

KEY: **BOLD AND UNDERLINED ARE ADDITIONS, RED STRIKETHROUGH ARE DELETED WORDS**

AMERICAN COUNCIL OF ACADEMIC PHYSICAL THERAPY

BYLAWS

~~Bylaws of American Council of Academic Physical Therapy~~

~~Adopted March 2014~~

~~Amended October 2015~~

~~Amended October 2016~~

~~Amended October 2017~~

~~Amended October 2018~~

ARTICLE I

NAME

Article I. Name and Relationship to American Physical Therapy Association

The American Council of Academic Physical Therapy, hereinafter referred to as "ACAPT," **is a Virginia Not-For-Profit Corporation** and shall be a component of the American Physical Therapy Association, hereinafter referred to as the "Association."

ARTICLE II

PURPOSE

~~Article III Purpose~~

Section 1. Purposes. 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

~~Article III Membership~~

Section 1: Categories and Qualification of Membership. ACAPT shall have the following membership categories:

~~ACAPT shall members in the categories set forth below:~~

A. Member Institutions

- 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) and **that** pays the annual dues to ACAPT shall be Member Institutions of ACAPT.
- 2.** Member Institutions shall be represented by one **(1) DPT** program director or one **(1)** full-time core faculty member, as defined by CAPTE, in the program as designated by

1 the program director. **This individual shall be referred to as the “Representative.”**
2 ~~(hereinafter referred to as the Representative.~~

- 3 **a.** Member Institutions shall identify their Representative each year at the time dues
4 are paid.
5 **b.** Member Institutions with more than one **(1)** separately accredited physical therapist
6 education program may have one **(1)** Representative for each of those accredited
7 physical therapist education programs.
8 **c.** Each Representative from any Member Institution must be a member in good
9 standing of the Association.
10 **c** The Member Institution may change ~~their~~ **its** Representative **at any time by**
11 **providing written notice of the change to ACAPT.** ~~by written notice at any time~~
12 ~~to the American Council of Academic Physical Therapy (ACAPT).~~

13 **B. Individual Members**

- 14 **1.** A faculty member or clinical affiliate of a Member Institution who has been confirmed
15 through the Member Institution’s Representative shall be admitted to membership as
16 an Individual Member.
17 **2.** Individual Members shall be required to be members of the Association.

18
19 **Section 2: Rights of Representatives of Member Institution Representatives.**
20 Representatives of Membership Institutions shall have the following rights: ~~Institutions and~~
21 ~~Individual Members~~

22 ~~A. Representatives of Member Institutions shall have the following rights-~~ **To attend all**
23 **ACAPT business meetings and:**

- 24 **1. To speak in debate;**
25 **2. To make, co-sponsor, and second motions;**
26 **3. To vote;**
27 **4. To hold office;**
28 **5. To serve in appointed positions;**
29 **6. To serve on task forces and committees; and**
30 **7. To be elected to a leadership position of a Consortium.**

31 ~~To attend all ACAPT business meetings~~

32 ~~To speak and debate~~

33 ~~To make co-sponsor, and second motions~~

34 ~~To vote~~

35 ~~To hold office~~

36 ~~To designate an Individual Member of the Member Institution with authority to act~~
37 ~~according to the above rights on behalf of Representative in his or her absence.~~

38 **B. To designate an Individual Member of the Membership Institution with authority to**
39 **act according to the rights outlined in A. above on behalf of the Representative in**
40 **his/her absence.**

- 41 1. Delegation of the authority of the Representative of a Member Institution to an
42 Individual Member from the same institution must be:
43 **a.** submitted in writing to ACAPT by the Representative of the Member Institution
44 ~~or in extenuating circumstances, by an administrative representative of the Member~~
45 ~~Institution~~ at least **one (1)** week in advance of exercising a Member Institution’s right
46 to representation; **or**
47 ~~or~~ hand-carried by the Individual Member ~~into a~~ **to the** business meeting and
48 presented to the Secretary prior to the start of the meeting.
49 **2. In extenuating circumstances, an administrative representative of the**
50 **Membership Institution may execute the written notice.**

1
2 **Section 3. Rights of Individual Members.** Individual Members shall have the following
3 rights:

4 A. To attend all ACAPT business meetings and:

- 5 1. To speak in debate;
- 6 2. To make motions that are co-sponsored by the same Member Institution's
7 Representative;
- 8 3. To serve in appointed positions; and
- 9 4. To serve on task forces and committees.

10 ~~A) Individual Members shall have the following rights~~

11 ~~1) to attend all ACAPT business meetings~~

12 ~~2) To speak and debate~~

13 ~~3) To make motions that are co-sponsored by the Member Institution;s Representative~~

14 ~~4) To be elected to a leadership position of a Consortium~~

15
16 **Section 4 ~~3~~ : Application for and Admission to Membership**

17 **A.** Membership Institutions: ~~:-~~ Payment of ACAPT dues ~~by Member Institutions~~ shall
18 constitute application for and admission to membership.

19 **B.** Individual Membership: ~~:-~~ A faculty member or clinical affiliate of a Member Institution
20 who has been confirmed through the Member Institution's Representative shall be admitted to
21 membership. **Individual members do not pay dues to ACAPT.**

22
23 **Section 5 ~~4~~: Good Standing. Good standing shall be defined as follows:**

24 **A.** Member Institutions .

25 1. **Timely payment of all ACAPT dues; and**

26 **2. Maintenance of accreditation through CAPTE.**

27 **B. Individual Members.**

28 1. Must be in good standing with the Association.

