

1 **APTA Pennsylvania, a Chapter of the American Physical Therapy**
2 **Association Bylaws**

3
4
5 ARTICLE I. NAME

6
7 SECTION 1. The name of this organization is APTA Pennsylvania, a chapter of the American
8 Physical Therapy Association, hereinafter referred to as the Chapter. The American Physical
9 Therapy Association hereinafter will be referred to as the Association.

10
11 SECTION 2. The territorial boundaries of this Chapter shall be those of the Commonwealth of
12 Pennsylvania.

13
14 ARTICLE II. OBJECT

15 The object of the Chapter shall be the same as those set forth by the Association and in the
16 Articles of Incorporation in the Commonwealth of Pennsylvania.

17
18 ARTICLE III. FUNCTIONS

19 The functions of the Chapter shall be the same as the functions of the Association as established
20 in the Association bylaws.

21
22 ARTICLE IV.

23
24 SECTION 1. CATEGORIES AND QUALIFICATIONS OF MEMBERS. The Chapter
25 membership categories and qualifications for Physical Therapist, Retired Physical Therapist, Life
26 Physical Therapist, Student Physical Therapist, Physical Therapist Assistant, Retired Physical
27 Therapist Assistant, Life Physical Therapist Assistant, and Student Physical Therapist Assistant
28 shall be the same as those of the Association. In addition, the Chapter shall maintain a single
29 Corresponding Member category and a single Corresponding Student Member category with
30 rights and privileges as stated in the Association bylaws.

31
32 SECTION 2. RIGHTS AND PRIVILEGES OF MEMBERS.

33 A. The rights and privileges of the Chapter’s members shall be identical to those established in
34 the Association bylaws.

35
36 B. All Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical
37 Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist Assistant
38 shall have 1 vote within the chapter.

39
40 SECTION 3. ADMISSION TO MEMBERSHIP. Admission to Chapter membership is by
41 assignment by the Association’s Board of Directors.

42
43

44 SECTION 4. GOOD STANDING

45

46 A. An individual member is in good standing within the meaning of these bylaws if the member
47 is in good standing in the Association.

48

49 B. The Chapter assumes the responsibility of verifying that a member is in good standing,
50 including verification that an individual is in the proper membership category.

51

52 C. Any member of the Chapter, unless employed by a Federal Service and only by a Federal
53 Service, who practices within the territorial jurisdiction of the Chapter must meet the
54 requirements of the practice of physical therapy within the Commonwealth of Pennsylvania
55 as set forth by the State Board of Physical Therapy.

56

57 SECTION 5. DISCIPLINARY ACTION.

58

59 A. Any member of the Chapter who is suspended by the Association shall have their
60 membership privileges suspended from the Association and from the Chapter. Any member
61 who is expelled from membership in the Association shall be expelled from Chapter
62 membership.

63

64 B. Complaints to the effect that a member has violated the ethical principles or standards of the
65 Association shall be processed in accordance with the Association's Procedural Document on
66 Disciplinary Action.

67

68 SECTION 6. REINSTATEMENT. Individuals are reinstated to Chapter membership in
69 accordance with the Association's Standing Rules. The Chapter may not charge a reinstatement
70 fee.

71

72 ARTICLE V. CHAPTER COMPONENTS, DISTRICTS AND SPECIAL INTEREST GROUPS

73

74 SECTION 1. DISTRICTS.

75

76 A. AUTHORIZATION. The Chapter Board of Directors may authorize the establishment of
77 Districts.

78

79 B. NUMBER OF DISTRICTS. This Chapter shall be composed of a minimum of seven
80 districts.

81

82 C. GEOGRAPHICAL DISTRICTS.

83 1. The Northwestern District shall include the following counties: Erie, Mercer, Cameron,
84 Warren, Venango, Clarion, McKean, Forest, Jefferson, Crawford, and Elk.

85

- 86 2. The Southwestern District shall include the following counties: Lawrence,
87 Westmoreland, Butler, Green, Beaver, Armstrong, Fayette, Allegheny, and Washington.
88
89 3. The Northcentral District shall include the following counties: Potter, Lycoming, Tioga,
90 Clinton, Bradford, Sullivan, Union, Centre, Columbia, Northumberland, Snyder, and
91 Montour.
92
93 4. The Southcentral District shall include the following counties: Franklin, Mifflin, Adams,
94 York, Berks, Lebanon, Lancaster, Cumberland, Perry, Juniata, Dauphin, and Schuylkill.
95
96 5. The Westcentral District shall include the following counties: Indiana, Cambria,
97 Somerset, Clearfield, Huntingdon, Fulton, Bedford, and Blair.
98
99 6. The Northeastern District shall include the following counties: Susquehanna, Luzerne,
100 Northampton, Wyoming, Wayne, Monroe, Lehigh, Carbon, Lackawanna, and Pike.
101
102 7. The Southeastern District shall include the following counties: Bucks, Philadelphia,
103 Chester, Delaware, and Montgomery.
104

