom were elected in 2014 for two-year terms. The successors elected in 2016 shall serve a three-year term.

In 2017 the Representatives shall elect successors to the President, who was elected in 2014 for a three-year term, the Treasurer, who was elected in 2015 for a two-year term, and Director #5, who was elected in 2015 for a two-year term. The successors 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.

Section 6: Conduct of Business

A) Board of Directors

The Board of Directors shall meet not less than twice a year. Seventy-five percent (75%)
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.
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. Eighty percent (80%) of the Executive Committee members shall constitute a quorum.

Article VI. Committees

The following will be Standing Committees of ACAPT:

Section 1: Finance Committee

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

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

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

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

Section 2: Nominating Committee

A) The Nominating Committee, elected by the ACAPT Representatives, shall consist of three Representatives who have given their consent to serve if elected.
B) Members shall serve a three year term or until their successors are elected. The term of one member shall expire each year. No member shall be elected to successive complete terms.

C) Members of the Nominating Committee shall assume office at the Annual Meeting of the Institutional Members in the year in which they are elected.

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

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

F) The Nominating Committee shall, in addition to the duties otherwise directed by the Institutional Members:

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

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

**Transitional Proviso.**

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

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

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

In 2016 the Representatives shall elect a successor to Member #1. The successor shall serve a three-year term.
Section 3: Reference Committee

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

B) Each member other than the Vice-President shall serve a three year term with at least one member appointed each year.

Article VII: Elections and Voting

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

Article VIII: Finance

Section 1: Fiscal Year

The fiscal year of ACAPT shall be January 1 through December 31.

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:
1) Institutional Members

i) 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 Institutional Members 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.

Article X. Dissolution

A) The Institutional Members, 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 they are applicable and in which they are not inconsistent 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 Institutional Members at least 30 days prior to the Annual Meeting and in compliance with ACAPT’s revision process.

Article XIII. Association as Higher Authority
In addition to these Bylaws, ACAPT is governed by the Association’s Bylaws and standing rules, and by the Association’s House of Delegates and Board of Director policies.