29 **1. Are a faculty member or clinical affiliate confirmed by the Representative of a**
30 **Member Institution.**

31 ~~or an Individual Member in good standing shall be entitled to all rights and privileges as~~
32 ~~outlined in these Bylaws.~~

33 ~~Member Institutions are in good standing within the meaning of these Bylaws if they:~~

34 ~~Make timely payments of all ACAPT dues~~

35 ~~Maintain accreditation through CAPTE~~

36 ~~Individual Members:~~

37 ~~An Individual Member is in good standing within the meaning of these Bylaws if the~~
38 ~~member is in good standing with the Association and is a faculty member or clinical~~
39 ~~affiliate confirmed by the Representative of a Member Institution.~~

40
41 **Section 6. Suspension or Revocation and Termination of Membership. ~~5: Disciplinary~~**
42 **Action**

43 **A.** Member Institutions:

44 **1. or an Individual Member in good standing shall be entitled to all rights and**
45 **privileges as outlined in these Bylaws.**

46 **Member Institutions are in good standing within the meaning of these Bylaws if they:**

47 **Make timely payments of all ACAPT dues**

48 **Maintain accreditation through CAPTE**

49 **Individual Members:**

1 **An Individual Member is in good standing within the meaning of these Bylaws if the**
2 **member is in good standing with the Association and is a faculty member or clinical**
3 **affiliate confirmed by the Representative of a Member Institution.** A Member
4 Institution whose dues have not been received by forty five (45) calendar days before the
5 Annual Meeting shall be considered to be in arrears and its membership rights shall be
6 suspended.

7 **2. A Member Institution whose** ~~If the~~ dues are not received within fourteen (14) calendar
8 days before the Annual Meeting **shall have its membership revoked and all rights of**
9 **membership shall be terminated.** ~~, the membership shall be automatically revoked and~~
10 ~~the membership rights of the institution shall terminate.~~

11 **3. If a Member Institution no longer has a program accredited by CAPTE, the Member**
12 **Institution shall have its membership revoked and all rights of membership shall be**
13 **terminated.** ~~then the institution shall cease to be a Member Institution of ACAPT and its~~
14 ~~membership rights shall terminate.~~

15 **a.** If one of the separately accredited programs of a Member Institution with more
16 than one ~~such~~ program is no longer accredited by CAPTE, ~~then~~ the
17 Representative associated with that program shall cease to be a Representative
18 and may not exercise any membership rights on behalf of the Member
19 Institution.

20 **B.** Individual Members:

21 **1. Any-Individual Member of ACAPT** who is suspended ~~or expelled~~ by the Association
22 and/or Member Institution shall ~~automatically~~ have his or her membership rights suspended.
23 Membership rights may be reinstated upon reinstatement by the Association and/or
24 Member Institution- ~~in ACAPT.~~

25 **2. An Individual Member who is expelled by the Member Institution shall have**
26 **his/her membership rights terminated.**

27
28 **Section 6-7: Reinstatement**

29 **A.** Member Institutions

30 **1. A** Member Institution whose membership has been revoked due to nonpayment of
31 dues may be readmitted upon payment of dues.

32 **2. A** Member Institution whose membership has terminated due to loss of accreditation
33 may reapply for admission if "Accreditation" status is reinstated.

34 **B.** Individual Members

35 **1. Any-** former Individual Member of ACAPT who is in good standing in the Member
36 Institution may be reinstated to ACAPT Individual Membership if that ~~person~~ **individual**
37 meets the requirements ~~for~~ **of** Individual Membership.

38
39 **ARTICLE IV**
40 **MEETINGS**

41
42 ~~**Article IV. Meetings and Authority of the Representatives**~~

43 **Section 1: Annual Meeting. An Annual Meeting of the Member Institutions:**

44 **A. Scheduling. Shall be held each year at a date, time, and place as determined by the**
45 **Board of Directors;**

46 **B Purpose. Shall be held for the purpose of conducting ACAPT's business and other**
47 **activities in accordance with the purposes of ACAPT.**

48 **C. Authority of Representative. The Representative, or the Representative's designee,**
49 **shall have the authority to:**

50 **1. Amend, revise, or rescind the Articles of Incorporation or the Bylaws;**

- 1 2. Enact policies of ACAPT;
- 2 3. Approval all resolutions and statements of opinion in the name of ACAPT;
- 3 and
- 4 4. Act on any other business appropriate to come before the Member
- 5 Institutions.

6 **D. Motions.**

- 7 1. Proposed motions must be submitted to ACAPT's Board of Directors no later
- 8 than two (2) months prior to the date of the Annual Meeting.
- 9 2. The Board of Directors shall provide the motions meeting the two month
- 10 deadline and to be considered at the Annual Meeting to the Representatives at
- 11 least thirty (30) days prior to the date of the Annual Meeting.
- 12 3. Motions that do not meet the two (2) month requirement may be considered at
- 13 the Annual Meeting upon a two-thirds (2/3) vote of the Representatives present
- 14 and voting.
- 15 4. Motions that do not meet the two (2) month requirement shall be distributed to
- 16 all Representatives at the start of the Annual Meeting.