105 D. DISTRICT RULES OF ORDER. 106

- 107 1. The Districts shall operate under rules of order that shall not be inconsistent with Chapter
108 or Association bylaws and shall be approved by the Chapter Board of Directors.
109
110 2. When Chapter bylaws have been amended so as to require amendment of District rules of
111 order, the District shall prepare the necessary amendments and submit them to the
112 Chapter Chief Delegate within 90 days.
113
114 3. The rules of order, or any amendment thereto, of a District shall not become effective
115 until approved by the Board of Directors of this Chapter. If proposed rules of order, or
116 any amendment thereto, are disapproved by the Board of Directors, the affected District
117 may appeal to the membership of this Chapter at the next annual membership meeting
118 and the Board of Directors must act on the matter according to the instruction of the
119 membership.
120

121 E. NEW DISTRICT FORMATION. 122

- 123 1. To be eligible to become a new District, the involved geographic area must be delineated
124 by one or more specific counties.
125
126 2. PETITION. A petition shall be received before April 1 of the year in which it is to be
127 considered by the Board of Directors for approval/disapproval. The petition shall include:
128

- 129 a. A detailed statement of purpose and rationale for new district formation
130
131 b. Evidence that the existing districts involved in the redistricting have been notified.
132
133 c. Legible signatures, membership numbers and addresses of at least seventy-five of the
134 Physical Therapist, Life Physical Therapist, Retired Physical Therapist, Physical
135 Therapist Assistant, Life Physical Therapist Assistant, Retired Physical Therapist
136 Assistant members in good standing within the area of the proposed district.
137
138 d. A list of eligible members willing to serve as Officers and Committee members.
139
140 e. Proposed District rules of order.
141
- 142 3. APPROVAL. A majority vote of the Board of Directors
143
- 144 F. MEMBERSHIP. The qualifications for membership and the rights and duties of the members
145 in a component district shall be consistent with those set forth for the Chapter.
146
- 147 G. FINANCE. The districts shall maintain complete and accurate financial records.
148
- 149 H. REPRESENTATION ON CHAPTER BOARD OF DIRECTORS. The elected Chair of each
150 district shall be a Director of this Chapter.
151
- 152 I. MEETINGS OF DISTRICTS. Districts shall hold a minimum of four meetings annually.
153
- 154 J. DISTRICT REPORTS. District shall submit to the Chapter the following:
155
- 156 1. Reports requested by the Board of Directors.
157
 - 158 2. Minutes of executive committee meetings and other meetings where action is taken
159 within sixty days.
160
- 161 K. DISSOLUTION OF DISTRICTS.
162
- 163 1. Districts which fail to comply with Chapter policy or these bylaws may be abolished
164 provided they are given at least one month's notice and at least two-thirds of the Board of
165 Directors concurs.
166
 - 167 2. Districts may be dissolved by a two-thirds vote of the Board of Directors if the
168 membership of the district remains fewer than seventy-five members during any
169 consecutive twelve-month period.
170

- 171 3. A district so disciplined shall have the right to appeal to the Chapter membership at its
172 next annual meeting and the decision of the membership in the matter shall be final.
173
- 174 4. All records and property of a district belong to the Chapter and must be returned to it on
175 the dissolution of the district.
176

177 SECTION 2. SPECIAL INTEREST GROUPS.
178

179 A. AUTHORIZATION. The Chapter Board of Directors may authorize the establishment of
180 special interest groups.
181

182 B. SPECIAL INTEREST GROUP RULES OF ORDER.
183

- 184 1. Special interest groups shall operate under rules of order and shall not be inconsistent
185 with Chapter and Association bylaws and shall be approved by the Chapter Board of
186 Directors.
187
- 188 2. The rules of order, or any amendment thereto, of a Special Interest Group shall not
189 become effective until approved by the Board of Directors of this Chapter. If proposed
190 rules of order, or any amendment thereto, are disapproved by the Board of Directors, the
191 affected Special Interest Group may appeal to the membership of this Chapter at the next
192 annual meeting and the Board of Directors must act on the matter according to the
193 instructions of the membership.
194

195 C. PURPOSE. To provide a means by which members having a common interest in special areas
196 of physical therapy may meet, confer, exchange ideas, and promote the interests of the
197 respective groups.
198

199 D. FORMATION. Upon petition to the Board of Directors by two percent or more of the Chapter
200 membership as of January 1 of the year of the request for formation, representing all the
201 districts in the Chapter, requesting permission to form a special interest group and stating the
202 purpose thereof and requirements for membership therein. A majority vote of the Board is
203 required for establishment of a new special interest group.
204

205 E. MEMBERSHIP.
206

- 207 1. Is limited to current members of the Chapter and corresponding members who have met
208 the criteria for this membership category based on Association bylaws.
209
- 210 2. Members of special interest groups are not required to belong to an Association Section
211 of like nature or of similar interests.
212

213 F. FINANCE. The special interest groups shall maintain complete and accurate financial records.

214
215
216
217
218
219
220
221
222
223
224
225
226
227
228
229
230
231
232
233
234
235
236
237
238
239
240
241
242
243
244
245
246
247
248
249
250
251
252
253
254
255
256

G. REPRESENTATION ON THE BOARD OF DIRECTORS. Special interest groups shall provide an officer for attendance to at least one Board of Directors meeting per year.

H. MEETINGS OF SPECIAL INTEREST GROUPS. Special interest groups shall hold at least one business meeting per year.

I. SPECIAL INTEREST GROUP REPORTS. Special interest groups shall submit to the Chapter the following:

1. Reports requested by the Board of Directors.
2. Minutes of executive committee meetings and other meetings where action is taken within sixty days.

