

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

2 Adopted March 2014

3 Amended October 2015

4 Amended October 2016

5 Amended October 2017

6 Amended October 2018

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8 **Article I. Name and Relationship to American Physical Therapy Association**

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

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13 **Article II: Purpose**

14 The purposes of ACAPT are:

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

1 **Article III. Membership**

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

3 ACAPT shall have members in the categories set forth below:

4 A) Member Institutions

5 1) Institutions of higher education located in the United States of America with a
6 physical therapist education program that is recognized as being in some phase of
7 accreditation by the Commission on Accreditation in Physical Therapy Education
8 (CAPTE) and pays the annual dues to ACAPT shall be Member Institutions of
9 ACAPT.

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

13 2i) Member Institutions shall identify their Representative each year at the time dues
14 are paid.

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

18 2iii) Each Representative from any Member Institution must be a member in good
19 standing of the Association.

20 2iv) The Member Institution may change their Representative by written notice at
21 any time to the American Council of Academic Physical Therapy (ACAPT).

22 B) Individual Members

23 1) A faculty member or clinical affiliate of a Member Institution who has been
24 confirmed through the Member Institution's Representative shall be admitted to
25 membership as an Individual Member.

1 Individual Members shall be required to be members of the Association.

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

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

4 1) To attend all ACAPT business meetings

5 2) To speak and debate

6 3) To make, co-sponsor, and second motions

7 4) To vote

8 5) To hold office

9 6) To designate an Individual Member of the Member Institution with authority to act

10 according to the above rights on behalf of the Representative in his or her absence

11 i) Delegation of the authority of the Representative of a Member Institution to an

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

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

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

15 least 1 week in advance of exercising a Member Institution's right to

16 representation or hand-carried by the Individual Member into a business meeting

17 and presented to the Secretary prior to the start of the meeting.

18 B) Individual Members shall have the following rights:

19 1) To attend all ACAPT business meetings

20 2) To speak and debate

21 3) To make motions that are co-sponsored by the Member Institution's Representative

22 4) To serve in appointed positions

23 To be elected to a leadership position of a Consortium

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

- 1 A) Membership Institutions: Payment of ACAPT dues by Member Institutions shall
2 constitute application for and admission to membership.
- 3 B) Individual Membership: A faculty member or clinical affiliate of a Member Institution
4 who has been confirmed through the Member Institution's Representative shall be
5 admitted to membership.

6

7 **Section 4: Good Standing**

8 Member Institutions or an Individual Member in good standing shall be entitled to all rights
9 and privileges as outlined in these Bylaws.

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 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 or clinical
16 affiliate confirmed by the Representative of a Member Institution.

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18 **Section 5: Disciplinary Action**

19 A) Member Institutions:

- 20 1) A Member Institution whose dues have not been received by forty five (45) calendar
21 days before the Annual Meeting shall be considered to be in arrears and its
22 membership rights shall be suspended. If the dues are not received within fourteen
23 (14) calendar days before the Annual Meeting, the membership shall be automatically
24 revoked and the membership rights of the institution shall terminate.

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

7 B) Individual Members:

8 1) Any Individual Member of ACAPT who is suspended or expelled by the Association
9 and/or Member Institution shall automatically have his or her membership rights
10 suspended in ACAPT.

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12 **Section 6: Reinstatement**

13 A) Member Institutions

14 1) a Member Institution whose membership has been revoked due to nonpayment of
15 dues may be readmitted upon payment of dues.

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

18 B) Individual Members

19 1) Any former Individual Member of ACAPT who is in good standing in the Member
20 Institution may be reinstated to ACAPT Individual Membership if that person meets
21 the requirements for Individual Membership.

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

24 **Section 1: Annual Meeting**

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

5 1) Amend or repeal these Bylaws;

6 2) Enact policies of ACAPT;

7 3) Approve all resolutions and statements of opinion in the name of ACAPT.