17

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

- 22 ~~1) Amend or repeal these Bylaws;~~
- 23 ~~2) Enact policies of ACAPT;~~
- 24 ~~3) Approve all resolutions and statements of opinion in the name of ACAPT.~~

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

27 ~~B) Motions~~

- 28 ~~1) Proposed motions shall be submitted to ACAPT's Board of Directors no later than~~
29 ~~two months prior to the date of the Annual Meeting.~~
30 ~~Motions that do not meet this two-month requirement may be considered at the~~
31 ~~Annual Meeting upon a vote of 2/3 of those Representatives present and voting. The~~
32 ~~Board of Directors shall make motions available to the Representatives no later than~~
33 ~~30 days prior to the date of the Annual Meeting. Last minute motions shall be~~
34 ~~distributed to all Representatives at the start of a meeting.~~

35 ~~C) Eligibility to Speak and Vote~~

- 36 ~~1) All Representatives, or their designee, and Individual Members may speak; attendees~~
37 ~~who are not members of the ACAPT must receive permission of the Representatives~~
38 ~~to speak. Only Representatives, or their designee, may vote.~~

39 ~~D) Conduct of the Meeting~~

- 40 ~~1) Anyone wishing to speak shall rise, address the Chair, wait to be recognized, and give~~
41 ~~his/her name and institution. If a microphone is available, speakers will be~~
42 ~~recognized in the order of their lining up at the microphone.~~
- 43 ~~2) No one may speak longer than three minutes at one time on any one question, nor~~
44 ~~more than once until all who wish to speak have been heard.~~
- 45 ~~3) Anyone may speak for a third time, on any one question, only with the consent of the~~
46 ~~Chair or upon a majority vote of the members present and voting.~~
- 47 ~~4) A timekeeper shall be appointed by the Chair of the meeting.~~
- 48 ~~5) In debate members must limit their remarks to the merits of a question.~~
49 ~~All questions of order or appeal shall be decided by a majority voice or standing vote~~
50 ~~of Representatives present and voting.~~

- 1 6) ~~In the event a designated Representative is unable to attend the Annual Meeting, the~~
2 ~~institution may delegate the authority to an Individual Member from the same~~
3 ~~institution in accordance with Article III, Section 2.A.6.i. The alternate must be an~~
4 ~~APTA member within the institution in accordance with Article III, Section 1.A.2 for~~
5 ~~being a Representative established by the ACAPT.~~
6 7) ~~Representatives must register no later than 1 week prior to the Annual Meeting in~~
7 ~~order to establish if a quorum is present. Staff will issue each designated~~
8 ~~Representative the appropriate voting mechanism for the Annual Meeting.~~

9
10 **~~Section 2: Special Meeting(s)~~**

11 **~~Section 2. Special Meetings~~**

12 **~~A. Scheduling. Special Meetings of the Representatives may be called by a majority vote~~**
13 **~~of the Board of Directors and/or shall be called upon receipt of written petitions from~~**
14 **~~Representatives representing at least a majority of Member Institutions.~~**

15
16 ~~The Board of Directors may call a special meeting of the Representatives of Member~~
17 ~~Institutions, and the Board of Directors shall call a special meeting upon receipt of written~~
18 ~~petitions from Representatives representing at least 50% of the Member Institutions.~~

19 **~~Section 3. Notice~~**

20 **~~A. Written notice of the date, time, and place of the Annual Meeting shall be sent to all~~**
21 **~~Member Institutions at least thirty (30) days before the date of the scheduled~~**
22 **~~meeting.~~**

23 **~~B. Written notice of the date, time, and place of a Special Meeting shall be sent to all~~**
24 **~~Member Institutions at least ten (10) days before the date of the scheduled meeting.~~**

25 **~~C. Notice may be provided by mail, personal service, or to the electronic mail address~~**
26 **~~on record at ACAPT for the Member Institution Representative.~~**

27 **~~Section 4. Quorum~~**

28 **~~A quorum for any Annual or Special Meeting shall be at least a majority of the~~**
29 **~~Representatives representing the Member Institutions in good standing with ACAPT.~~**

30
31 **~~Section 3: Meeting Notice~~**

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

34
35 **~~Section 4: Quorum~~**

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

38 **~~Section 5: Minutes~~**

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

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

46
47 **ARTICLE V**
48 **OFFICERS**
49

1 **Section 1. Officers.** The officers of ACAPT shall be a President, Vice President, Secretary,
2 and Treasurer.

3 A. President;

4 **Section 2. Qualifications.** Only Representatives of Member Institutions are eligible to serve
5 as an officer of ACAPT.

6 A. Eligibility to Serve as President:

- 7 1. Must have served on the ACAPT Board of Directors for at least one (1) full term in
8 the last five (5) years.

9 **Section 3. Duties.** The officers shall perform the duties provided in this section and such other
10 duties as are prescribed for the office in these bylaws, by the ACAPT Board of Directors, by
11 the president, or in the adopted parliamentary authority.

12 A. Duties of the President. The President shall:

- 13 1. Preside at all meetings of the Board of Directors, and Executive Committee;
- 14 2. In the event of the absence or incapacity of the Vice President, preside at the meetings
15 of the Representatives of the Member Institutions;
- 16 3. Be the official spokesperson for ACAPT or shall designate an individual to serve as
17 spokesperson;
- 18 4. Present a written report of the activities of ACAPT at the Annual Meeting; and
- 19 5. Serve as an ex officio member of all committees except the Nominating Committee.

20 B. Duties of the Vice President. The Vice President shall:

- 21 1. Preside at all meetings of the Representatives of Member Institutions;
- 22 2. Temporarily assume the duties of President in the absence or incapacity of the
23 President; and
- 24 3. In the event of a vacancy in the office of President, succeed to the Presidency for the
25 remainder of the unexpired term.