J. DISSOLUTION OF SPECIAL INTEREST GROUPS.

1. Special interest groups that fail to comply with Chapter policy or these bylaws or fail to maintain a membership of at least one percent of Chapter membership may be abolished provided they are given at least one month's notice and if at least two-thirds of the Board of Directors concur. A group so disciplined shall have the right to appeal to the Chapter membership at its next regular meeting and the decision of the membership in the matter shall be final.
2. A special interest group may dissolve voluntarily according to its rules of order.
3. All records and property of a special interest group belong to the Chapter and must be returned to it on the dissolution of the special interest group.

SECTION 3. LIMITATIONS. All Chapter components are subject to the following limitations:

- A. Bylaws and policies of the Association and the Chapter.
- B. No district or special interest group shall profess or imply that it speaks for or represents the Chapter or members other than those currently holding membership in the district or special interest group unless authorized by the Chapter Board of Directors.
- C. Districts and special interest groups shall not establish dues, but this does not exclude them from raising funds by voluntary means. Districts and Special Interest Groups shall not levy special assessments that carry punitive action or loss of good standing.

257 ARTICLE VI. MEETINGS

258

259 SECTION 1. NUMBER OF MEETINGS.

260

261 A. There shall be one annual meeting of the Chapter. Notices of this meeting shall be sent to
262 membership at least thirty days prior to the date of the meeting.

263

264 B. Special meetings or special elections may be called by a two-thirds vote of the Board of
265 Directors and shall be called in response to a written request of five percent of the members of
266 the Chapter. Notices of special meetings shall be sent at least ten days prior to the meeting.
267 Special elections will follow the same procedures as regular elections as described in Article
268 X.

269

270 C. Such meetings may not conflict with Association meetings or functions.

271

272 SECTION 2. VOTING BODY. The voting body of annual or any special meetings shall be those
273 members eligible to vote present at annual or any special meetings properly called by the
274 President. Members will be considered present when physically in attendance or when attending
275 synchronously via chapter arranged teleconference or other technology approved by the chapter
276 Executive Committee. In the event that a decision must be made by the membership and a
277 meeting cannot be held, the Board of Directors shall arrange for a vote by mail or electronic
278 ballot. A majority of votes shall determine the action, with a minimum return of five percent of
279 the membership constituting a valid vote. The voting body for chapter elections is detailed in
280 Article X, Section 2, C.

281

282 SECTION 3. QUORUM. Three percent of the voting membership of the Chapter in attendance at
283 any annual or special meeting of the Chapter properly called by the Board of Directors shall
284 constitute a quorum.

285

286 SECTION 4. ATTENDANCE. Attendance at business meetings is limited to Association
287 members and invited guests approved by the Chapter officers.

288

289 SECTION 5. MINUTES. Minutes of all meetings shall be sent to the Association within forty-
290 five days.

291

292 ARTICLE VII. BOARD OF DIRECTORS

293

294 SECTION 1. COMPOSITION.

295

296 A. BOARD OF DIRECTORS.

297

298 1. The Board of Directors shall consist of the officers and directors of this Chapter.

299

300 2. The officers shall be the President, President Elect (when serving), Vice President,
301 Secretary, Treasurer, and Chief Delegate.

302

303 3. The Directors shall be:

304

305 a. the District Directors who are the Chairs of the component districts

306 b. the Physical Therapist Assistant Director

307

308 B. EXECUTIVE COMMITTEE. The Executive Committee shall consist of the President,
309 President Elect (when serving), Vice President, Secretary, Treasurer, Chief Delegate, and
310 Member-at-Large, who is a District Director elected by the District Directors.

311

312 SECTION 2. QUALIFICATIONS OF THE BOARD OF DIRECTORS.

313 Only such members of the Chapter as are provided for in the Association bylaws, Article IV,
314 Section 3, Subparagraph B. (3).b, who have been members in good standing for a period of at
315 least two years immediately preceding their election, and who have consented to serve, shall be
316 eligible for election to office.

317

318 SECTION 3. TERM OF OFFICE.

319

320 A. All officers and directors shall be elected for three-year terms, or until the election of their
321 successors, except the President Elect who shall serve a one-year term coinciding with the
322 final year of the President's term. At the completion of the one-year term, the President Elect
323 shall succeed to the office of President for one three-year term.

324

325 B. The Member-at-Large shall be elected during the annual conference from among the District
326 Directors and shall serve a one-year term immediately following the annual conference. No
327 District Director shall serve more than two consecutive terms and no District shall be
328 represented for more than two consecutive terms in the role of Member-at-Large without at
329 least one year between terms of representation.

330

331 C. The Physical Therapist Assistant Director shall be elected by the chapter membership during
332 the annual chapter election.

333

334 D. No officers or directors shall serve more than two consecutive terms in the same office,
335 except the President who will not serve more than one complete term.

336

337 E. There shall be a ten consecutive year limitation on offices at the Executive Committee level.
338 If an officer or director is appointed to a position, the years spent in the appointed position
339 shall not count in the limitation.

340

341 F. Officers and the Physical Therapist Assistant Director shall assume office after installation at
342 the first Board of Directors meeting following the election. The Directors shall assume office
343 at the Board of Directors meeting following the election in their respective districts.