8 The Annual Meeting shall be held once per year on a day as determined by the Board of
9 Directors.

10 B) Motions

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

13 2) Motions that do not meet this two-month requirement may be considered at the
14 Annual Meeting upon a vote of 2/3 of those Representatives present and voting. The
15 Board of Directors shall make motions available to the Representatives no later than
16 30 days prior to the date of the Annual Meeting. Last minute motions shall be
17 distributed to all Representatives at the start of a meeting.

18 C) Eligibility to Speak and Vote

19 1) All Representatives, or their designee, and Individual Members may speak; attendees
20 who are not members of the ACAPT must receive permission of the Representatives
21 to speak. Only Representatives, or their designee, may vote.

22 D) Conduct of the Meeting

23 1) Anyone wishing to speak shall rise, address the Chair, wait to be recognized, and give
24 his/her name and institution. If a microphone is available, speakers will be
25 recognized in the order of their lining up at the microphone.

- 1 2) No one may speak longer than three minutes at one time on any one question, nor
2 more than once until all who wish to speak have been heard.
- 3 3) Anyone may speak for a third time, on any one question, only with the consent of the
4 Chair or upon a majority vote of the members present and voting.
- 5 4) A timekeeper shall be appointed by the Chair of the meeting.
- 6 5) In debate members must limit their remarks to the merits of a question.
- 7 6) All questions of order or appeal shall be decided by a majority voice or standing vote
8 of Representatives present and voting.
- 9 7) In the event a designated Representative is unable to attend the Annual Meeting, the
10 institution may delegate the authority to an Individual Member from the same
11 institution in accordance with Article III, Section 2.A.6.i . The alternate must be an
12 APTA member within the institution in accordance with Article III, Section 1.A.2 for
13 being a Representative established by the ACAPT.
- 14 8) Representatives must register no later than 1 week prior to the Annual Meeting in
15 order to establish if a quorum is present. Staff will issue each designated
16 Representative the appropriate voting mechanism for the Annual Meeting.

18 **Section 2: Special Meeting(s)**

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

23 **Section 3: Meeting Notice**

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

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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 correct and 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 Representatives of ACAPT as well as the Association 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

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 at the first meeting of the Board of Directors following their installation as officers.

Section 2: Qualifications

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

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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 to ACAPT members 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 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.

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.

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

3 D) Treasurer

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

7 2) The Treasurer shall serve as the Chair of the Finance Committee of ACAPT.

8 3) The Treasurer shall provide for an audit of the financial records of ACAPT at least
9 annually.

10 4) The Treasurer shall provide required financial reports to the Association.

11 5) The Treasurer shall provide financial reports to the Board of Directors at least
12 quarterly or upon request by the Board.

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

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16 **Section 4: Tenure**

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

19 B) The term of office of each member of the Board of Directors shall be for three years or
20 until a successor is elected and takes office.

21 C) No person shall serve more than two complete consecutive terms on the Board of
22 Directors or more than 2 complete consecutive terms in the same office. A member who
23 has completed their terms of office is eligible to run again after taking off at least one
24 election cycle.

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

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

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9 **Section 5: Duties**

10 A) The Board of Directors shall:

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

1 B) Executive Committee

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

4 **Section 6: Conduct of Business**

5 A) Board of Directors

6 The Board of Directors shall meet not less than twice a year. A majority of the members
7 of the Board shall constitute a quorum. The President may call a special meeting of the
8 Board of Directors and must call a special meeting on written request of a majority of the
9 members of the Board.

10 B) Executive Committee

11 The Executive Committee shall meet not less than twice a year and shall exercise the
12 power of the Board of Directors between its meetings. A majority of the Executive
13 Committee members shall constitute a quorum.

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15 **Article VI. Committees**

16 The following will be Standing Committees of ACAPT:

17 **Section 1: Finance Committee**

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

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

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

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

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6 **Section 2: Nominating Committee**

7 A) The Nominating Committee, elected by the Representatives, shall consist of three
8 Representatives of Member Institutions.