26 C. Duties of the Secretary. The Secretary shall:

- 27 1. Be responsible for ensuring that minutes of all meetings are recorded and distributed
28 for all meetings of the Representatives, the Board of Directors, and the Executive
29 Committee;
- 30 2. Be responsible for ensuring that all official notices are provided to the membership;
31 and
- 32 3. Be responsible for ensuring the maintenance of the records of all official actions of the
33 Representatives, the Board of Directors, and the Executive Committee.

34 D. The Treasurer. The Treasurer shall:

- 35 1. Present the annual budget to the Board of Directors;
- 36 2. Maintain complete and accurate financial records, including a record of all receipts and
37 disbursements;
- 38 3. Provide a written financial report at the Annual Meeting;
- 39 4. Serve as Chair of the Finance Committee;
- 40 5. Recommend to the Board of Directors an auditor to complete the annual audit of the
41 financial records; and
- 42 6. Provide financial reports to the Board of Directors at least quarterly or upon request of
43 the Board.

44 **Section 4. Term of Office.**

45 A. Officers shall assume office at the close of business at the Annual Meeting in the year in
46 which they are elected.

47 B. The term of office shall be for three years or until a successor is elected and assumes
48 office.

- 49 1. A person who serves more than half of a term in an office shall be considered as having
50 completed a full term.

- 1 C. No person shall serve more than two (2) consecutive terms on the Board of Directors or
2 more than two consecutive terms in the same office.
3 1. A person who has completed the maximum consecutive terms shall be eligible to run
4 for office again after one full year out of office.

5 **Section 5. Vacancies.**

- 6 A. If a vacancy occurs in any office except President, within the first twelve months of a
7 three-year term and at least two months before the Annual Meeting, the Nominating
8 Committee shall present at least one (1) candidate for election at the next Annual Meeting
9 to fill the remainder of the unexpired term.
10 B. If a vacancy occurs after the first twelve months of a three-year term, or if the vacancy
11 occurs less than two months before the Annual Meeting, the Board of Directors shall
12 appoint an individual to fill the vacancy for the unexpired term.
13 C. Individuals appointed to fill a vacancy for less than one-half of a full term shall be eligible
14 to be elected and serve for two full terms.

15
16 **ARTICLE VI**
17 **BOARD OF DIRECTORS**
18

19 **Section 1. Composition** The Board of Directors of ACAPT shall be the officers and five
20 Directors-at-Large. The Executive Director shall be an ex-officio member without vote.

21 **Section 2. Qualifications.** Only Representatives of Member Institutions are eligible to serve
22 on the Board of Directors.

23 **Section 3. Duties.** The Board of Directors shall:

- 24 A. Carry out the mandates and policies of ACAPT as set by the membership at the Annual
25 Meeting;
26 B. Foster the growth and development of ACAPT;
27 C. Approve the annual budget;
28 D. Create and appoint special committees **and task forces** as necessary;
29 E. Create and appoint consortia as necessary, and facilitate the activities of the consortia;
30 F. Establish the date, time, place, and program for the Annual Meeting;
31 G. Develop and maintain procedural documents related to the Bylaws;
32 H. Review and revise ACAPT policies for consistency with policies adopted by the
33 membership at ~~a~~ **an Annual**-Meeting;
34 I. Have general supervision of ACAPT between meetings of ACAPT. No action of the Board
35 shall countermand any action taken by the membership of ACAPT.

36 **Section 4. Meetings.**

- 37 A. Regular Meetings. The Board of Directors shall meet at least two times per calendar year,
38 at a date, time, and place established by the Board of Directors.
39 B. Special Meetings. Special meetings may be called by the President and shall be called
40 upon the written request of a majority of the members of the Board.
41 C. Electronic Meetings. The Board of Directors may meet via electronic means as long as all
42 there is simultaneous aural communication amongst all individuals participating.
43 D. Notice of Regular Meetings. Notice of regular meetings shall be provided no later than **30**
44 days prior to the date of the scheduled meeting.
45 E. Notice of Special Meetings. Notice of a special meeting shall be provided no later than **10**
46 days prior to the date of the meeting and shall include the purpose for which the meeting
47 is called.
48 F. Quorum. The quorum for any regular or special meeting shall be a majority of the
49 members of the Board of Directors then in office.
50

1 **Article V. Officers, Board of Directors, Executive Committee**

2 **Section 1: Composition**

- 3 ~~A) The Board of Directors of ACAPT shall consist of the President, Vice-President, Secretary,~~
4 ~~Treasurer, and five at large Directors.~~
- 5 ~~B) The Executive Committee of ACAPT shall consist of the President, Vice President,~~
6 ~~Secretary, Treasurer, and one of the at large Directors who shall be selected annually by~~
7 ~~the at large Directors at the first meeting of the Board of Directors following their~~
8 ~~installation as officers.~~

9

10 **Section 2: Qualifications**

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

12

13 **Section 3: Officers**

14 ~~The Officers of ACAPT shall consist of the President, Vice-President, Secretary, and~~
15 ~~Treasurer.~~

16 **A) President**

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

23 **B) Vice-President**

- 24 1) ~~The Vice President shall preside at all meetings of the Representatives of Member~~
25 ~~Institutions.~~
- 26 2) ~~The Vice President shall assume the duties of the President if the President is absent~~
27 ~~or incapacitated.~~
- 28 3) ~~In the event of a vacancy in the office of the President, the Vice President shall~~
29 ~~succeed to the Presidency for the unexpired remainder of the term and the office of~~
30 ~~Vice-President shall be declared vacant.~~