344
345
346
347
348
349
350
351
352
353
354
355
356
357
358
359
360
361
362
363
364
365
366
367
368
369
370
371
372
373
374
375
376
377
378
379
380
381
382
383
384
385
386

SECTION 4. VACANCIES.

- A. If, before the expiration of the term for which she/he was elected, the President dies, resigns, is removed or becomes disqualified, the President Elect shall succeed to the office vacated for the unexpired portion of the term, and shall serve for the subsequent term.
- B. If, before the expiration of the term for which she/he was elected, the President Elect dies, resigns, is removed or becomes disqualified, a special election will be held by mail or electronic ballot and within forty-five days to fulfill the remainder of the term.
- C. If both the President and President Elect positions are vacant, the Vice President shall succeed to the office of President for the unexpired portion of the term.
- D. Vacancies created by death, resignation, removal or disqualification of other officers with less than two years of term remaining shall be filled by appointment by the Board of Directors for the unexpired portion of the term. Any vacancy with an unexpired portion of term of two or more years remaining shall require a special election to fill the position.
- E. Vacancies created by death, resignation, removal or disqualification of committee Chairs shall be filled by appointment by the Board of Directors for the unexpired portion of the term.

SECTION 5. DUTIES OF THE BOARD OF DIRECTORS. The Board of Directors shall:

- A. Carry out mandates and policies of the Chapter as determined by the Membership.
- B. Subject to the provision of these bylaws, the bylaws of the Association and all resolutions and enactments of the membership, have full power and complete authority to perform all acts and to transact all business for and on behalf of the Chapter.
- C. Appoint the Chairs of the standing committees except the Nominating Committee. Direct the activities of the standing committees except for the Nominating Committee and Ethics Committee.
- D. Create, appoint and direct appointed groups as it deems necessary to carry on the business of the Chapter.
- E. Designate Board Liaisons to committees and appointed groups.
- F. Bring before the members at any annual or special meeting or by correspondence, communications from the Association for their information, opinion, and or vote.

- 387 G. Take appropriate disciplinary action against any Chapter component, which fails to comply
388 with policies or bylaws of this Chapter.
389
- 390 H. Submit the minutes of the Chapter Board of Directors meetings to the Board of Directors of
391 the Association along with any other reports as may be requested. Minutes shall be submitted
392 within forty-five days of a meeting.
393
- 394 I. Establish and allocate authorized dues to Chapter components.
395
- 396 J. Arrange for a satisfactory bond for the Treasurer.
397
- 398 K. Arrange for an annual audit of the financial records of the Chapter.
399
- 400 L. Approve the annual budget.
401

402 SECTION 6. CONDUCT OF BUSINESS

403

404 A. BOARD OF DIRECTORS.

405

- 406 1. The Board of Directors shall meet at least twice a year.
407
- 408 2. A majority shall constitute a quorum.
409
- 410 3. The President may call a special meeting as needed, and shall call a special meeting on
411 written request of two-thirds of the members of the Board of Directors. Notice of all
412 meetings shall be given to all members of the Board of Directors not later than five days
413 before the date set for the meeting.
414

415 B. EXECUTIVE COMMITTEE.

416

- 417 1. The Executive Committee shall meet not less than two times a year and shall exercise the
418 power of the Board of Directors between its meetings.
419
- 420 2. Two-thirds of the members shall constitute a quorum.
421
- 422 3. The President may call a special meeting as needed, and shall call a special meeting on
423 written request of two-thirds of the members of the committee. Notice of all meetings
424 shall be given to all members of the Executive Committee not later than five days before
425 the date set for the meeting.
426

427 SECTION 7. DUTIES OF OFFICERS.

428

429 A. PRESIDENT. The President shall:

430
431
432
433
434
435
436
437
438
439
440
441
442
443
444
445
446
447
448
449
450
451
452
453
454
455
456
457
458
459
460
461
462
463
464
465
466
467
468
469
470
471
472

1. Call Board of Directors, Executive Committee, and Chapter meetings or special meetings as requested by the Board of Directors and as required by these bylaws.
2. Preside at all meetings of the Board of Directors, Executive Committee.
3. Make a report in writing at designated meetings of the Board of Directors, and the Executive Committee.
4. Prepare and send to members of the Board of Directors an agenda for any meeting at least two weeks prior to the meeting.
5. Serve as Board Liaison to designated appointed groups.
6. Serve as a Chapter Delegate to the House of Delegates of the Association.
7. Be official spokesperson for the Chapter.
8. Submit an annual budget for the office.

B. PRESIDENT ELECT. The President Elect shall:

1. Preside at all meetings of the Chapter in the event of the absence, resignation, or death of the President.
2. Support the President in fulfilling the goals and objectives of the Chapter.
3. Formulate future programs for his/her presidency.

C. VICE PRESIDENT. The Vice President shall:

1. Preside at all meetings of the Chapter in the event of the absence, resignation, or death of the President and the President Elect.
2. Serve as Board Liaison to designed appointed groups.
3. Assist the President in the discharge of his/her duties.
4. Make a report in writing at designated meetings of the Board of Directors.
5. Submit an annual budget for the office.

473 D. SECRETARY. The Secretary shall:

474

475 1. Keep a record of all meetings of the Chapter Board of Directors, Executive Committee.