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

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

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

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

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

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

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

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26 **Section 3: Reference Committee**

- 1 A) The Reference Committee shall consist of three Representatives appointed by the Board
2 of Directors, and the Vice-President, who shall serve as an *ex officio* member of the
3 Reference Committee.
- 4 B) Each member other than the Vice-President shall serve a three year term with at least one
5 new member appointed no later than November 1 of each year.

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7 **Article VII: Elections and Voting**

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

12 On petition of at least 5 Member Institutions, a qualified consenting member shall be placed
13 in nomination for a position as an officer, director, or as a member of the Nominating
14 Committee to serve as a nomination by petition. Such a petition must be filed with the
15 Secretary no later than 14 days after the list of candidates prepared by the Nominating
16 Committee has been distributed to members. A candidate nominated by petition shall be
17 afforded similar opportunities for publication of candidacy to the membership as those
18 afforded a candidate nominated by the Nominating Committee.

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20 **Article VIII: Finance**

21 **Section 1: Fiscal Year**

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

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24 **Section 2: Limitations on Expenditures**

1 No officer, employee, or committee shall expend any money not provided in the budget as
2 adopted, or spend any money in excess of the budget allotment, except by order of ACAPT's
3 Board of Directors. Neither the Board of Directors nor the Executive Committee shall
4 commit ACAPT to any financial obligations in excess of its current financial resources.

5 **Section 3: Dues**

6 A) The dues shall be as follows:

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

9 ii) ~~Institutions of higher education located in the United States of America with a
10 physical therapist education program that obtain initial accreditation from CAPTE
11 in the fall may pay an one-time only half dues of \$1,250 between January 1 June
12 30 in the year following their fall accreditation.~~

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14 B) Individual Members

15 i) There will not be dues for Individual Members.

16 C) Dues shall be for 12 months of membership with the exception of newly accredited
17 institutions that pay the one-time-only half dues amount, per Article VIII, Section 3Aii.

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

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

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21 **Section 4: Audits and Financial Reports**

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

24

25 **Article IX. Consortia**

- 1 A) The Member Institutions may establish consortia following these procedures:
- 2 1 At least 5 Representatives of Member Institutions shall complete the “Application to Form a
3 Consortium” and submit it to the ACAPT. See ACAPT Procedures for the Establishment
4 and Operations of a Consortium.
- 5 2 ACAPT’s Executive Committee shall review the Application and will either approve it for
6 consideration by the full ACAPT Board, ask for further clarification and then submit it to the
7 full ACAPT Board for consideration, or deny the formation of the Consortium.
- 8 3 Applications approved by ACAPT’S Executive Committee shall be considered by the
9 ACAPT Board at its next meeting for approval or rejection.
- 10 4 Applications that have been denied by ACAPT’s Executive Committee may be appealed to
11 the ACAPT Board by five or more Institutional Member representatives who submitted the
12 Application.
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- 14 B) Consortia are comprised of Individual Members. Any additional criteria for membership
15 shall be set out in the Procedures for the Establishment and Operations of a Consortium.
- 16 C) The role of the consortium is to provide a forum for Individual Members of Member
17 Institutions of the physical therapist education community to gather and disseminate
18 information relative to a specific area of shared interest and to have a line of
19 communication within the ACAPT, particularly with the Board of Directors.
- 20 D) A consortium does not hold voting privileges within the ACAPT. Consortia shall operate
21 under procedures, and any amendments thereto, which have been approved by the
22 ACAPT Board.
- 23 E) Dissolution of a Consortium
- 24 The Board may dissolve a Consortium for cause by a vote of 2/3 of the members of the
25 Board. In the event that a Consortium is dissolved, all property, records, and residual
26 funds, after payment of bona fide debts, shall be transferred to the ACAPT.

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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 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.

Article XIII. Association as Higher Authority

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

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