31 **C) Secretary**

- 32 1) ~~The Secretary shall be responsible for keeping and distributing the minutes of all~~
33 ~~meetings of the Representatives, the Executive Committee, and the Board of~~
34 ~~Directors.~~
- 35 2) ~~The Secretary shall be responsible for all notices to members of ACAPT.~~
- 36 3) ~~The Secretary shall maintain records of all official actions of the Representatives, the~~
37 ~~Board of Directors, and the Executive Committee.~~

38 **D) Treasurer**

- 39 1) ~~The Treasurer shall be responsible for presenting the annual budget to the Board of~~
40 ~~Directors, maintaining complete and accurate financial records, and providing a~~
41 ~~written financial report at the Annual Meeting of ACAPT.~~
- 42 2) ~~The Treasurer shall serve as the Chair of the Finance Committee of ACAPT.~~
- 43 3) ~~The Treasurer shall provide for an audit of the financial records of ACAPT at least~~
44 ~~annually.~~
- 45 4) ~~The Treasurer shall provide required financial reports to the Association.~~
- 46 5) ~~The Treasurer shall provide financial reports to the Board of Directors at least~~
47 ~~quarterly or upon request by the Board.~~
- 48 6) ~~The Treasurer shall keep accurate records of all receipts and disbursements related to~~
49 ~~the workings of ACAPT.~~

1 **Section 4: Tenure**

- 2 A) Members of the Board of Directors shall assume office at the close of business at the
3 Annual Meeting of the Member Institutions in the year in which they are elected.
- 4 B) The term of office of each member of the Board of Directors shall be for three years or
5 until a successor is elected and takes office.
- 6 C) No person shall serve more than two complete consecutive terms on the Board of
7 Directors or more than 2 complete consecutive terms in the same office. A member who
8 has completed their terms of office is eligible to run again after taking off at least one
9 election cycle.
- 10 D) A complete term for a member of the Board of Directors shall be defined as 3 years.
- 11 E) Vacancies: Except for the position of President, if a vacancy occurs on the Board of
12 Directors within the first year of a 3-year term and at least two months before the Annual
13 Meeting, the Nominating Committee shall select a candidate(s) for election at the next
14 Annual Meeting, and the person elected at that Meeting shall serve the remainder of the
15 term. If any other vacancy occurs, the Board of Directors shall fill the vacancy by
16 appointing a person to serve for the remainder of the term. When less than one half a term
17 remains, the appointed individual shall be eligible to be elected to two additional terms.

18
19 **Section 5: Duties**

- 20 A) The Board of Directors shall:
- 21 1) Carry out the mandates and policies of ACAPT. Between Annual Meetings the Board
22 of Directors may make and enforce such policy on behalf of ACAPT as is not
23 inconsistent with the mandates and policies determined by ACAPT.
- 24 2) Foster the growth and development of ACAPT.
- 25 3) Direct all business and financial affairs of ACAPT, including approving an annual
26 budget.
- 27 4) Be responsible for creation, appointment, purposes and activities of such committees
28 as it deems necessary.
- 29 5) Be responsible for the creation of and facilitation of activities of consortia as it deems
30 necessary.
- 31 6) Be responsible for the program, time, and place of the Annual Meeting of ACAPT.
- 32 7) Be responsible for development and maintenance of procedural documents related to
33 these Bylaws.
- 34 8) Review and revise existing ACAPT policies, and the Bylaws, for consistency of intent
35 and language with such policies as may be adopted from time to time by ACAPT.
- 36 B) Executive Committee
37 The Executive Committee may act in lieu of the Board of Directors between meetings
38 of the Board of Directors, and shall report its actions at the next meeting of the Board.

39 **Section 6: Conduct of Business**

- 40 A) Board of Directors
41 The Board of Directors shall meet not less than twice a year. A majority of the members
42 of the Board shall constitute a quorum. The President may call a special meeting of the
43 Board of Directors and must call a special meeting on written request of a majority of the
44 members of the Board.
- 45 B) Executive Committee
46 The Executive Committee shall meet not less than twice a year and shall exercise the
47 power of the Board of Directors between its meetings. A majority of the Executive
48 Committee members shall constitute a quorum.

49
50 **ARTICLE VII**

COMMITTEES

Section 1. Executive Committee.

A. Composition. The Executive Committee shall be composed of the officers of ACAPT. The Executive Director shall serve as an ex-officio member without vote.

B. Duties. The Executive Committee shall exercise the responsibilities of the Board of Directors between meetings of the Board of Directors. All actions taken by the Executive Committee shall be reported to the Board of Directors at the next meeting of the Board of Directors. No action of the Executive Committee shall countermand the actions of the Board of Directors or the membership of ACAPT.

C. Meetings.

1. Regular Meetings. The Executive Committee shall meet at least two times per calendar year at a date, time, and place established by the Executive Committee.

2. Special Meetings. Special meetings may be called by the President and shall be called upon the written request of a majority of the members of the Executive Committee.

3. Notice of Regular Meetings. Notice of regular meetings shall be provided no later than 30 days prior to the date of the scheduled meeting.

4 . Notice of Special Meetings. Notice of special meetings shall be provided at least 48 hours in advance of the meetings and shall include the purpose for which the meeting is called.

5 . Quorum. The quorum for any regular or special meeting shall be a majority of the members of the Executive Committee.

6. Electronic Meetings. The Executive Committee may meet via electronic means as long as all there is simultaneous aural communication amongst all individuals participating.

Section 2. Finance Committee.

A. Composition. The Finance Committee shall be chaired by the Treasurer and shall include at least two (2) other members appointed by the ACAPT Board of Directors. In each year in which a Treasurer is not elected, at least one (1) member shall be appointed

B. Term. The term of office for the members appointed by the Board of Directors shall be three years or until a successor is appointed and assumed office.