476

477 2. Maintain records of official correspondence of the Chapter.

478

479 3. Be responsible for and or delegate:

480

481 a. Giving notice of all meetings of the Chapter, Board of Directors, and Executive
482 Committee.

483

484 b. Keeping an accurate roster of the officers and committee chairs of the Districts.

485

486 c. Submitting an annual budget for the office.

487

488 4. Serve as Board Liaison to designated appointed groups.

489

490 5. Review all Chapter component minutes submitted to the Chapter in a timely fashion.

491

492 E. TREASURER. The Treasurer shall:

493

494 1. Be responsible for having charge of all funds, which shall be paid out only upon orders of
495 the Board of Directors of the Chapter.

496

497 2. Be responsible for keeping true and accurate accounts of all receipts and disbursements.

498

499 3. Report in writing at designated meetings of Board of Directors and at the Annual meeting
500 of the Chapter.

501

502 4. Present books for audit on request of the Board of Directors.

503

504 5. Serve as chair of the Finance and Audit Committee.

505

506 6. Serve as Board Liaison to designated appointed groups.

507

508 7. Submit an annual budget for the office.

509

510 8. Be bonded.

511

512 F. DIRECTORS. The Directors shall:

513

514 1. Act as advisors to the Chapter's officers and members.

515
516
517
518
519
520
521
522
523
524
525
526
527
528
529
530
531
532
533
534
535
536
537
538
539
540
541
542
543
544
545
546
547
548
549
550
551
552
553
554
555
556
557

2. Make a report in writing of district activities at designated meetings of the Board of Directors.
3. Submit an annual budget for their office.

G. CHIEF DELEGATE. The Chief Delegate shall:

1. Attend all meetings of the House of Delegates of the Association.
2. Be responsible for the Chapter's total voting delegation to the House of Delegates. Should a delegate not be represented at an annual session of the House of Delegates, his/her votes shall revert to the Chief Delegate of the Chapter.
3. Vote at the meeting of the House of Delegates in accordance with policies of the Chapter.
4. Present to the House of Delegates such matters as are ordered by the Board of Directors and/or voting body of the Chapter.
5. Present material from the House of Delegates to the Board of Directors and voting body for their discussion, opinion and/or vote.
6. Call all special meetings of the Chapter delegates deemed necessary at the Annual meeting of the Association or other times as needed.
7. Notify the Association of the names of the Chapters delegates each year.
8. Prepare Chapter bylaw amendments as necessary.
9. Serve as Board Liaison to designated appointed groups.

H. MEMBER-AT-LARGE. The Member-at-Large shall:

1. Represent concerns of the District Directors to the Executive Committee.
2. Provide communication between the District Directors and the Executive Committee.
3. Serve as chair of the Awards Committee.
4. Arrange presentation of Chapter Awards issued through the Awards Committee.
5. Serve as Board Liaison to designated appointed groups.

558 I. PHYSICAL THERAPIST ASSISTANT DIRECTOR (PTA DIRECTOR). The PTA Director
559 shall:

- 560
- 561 1. Represent the PTA membership on the APTA PA Board of Directors.
 - 562
 - 563 2. Provide for communication between various PTA and PT groups, including but not
564 limited to the PTA Caucus, PTA SIG, APTA PA Delegates, and Executive Committee.
 - 565
 - 566 3. Make a report in writing at designated meetings of the Board of Directors and the
567 Executive Committee.
 - 568
 - 569 4. Serve as a Board Liaison to designated appointed groups.
 - 570

571 SECTION 8. LIMITATION OF PERSONAL LIABILITY.

- 572
- 573 A. A director of the Chapter shall, to the maximum extent permitted by the laws of the
574 Commonwealth of Pennsylvania, have no personal liability as such for monetary damages
575 for any action taken, or any failure to take any action, on or after the adoption of this
576 provision by the Members of the Chapter, unless the director has breached or failed to
577 perform the duties of his or her office under Section 8363 of the Directors' Liability Act (Act
578 No. 145, November 28, 1986), or any subsequent Act of the legislature amending or
579 modifying the said Act, and such breach or failure to perform constitutes self-dealing, willful
580 misconduct or recklessness. Provided, however, that the foregoing provision shall not
581 eliminate or limit the liability of a Director (i) for any responsibility or liability of such
582 director pursuant to any criminal statute, or (ii) for any liability, State or Federal law.
583
 - 584 B. This section may be modified or repealed only by vote of the Members of the Chapter, and
585 no provision inconsistent with this provision may be adopted without the vote of the
586 Members of the Chapter. Neither the repeal or modification of this section nor the adoption
587 of any provision inconsistent herewith shall adversely affect any limitation on the personal
588 liability of a director of the Chapter existing at the time of such repeal or modification or the
589 adoption of such inconsistent provision.
590
 - 591 C. This provision shall not eliminate the liability of a director in any case, in which such
592 elimination is not permitted by law.

593

594 ARTICLE VIII. COMMITTEES

595

596 SECTION 1. FINANCE AND AUDIT COMMITTEE. This committee shall consist of at least
597 four members, one of whom shall be the Treasurer, and each member other than the Treasurer
598 shall serve a term of three years and may serve up to two terms. At least one member shall be
599 appointed annually. This committee shall advise the Board of Directors on matters pertaining to
600 the Chapter's financial needs, growth, and stability based on periodic review of income,
601 expenditure, and investments. The committee shall present an annual budget to the Board of

602 Directors. The committee shall be the point of contact and meet at least annually with the
603 Association's independent auditors to discuss the annual audit. The committee shall advise the
604 Board of Directors of any irregularities or material findings that arise from the independent audit
605 or other sources.

606

607 SECTION 2. ETHICS COMMITTEE. The Ethics Committee shall be a five-person committee,
608 each of whom shall serve for four years. Four members shall be physical therapists, with one
609 appointed annually by the Board of Directors. The physical therapist member with the most
610 seniority in the committee shall serve as chair. The fifth member of the committee shall be a
611 physical therapist assistant (PTA) who will not be eligible to serve as the Chair. The committee
612 shall be charged with investigating any ethics complaints according to the Association's stated
613 procedures, and with educating the membership and the public regarding ethical vs. unethical
614 practices in physical therapy.

615

616 SECTION 3. NOMINATING COMMITTEE. The Nominating Committee shall consist of three
617 eligible members; one member shall be elected each year, which shall serve a term of three years
618 or until the election of his/her successor. The senior member of the committee shall serve as
619 Chair. Any vacancies shall be filled by the Board of Directors until the next regular election at
620 which time the vacant position shall be filled for the remainder of the term. No member may
621 serve more than two consecutive elected terms. The Nominating Committee shall seek out
622 candidates for vacant offices, review their qualifications, ascertain their willingness to serve,
623 nominate a candidate or candidates for each office, and report to the membership at the Annual
624 Meeting of the Chapter. Nominations from the floor must be allowed before the slate is closed.

625

626 ARTICLE IX. DELEGATES TO THE ASSOCIATION HOUSE OF DELEGATES

627

628 SECTION 1. QUALIFICATIONS.

629

630 A. The qualifications of delegates shall be as stated in the Association's bylaws.

631

632 B. A Chapter delegate may not, in the same year, serve as a Section or Assembly delegate.

633

634 C. The Chapter shall notify Association headquarters of the names of Chapter Delegates, as
635 required by the Association and the Standing Rules of the House of Delegates.

636

637 D. The Chapter must be represented in the House of Delegates at least every third year.

638

639 SECTION 2. SELECTION OR ELECTION.

640

641 A. The Chapter active delegates shall be:

642

643 1. Chapter President.

644

- 645 2. Chief Delegate
646
647 3. The additional Physical Therapist delegates, to which the Chapter is entitled, shall be
648 apportioned by the Chapter Executive Director to the Districts on the basis of
649 membership numbers. Each District shall be allocated at least one Physical Therapist
650 delegate. All District Physical Therapist delegates shall be elected by a District-wide mail
651 or electronic ballot by the qualified Physical Therapist, Life Physical Therapist, Retired
652 Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant,
653 and Life Physical Therapist Assistant members in the district.
654
655 B. All delegates shall be selected by October 1 of the year preceding the term, except where
656 persons who serve by virtue of their office have not yet been elected. These delegates shall be
657 appointed as soon as their appropriate term of office begins.
658
659 C. The term of delegate shall be for two years. Terms of all delegates, except that of the Chief
660 Delegate, shall be from October 1 (1st Year) to September 30 (2ndYear). Those terms met by
661 virtue of office held shall coincide with their terms of office.
662

663 SECTION 3. DUTIES OF DELEGATES. All Delegates shall:
664

- 665 A. Attend all required meetings of the Chapter delegation, of the House of Delegates and/or any
666 special meetings called by the Chapter, while in attendance at the House of Delegates.
667
668 B. Vote at the meeting of the House of Delegates in the best interest of their constituents.
669 Delegates are required to vote consistent with Chapter policy, but may not be charged to vote
670 in a specific fashion on issues or candidates. All votes on motions before the House shall be
671 recorded on vote tally sheets, which shall be filed with the Chapter office for a period of five
672 years and which shall be made available to members on request.
673

674 ARTICLE X. ELECTIONS
675

676 SECTION 1. SLATE OF CANDIDATES. The final slate of candidates for the open offices is to
677 be submitted to the Chapter Executive Director by the Nominating Committee Chair after the
678 Annual Chapter meeting.
679

680 SECTION 2. PREPARATION OF BALLOT.
681

- 682 A. Names of candidates for each office shall be in alphabetical order.
683
684 B. A write in vote for an eligible member in good standing, consenting to serve, shall be valid.
685
686 C. Elections shall be held by either mail ballot, via electronic delivery of a ballot or by other
687 electronic means that creates a record that may be retained and retrieved by the Chapter office

688 and shall be completed within thirty days from the close of the Annual Chapter Meeting.
689 Elections shall be overseen by the Nominating Committee Chair in collaboration with the
690 Executive Director. Ballots shall be sent to all Physical Therapist, Physical Therapist
691 Assistant, and Catherine Worthingham Fellow members of the Chapter no later than ten days
692 after the Annual Chapter meeting. Five percent of the ballots must be returned to validate the
693 election. In lieu of electronic delivery, any member may request a paper ballot be mailed to
694 them. Requests must be made verbally or in writing to the Executive Director within ten days
695 after the close of the Annual Conference and returned to the chapter office no later than
696 twenty-one days after the postmarked date of the ballot.