C. Duties. The Finance Committee shall:

1. Advise the Board of Directors on matters pertaining to ACAPT's financial needs, growth, and stability based on a periodic review of income, expenditures, and investments.

2. Prepare an annual budget for the Treasurer to present to the Board of Directors.

3. Serve as the contact point for the independent auditors, meeting at least annually with the auditors to discuss the annual audit.

a. The committee shall advise the Board of Directors of any irregularities or materials findings in the financial records.

Section 3. Nominating Committee.

A. Composition. The Nominating Committee shall consist of three (3) members who are Representatives of Member Institutions and who are elected by the Representatives at the Annual Meeting.

B. Term. Members shall serve a term of three (3) years or until their successors are elected and assume office.

- 1 1. The term of office shall commence at the adjournment of the Annual Meeting
- 2 at which the member is elected.
- 3 2. One (1) member of the committee shall be elected at each Annual Meeting.
- 4 3. No individual shall be elected or appointed to successive complete terms.
- 5 C. Chair. The chair of the committee shall be elected annually by the committee from
- 6 the members of the committee.
- 7 D. Duties. The Nominating Committee shall:
- 8 1. Provide a slate of candidates for each position up for election.
- 9 a. Each candidate shall have consented in writing to serve;
- 10 b. The slate of candidates shall be provided to the Representatives at least two
- 11 (2) months prior to the Annual Meeting;
- 12 2. Foster activities that maintain and promote a pool of qualified individuals
- 13 willing to be nominated for office;
- 14 3. Perform other duties as prescribed by these Bylaws or as directed by the Board
- 15 of Directors or the ACAPT membership.
- 16 Section 4. Reference Committee.
- 17 A. Composition. The Reference Committee shall consist of three (3) Representatives
- 18 appointed by the Board of Directors. The Vice President shall serve as an ex-officio
- 19 member.
- 20 B. Term. Each appointed member shall serve a term of three (3) years or until the
- 21 successor is appointed and assumes office. One (1) member shall be appointed each
- 22 year no later than November 1.
- 23 C. Duties. The Reference Committee shall review all proposals and/or amendments to
- 24 the Bylaws which are to be presented to the Representatives at the Annual Meeting.

25 ~~**Article VI. Committees**~~

26 ~~The following will be Standing Committees of ACAPT:~~

27 ~~**Section 1: Finance Committee**~~

- 28 ~~A) The Finance Committee shall consist of the Treasurer and at least two other members~~
- 29 ~~appointed by the ACAPT Board of Directors. The members appointed by the ACAPT~~
- 30 ~~Board of Directors shall serve a term of 3 years. In each year in which the Treasurer is~~
- 31 ~~not elected, the Board of Directors shall appoint at least one member.~~
- 32 ~~B) The Finance Committee shall advise the Board of Directors on matters pertaining to~~
- 33 ~~ACAPT's financial needs, growth, and stability based on periodic review of income,~~
- 34 ~~expenditures, and investments.~~
- 35 ~~C) The Finance Committee shall present an annual budget to the Board of Directors.~~
- 36 ~~D) The Finance Committee shall be the point of contact and meet at least annually with~~
- 37 ~~ACAPT's independent auditors to discuss the annual audit. The Finance Committee shall~~
- 38 ~~advise the Board of Directors of any irregularities or material findings that arise from the~~
- 39 ~~independent audit or other sources.~~

40 ~~**Section 2: Nominating Committee**~~

- 41 ~~A) The Nominating Committee, elected by the Representatives, shall consist of three~~
- 42 ~~Representatives of Member Institutions.~~
- 43 ~~B) Members shall serve a three year term or until their successors are elected. The term of~~
- 44 ~~one member shall expire each year. No member shall be elected to successive complete~~
- 45 ~~terms.~~
- 46 ~~C) Members of the Nominating Committee shall assume office at the Annual Meeting of the~~
- 47 ~~Representatives of the Member Institutions in the year in which they are elected.~~
- 48 ~~D) The Chair shall be elected annually by the Nominating Committee.~~

- 1 ~~E) Vacancies on the Nominating Committee shall be filled by appointment by the Board of~~
2 ~~Directors until the next Annual Meeting of ACAPT, when an election will be held to fill~~
3 ~~the unexpired portion of the term.~~
4 ~~F) The Nominating Committee shall, in addition to the duties otherwise directed by the~~
5 ~~Board of Directors or Member Institutions:~~
6 ~~1) Provide a slate of candidates for each position from those consenting to serve. This~~
7 ~~slate of candidates shall be published and made available to Representatives as soon~~
8 ~~as available, but no later than two months before the Annual Meeting.~~
9 ~~2) Foster activities that maintain and promote a pool of qualified nominees.~~

10
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 a member of the~~
21 ~~Nominating Committee. Elections shall be conducted online or in such other manner as the~~
22 ~~Board of Directors may provide. Elections shall be conducted each year in advance of the~~
23 ~~Annual Meeting, at such time as the Board of Directors may provide.~~

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

31 **ARTICLE VIII**

32 **NOMINATIONS AND ELECTIONS**

33
34 **Section 1. Nominations by Committee. The Nominating Committee shall present a slate**
35 **of officers, directors, and Nominating Committee member in accordance with Article VII**
36 **of these Bylaws.**

37 **Section 2. Nomination by Petition.**

38 **A. On petition of at least five (5) Member Institution Representatives, a qualified**
39 **representative shall have his/her name placed in nominating for officer, director, or**
40 **Nominating Committee member. The Representative shall have consented in**
41 **writing to serve as elected to the office for which he/she is nominated.**