697

698 SECTION 3. ELECTION RESULTS.

699

700 A. Officers shall be elected by a majority of votes cast, unless there are more than two candidates
701 for an office in which case the nominee for that office shall be elected by a plurality of the
702 votes cast.

703

704 B. Election results shall be tabulated and the membership notified. In the event of a tie vote, the
705 chapter Executive Director, in the presence of two witnesses, will place the names of the
706 candidates involved in the tie into a hat and draw one name from the hat to determine the
707 winner the election.

708

709 C. Officers shall be installed at the first meeting of the Board of Directors following the notice of
710 the results of the election.

711

712 D. Election results shall be sent to the Association within forty-five days.

713

714 ARTICLE XI. REPRESENTATIVE TO THE PHYSICAL THERAPIST ASSISTANT 715 CAUCUS (PTA CAUCUS)

716

717 SECTION 1. QUALIFICATIONS

718

719 A. The qualifications of the representative shall be as stated in the Association Board policies
720 and procedures.

721

722 B. The chapter shall notify Association headquarters of the name of the Representative, as
723 required by the Association.

724

725 SECTION 2. ELECTION AND TERM. The nominating committee of the chapter will solicit
726 names of members of the chapter. The representative to the PTA Caucus from the chapter will be
727 elected by mail or electronic ballot by the Physical Therapist Assistant members of the chapter.
728 The Pennsylvania representative to the PTA Caucus shall be elected for a two-year term. The
729 runner-up in the election shall serve as the alternate. The term becomes effective the first of
730 October, following the election.

731

732 SECTION 3. DUTIES OF THE REPRESENTATIVE

733

734 A. To attend the annual and special meetings of the PTA Caucus.

735

736 B. To present to the PTA Caucus such matters as are suggested by the Board of Directors,
737 Executive Committee, or Chapter delegation.

738

739 C. To vote at meetings of the PTA Caucus in accordance with policies of the chapter.

740

741 D. To attend all meetings of the Chapter Delegation unless otherwise specified by the Chief
742 Delegate.

743

744 ARTICLE XII. FINANCES

745

746 SECTION 1. FISCAL YEAR. The fiscal and budget years shall be from January 1 to December
747 31.

748

749 SECTION 2. LIMITATIONS AND EXPENDITURES. No officer, employee, or committee shall
750 expend any money not provided in the budget as adopted or spend any money in excess of the
751 budget allotment, except by order of the Board of Directors. The Board of Directors shall not
752 commit the Chapter to any financial obligation in excess of its current financial resources.

753

754 SECTION 3. DUES. The Chapter is responsible for funding the Chapter components according
755 to Chapter policy. The determination of Chapter member dues and allocation of monies to each
756 Chapter component shall be determined by the Board of Directors of the Chapter.

757

758 SECTION 4. DUES CHANGE. All dues changes approved by the Chapter Board of Directors
759 and approved by the Association's Board of Directors before the Association's deadline will
760 become effective on the first of the Association's next fiscal year.

761

762 SECTION 5. FINANCIAL STATEMENTS. The Chapter shall submit its annual financial
763 statements, tax returns and audit report to the Association when and as directed by the
764 Association headquarters.

765

766 SECTION 6. MEMBERSHIP INITIATIVES. The Board of Directors may offer reduced rates
767 for Chapter dues as an incentive to promote membership.

768

769 ARTICLE XIII. INDEMNIFICATION

770

771 SECTION 1. INDEMNIFICATION. The Chapter shall indemnify any person who was or is a
772 party or is threatened to be made a party to any threatened, pending or completed action, suit or
773 proceeding, including actions by or in the right of the Chapter, whether civil, criminal,
774 administrative or investigative, by reason of the fact that such person is or was a director or

775 officer of the Chapter, or, to the extent permitted by Pennsylvania law, is or was serving while a
776 director or officer of the Chapter at the request of the Chapter as a director, officer, employee,
777 agent, fiduciary or other representative of another corporation, partnership, joint venture, trust,
778 employee benefit plan or other enterprise, against expenses (including attorneys' fees),
779 judgments, fines, excise taxes and amounts paid in settlement actually and reasonably incurred
780 by such person in connection with action, suit or proceeding, to the full extent permissible under
781 Pennsylvania law.

782
783 SECTION 2. ADVANCEMENT OF EXPENSES. Reasonable expenses incurred by an officer or
784 director of the Association in defending civil or criminal action, suit or proceeding described in
785 Section 1 shall be paid by the Association in advance of the final disposition of such action, suit
786 or proceeding upon receipt of an undertaking by or on behalf of such person to repay such
787 amount of it shall ultimately be determined that the person is entitled to be indemnified by the
788 Association.

789
790 SECTION 3. The indemnification and advancement of expenses provided by or pursuant to this
791 Article shall not be deemed exclusive of any other rights to which those seeking indemnification
792 or advancement of expenses may be entitled under the Association's Articles of Incorporation,
793 any other agreement, vote of the shareholders or directors or otherwise, both as to actions in their
794 official capacity and as to actions in another capacity while holding an office, and shall insure to
795 the benefit of their heirs, executors and administrators of such persons.

796
797 SECTION 4. INSURANCE. The Association shall have the power to purchase and maintain
798 insurance on behalf of any person who is or was a director, officer, employee or agent of the
799 Association, or is or was serving at the request of the Association as a director, officer, employee
800 or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other
801 enterprise against any liability asserted against him and incurred by him in any such capacity, or
802 arising out of his status as such, whether or not the Association would have the power to
803 indemnify him against such liability under the provisions of these bylaws.

804
805 SECTION 5. SECURITY FUND; INDEMNITY AGREEMENTS. By action by the Board of
806 Directors (notwithstanding their interest in the transaction) the Association may create and fund a
807 trust fund or fund of any nature, and may enter into agreements with its officers and directors, for
808 the purpose of securing or insuring any manner its obligation to indemnify or advance expenses
809 provided for this Article.

810
811 SECTION 6. MODIFICATION. The duties of the Association to indemnify and to advance
812 expenses to a director or officer provided in this Article shall be in the nature of a contract
813 between the Association and each such director or officer, and no amendment or repeal of any
814 provision of this Article, and no amendment or termination of any trust or other fund created
815 pursuant to Section 5, shall alter, to the detriment of such director or officer, the right of such
816 person to the advance of expenses or indemnification related to a claim based on an act or failure
817 to act, which took place prior to such amendment, repeal or termination.

818

819
820
821
822
823
824
825
826
827
828
829
830
831
832
833
834
835
836
837
838
839
840
841
842
843
844
845
846
847
848
849
850
851
852
853
854
855
856
857
858
859
860

SECTION 7. ACTS PRIOR TO ADOPTION OF THIS ARTICLE. Indemnification for any action taken or failure to act occurring prior to the effective date of the adoption of this Article, shall be governed by Pennsylvania law as it existed prior to such date.

ARTICLE XIV. DISSOLUTION.

The Chapter may dissolve subject to a recommendation to dissolve supported by no less than three-fourths of the members of the Board of Directors and adopted by a two-thirds vote of the Chapter membership. In the event of dissolution by the Association of the Chapter or voluntary dissolution of the Chapter and therefore of the Chapter components, all property and records of the Chapter and its components shall be turned over to the Association in accordance with its bylaws.

ARTICLE XV. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert’s Rules of Order, Newly Revised shall govern the Chapter, and all components, in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Chapter may adopt.

ARTICLE XVI. AMENDMENTS

SECTION 1. PROCEDURE.

- A. These bylaws may be amended in whole or in part by a two-thirds vote of members at any regular Chapter meeting providing notice of the proposed amendment and its rationale has been sent to the Association headquarters within sixty days after review by the Chapter Executive Committee, and sent to all members at least thirty days prior to the meeting. Chapter Executive Committee review is to determine conformity with the APTA bylaws.
- B. When the Association bylaws have been amended so as to require amendment of these bylaws, the Chief Delegate shall prepare the necessary amendments. If the intent of an amendment is editorial or to bring the Chapter's bylaws into agreement with those of the Association, the amendment shall be made as required by the Chief Delegate and shared with the Executive Committee of the Chapter. The Chief Delegate shall notify the Chapter's membership that such amendments have been made no later than ninety days after Executive Committee approval. Such amendments shall not require a vote of the Chapters members, but shall automatically be adopted upon approval by the Executive Committee of the Chapter. Such amendments shall be sent to all members and shall be read at the Chapter’s Annual Meeting.

SECTION 2. CONTENT. Revised or amended bylaws shall be consistent with the Articles of Incorporation of this Chapter.

861 SECTION 3. Amendments to the Chapter bylaws become effective upon approval in writing by
862 the Association's Board of Directors. (Exception: changes in Chapter dues become effective on
863 the first of the Association's next fiscal year following approval.)

864

865 ARTICLE XVII. ASSOCIATION AS HIGHER AUTHORITY

866 In addition to these bylaws, the Chapter is governed by Association bylaws and Standing Rules,
867 and by the Association's policies.

868

869 *Revised and approved by the membership July, 1999*

870 *Revised and approved by the membership October 28, 2000*

871 *Revised and approved by the membership October 27, 2001*

872 *Revised and approved by the membership October 19, 2002*

873 *Revised and approved by the membership October 25, 2003*

874 *Revised and approved by the membership October 16, 2004*

875 *Amended and approved by the membership October 22, 2005*

876 *Approved and adopted by the PPTA Executive Board January 7, 2006*

877 *Revised and approved by the membership October 24, 2009*

878 *Reviewed and Approved by the APTA Board Committee to Review Component Documents on*
879 *November 11, 2009*

880 *Reviewed and approved by the membership October 22, 2010*

881 *Revised and approved by the membership October 26, 2013*

882 *Revised and approved by the membership November 1, 2014*

883 *Approved by the APTA House Officers January 6, 2015*

884 *Revised and approved by the membership October 29, 2016*

885 *Approved by the APTA House Officers March 31, 2017*

886 *Revised and approved by the membership October 28, 2017*

887 *Approved by the APTA House Officers August 23, 2018*

888 *Revised and approved by the membership October 16, 2020*

889 *Approved by the APTA House Officers April 8, 2021*

890 *Revised and approved by the membership October 23, 2021*

891 *Approved by the APTA House Officers February 2022*