42 **B. A nominating petition must be filed with the Secretary no later than fourteen (14)**
43 **days after the slate presented by the Nominating Committee has been presented to**
44 **the Representatives.**

45 **C. Candidates nominated by petition shall be provided similar opportunities for**
46 **publication of candidacy to the Representatives as the opportunities provided a**
47 **candidate nominated by the Nominating Committee.**

48 **Section 3. Elections.**

49 **A. The Representatives shall elect the officers, directors, and members of the**
50 **Nominating Committee.**

- 1 **B. Elections shall be conducted annually, prior to the Annual Meeting, at a time**
 2 **established by the Board of Directors.**
 3 **C. Elections shall be conducted on-line or via another method established by the Board**
 4 **of Directors.**
 5 **D. A majority of votes cast shall be required for election.**

6
 7 **ARTICLE IX**
 8 **FINANCES AND DUES**
 9

10 ~~Article VIII: Finance~~

11 **Section 1: Fiscal Year.**

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

13
 14 **Section 2: ~~Limitations on~~ Expenditures.**

15 **A. Individuals and committees.**

16 No officer, director, employee, or committee member, or committee shall expend any funds
 17 not established in the adopted budget, nor expend ~~money not provided in the budget as~~
 18 ~~adopted, or spend~~ any money in excess of the ~~budget allotment~~ adopted budget, unless
 19 expressly authorized by the Board of Directors., ~~except by order of ACAPT's Board of~~
 20 ~~Directors.~~

21 **B. Board of Directors and Executive Committee.** Neither the Board of Directors nor the
 22 Executive Committee shall commit ACAPT to any financial obligations in excess of its current
 23 financial resources.

24 **Section 3: Dues. Membership dues shall be as follows:**

25 ~~The dues shall be as follows:~~

26 **A. Member Institutions .**

27 **1. Annual** ~~d~~Dues for each separately accredited program shall not exceed
 28 ~~\$2,500 per separately accredited program per year and~~ shall be ~~determined~~ established by the
 29 ACAPT Board of Directors.

30 **2. Pro-rated.**

31 Institutions of higher education located in the United States of America with a physical
 32 therapist education program that obtain initial accreditation from CAPTE in the ~~F~~fall may pay
 33 half of the established Annual dues ~~to a maximum of \$1,250 for the an one time only half~~
 34 ~~dues of \$1,250 between~~ period January 1 - June 30 ~~in the year~~ following their ~~fall~~ initial
 35 accreditation.

36
 37 **B. Individual Members. Individual Members shall not pay dues.**

38 ~~i) There will not be dues for Individual Members.~~

39 **C. Dues Changes. All dues changes must be approved by the Board of Directors.**

40 **D. Assessments. ACAPT may impose assessments on Member Institutions to**
 41 **preserve the solvency of ACAPT.**

42 ~~B) Dues shall be for 12 months of membership with the exception of newly accredited~~
 43 ~~institutions that pay the one time only half dues amount, per Article VIII, Section 3Aii.~~

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

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

46
 47 **Section 4: Audits and Financial Reports.**

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

ARTICLE X
CONSORTIA

Section 1. Establishment. Member Institutions may establish consortia following these procedures:

- A. Application. At least five (5) Representatives of Member Institutions shall complete the “Application to Form a Consortium” and submit it to ACAPT in accordance with ACAPT Procedures for the Establishment and Operation of a Consortium.
- B. Executive Committee Review. ACAPT’s Executive Committee shall review the Application and will take one of the following actions:
 - 1. Approve it for consideration by the ACAPT Board of Directors;
 - 2. Ask for further clarification and then either deny the application or submit it to the ACAPT Board of Directors of consideration; or
 - 3. deny the application for formation of a consortium.
- C. Review of Approved Applications. Applications approved by the ACAPT Executive Committee will be considered by the ACAPT Board at its next regular meeting. The Board of Directors will either approve or deny the application.
- D. Appeal of Denial of Application. Five (5) or more of the Institutional Members who submitted the Application that was denied by the ACAPT Board may appeal the denial decision to the ACAPT Board.

Section 2. Composition. Consortia are comprised of Individual Members. Any additional criteria for membership shall be established in ACAPT *Procedures for the Establishment and Operation of a Consortium*.

Section 3. Role. The role of a consortium is to provide a forum for Individual members to gather and disseminate information related to a specific area of shared interest and to provide a line of communication within ACAPT and with the ACAPT Board of Directors.

Section 4. Voting Privileges. A consortium does not hold voting privileges within ACAPT.

Section 5. Operation. Consortia shall operate under ACAPT Procedures for the Establishment and Operation of a Consortium ~~procedures~~, including amendments, approved by the ACAPT Board of Directors.

Section 6. Dissolution. The ACAPT Board of Directors may dissolve a consortium for cause by a two-thirds vote. In the event a consortium is dissolved, all property, records, and remaining funds after payment of bona fide debts shall be transferred to ACAPT.

~~Article IX. Consortia~~

~~A) The Member Institutions may establish consortia following these procedures:~~

- ~~1—At least 5 Representatives of Member Institutions shall complete the “Application to Form a Consortium” and submit it to the ACAPT. See ACAPT Procedures for the Establishment and Operations of a Consortium.~~
- ~~2—ACAPT’s Executive Committee shall review the Application and will either approve it for consideration by the full ACAPT Board, ask for further clarification and then submit it to the full ACAPT Board for consideration, or deny the formation of the Consortium.~~
- ~~3—Applications approved by ACAPT’S Executive Committee shall be considered by the ACAPT Board at its next meeting for approval or rejection.~~
- ~~4—Applications that have been denied by ACAPT’s Executive Committee may be appealed to the ACAPT Board by five or more Institutional Member representatives who submitted the Application.~~

~~B) Consortia are comprised of Individual Members. Any additional criteria for membership shall be set out in the Procedures for the Establishment and Operations of a Consortium.~~

- 1 ~~C) The role of the consortium is to provide a forum for Individual Members of Member~~
2 ~~Institutions of the physical therapist education community to gather and disseminate~~
3 ~~information relative to a specific area of shared interest and to have a line of~~
4 ~~communication within the ACAPT, particularly with the Board of Directors.~~
5 ~~D) A consortium does not hold voting privileges within the ACAPT. Consortia shall operate~~
6 ~~under procedures, and any amendments thereto, which have been approved by the~~
7 ~~ACAPT Board.~~

8 ~~E) Dissolution of a Consortium~~

9 ~~The Board may dissolve a Consortium for cause by a vote of 2/3 of the members of the~~
10 ~~Board. In the event that a Consortium is dissolved, all property, records, and residual~~
11 ~~funds, after payment of bona fide debts, shall be transferred to the ACAPT.~~

12
13 **Article IX. Consortia**

14 ~~F) The Member Institutions may establish consortia following these procedures:~~

15 ~~5—At least 5 Representatives of Member Institutions shall complete the “Application to Form a~~
16 ~~Consortium” and submit it to the ACAPT. See ACAPT Procedures for the Establishment~~
17 ~~and Operations of a Consortium.~~

18 ~~6—ACAPT’s Executive Committee shall review the Application and will either approve it for~~
19 ~~consideration by the full ACAPT Board, ask for further clarification and then submit it to the~~
20 ~~full ACAPT Board for consideration, or deny the formation of the Consortium.~~

21 ~~7—Applications approved by ACAPT’S Executive Committee shall be considered by the~~
22 ~~ACAPT Board at its next meeting for approval or rejection.~~

23 ~~8—Applications that have been denied by ACAPT’s Executive Committee may be appealed to~~
24 ~~the ACAPT Board by five or more Institutional Member representatives who submitted the~~
25 ~~Application.~~

26
27 ~~G) Consortia are comprised of Individual Members. Any additional criteria for membership~~
28 ~~shall be set out in the Procedures for the Establishment and Operations of a Consortium.~~

29 ~~H) The role of the consortium is to provide a forum for Individual Members of Member~~
30 ~~Institutions of the physical therapist education community to gather and disseminate~~
31 ~~information relative to a specific area of shared interest and to have a line of~~
32 ~~communication within the ACAPT, particularly with the Board of Directors.~~

33 ~~I) A consortium does not hold voting privileges within the ACAPT. Consortia shall operate~~
34 ~~under procedures, and any amendments thereto, which have been approved by the~~
35 ~~ACAPT Board.~~

36 ~~J) Dissolution of a Consortium~~

37 ~~The Board may dissolve a Consortium for cause by a vote of 2/3 of the members of the~~
38 ~~Board. In the event that a Consortium is dissolved, all property, records, and residual~~
39 ~~funds, after payment of bona fide debts, shall be transferred to the ACAPT.~~
40
41

42
43 **ARTICLE XI**
44 **DISSOLUTION OF ACAPT**

45
46 **Section 1. Vote to Dissolve.** ~~The ACAPT may be dissolved by a vote of the Member~~
47 ~~Institutions, through their Member Institutions through their Representatives of the Member~~
48 ~~Institutions , shall be entitled to vote on any proposal to dissolve ACAPT, which may be~~

1 ~~dissolved, shall be entitled to vote on any proposal to dissolve ACAPT, which may be dissolved~~
2 in accordance with § 13.1-902 of the Virginia Nonstock Corporation Act.

3 **Section 2. Property and Records.** All property and records ~~of whatever nature~~ in the
4 possession of ACAPT ~~s~~ **at the time of dissolution** shall be distributed in accordance with §
5 13.1-907(A)(1-3) of the Virginia Nonstock Corporation Act. **All remaining funds**, ~~and~~
6 ~~thereafter~~ after payment of all bona fide debts, ~~the~~ ~~any~~ remaining property, and **remaining**
7 records shall be ~~turned~~ **transferred** ~~over~~ to the Association.

8
9
10 **ARTICLE XII.**
11 **PARLIAMENTARY AUTHORITY**

12
13 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* **shall**
14 govern ACAPT in all cases to which **they are applicable** ~~and such rules are applicable~~ and in
15 which **they are not inconsistent** ~~such rules are consistent~~ with these Bylaws and any special
16 rules of order ~~adopted by that~~ ACAPT **may adopt.**

17
18 **ARTICLE XIII.**
19 **AMENDMENTS**

20 **Section 1. Vote Required.** The Bylaws may be amended at any ~~Annual Meeting~~ **meeting** of
21 ~~ACAPT at which there is a quorum present~~ by two-thirds **vote of the Representatives.** ~~of~~
22 ~~those present and voting~~

23 **Section 2. Notice. Notice** ~~Notification~~ of a proposed amendments shall be given to the
24 Member Institutions at least **thirty** (30) days prior to the ~~Annual Meeting~~ **meeting** **at which**
25 **they are to be considered.**

26
27 **Article XIII. Association as Higher Authority**

28 In addition to these Bylaws, ACAPT is governed by the Association's Bylaws and standing
29 rules, and by the Association's House of Delegates and Board of Director policies.
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31
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36