

# AMERICAN PHYSICAL THERAPY ASSOCIATION

## BYLAWS OF THE ACADEMY OF HAND & UPPER EXTREMITY PHYSICAL THERAPY

### ARTICLE I. NAME

The name of this organization shall be The Academy of Hand & Upper Extremity Physical Therapy, hereinafter referred to as the Academy, a component of The American Physical Therapy Association, hereinafter referred to as the Association.

### ARTICLE II. PURPOSE

The purpose of this Academy shall be to:

- A. Further the objectives of the Association as expressed in the Association Bylaws and policy statements made by the House of Delegates.
- B. Provide a means by which members having a common interest in hand and upper extremity rehabilitation may meet, confer, and promote current concepts.

### ARTICLE III. FUNCTIONS

The functions of the Academy shall be to:

- A. Promote the role of Physical Therapy in hand and upper extremity rehabilitation.
- B. Promote standards of care for hand and upper extremity rehabilitation.
- C. Promote the development of new knowledge in hand and upper extremity rehabilitation.
- D. Provide for the exchange of information relating to hand and upper extremity rehabilitation.
- E. Address practice issues related to hand and upper extremity rehabilitation.

### ARTICLE IV. MEMBERSHIP

#### Section 1: Categories and Qualifications of Members

The Academy membership categories and qualifications for Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Student Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist Assistant, and Student Physical Therapist Assistant shall be the same as those of the Association.

#### Section 2: Rights and Privileges of Members

The rights and Privileges of the Academy's members shall be identical to those established in the Association's Bylaws.

Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant shall have 1 vote at the Academy level.

**Section 3: Application**

The payment of Academy dues by members in good standing in the Association shall constitute application for and admission to Academy membership.

**Section 4: Good Standing**

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

**Section 5: Disciplinary Action**

- A. Any member of the Academy who is suspended by the Association shall have his or her membership privileges suspended in the Academy. Any member of the Academy who is expelled from the membership in the Association shall be expelled from Academy membership.
- B. Any member of the Academy who fails to make timely payment of required Academy dues shall be expelled from Academy membership.

**Section 6. Reinstatement**

Any former member of the Academy who is in good standing in the Association may be reinstated to membership in the Academy by payment of the required Academy dues.

**ARTICLE V. SPECIAL INTEREST GROUPS**

**Section 1: Special Interest Groups**

The Board of Directors may establish groups based on special interest criteria (the “Special Interest Groups”) based on Academy Policies and Procedures. A Special Interest Group shall:

- A. Operate under rules of order that shall not be inconsistent with these Bylaws or the Association’s Bylaws, and that shall be approved by the Board of Directors.
- B. Not levy special assessments that carry punitive action or loss of good standing.

**Section 2: Limitations**

Special Interest Groups are subject to the following limitations:

- A. The Bylaws and policies of the Association and the Academy.
- B. No Special Interest Group shall profess or imply that it speaks for or represents the Academy or Members other than those currently holding membership in the Regional and Special Interest Group unless authorized by the Board of Directors.

**ARTICLE VI. MEETINGS**

**Section 1: Annual Business Meeting**

An annual business meeting will be held at the time and place of the Association’s Combined Sections Meeting or at another meeting if so determined by the Academy’s Board of Directors.

**Section 2: Special Meetings**

Special meetings may be called by the President, the written request of any three (3) members of the Board of Directors, or by written petition of 10 percent of the membership.

**Section 3: Notice of Meetings**

A notice of each meeting shall be posted on the Academy’s website and will also be sent via electronic mail to all Academy members at least thirty (30) days in advance of the meeting.

**Section 4: Quorum**

A quorum shall consist of six (6) members, including at least three (3) members of the Board of Directors

**Section 5: Attendance**

Attendance at business meetings shall be limited to Academy members and invited guests approved by the Board of Directors.

**Section 6: Academy Minutes**

All meeting minutes shall be submitted to the Association within 45 days of the date of the meeting.

**ARTICLE VII. ACADEMY DELEGATES TO THE HOUSE OF DELEGATES**

The number, qualifications, voting rights, and credentials of the Academy Delegate shall be prescribed by the Association Bylaws. The Academy Delegate may not serve as Chapter Delegate. The Academy President shall serve as Academy Delegate, if eligible. The Board of Directors shall appoint an alternate Delegate(s). The Academy shall notify Association headquarters of the name of the Academy delegate roster as required by the Association and the Standing Rules of the House of Delegates. The Academy must be represented in the House of Delegates at least every third year.

**ARTICLE VIII. OFFICERS AND BOARD OF DIRECTORS**

**Section 1: Composition**

- A. Officers of the Academy shall be the President, Vice President, Secretary, Director, and Treasurer.
- B. The Board of Directors of the Academy shall be composed of the elected officers.

**Section 2: Qualifications of Officers**

Only such members of the Academy as are provided for in the Association Bylaws, Article IV, Section 2, Subparagraph B. (3)b, who have been members in good standing for a period of at least one year immediately preceding their election, and who have consented to serve, shall be eligible for election to office. In addition, the President and Vice President must have been an Academy member for at least two years immediately preceding his/her election.

**Section 3: Nominations and Elections**

- A. The Nominating Committee shall present a call for nominations to the membership in accordance with Academy Policy and Procedures.
- B. Elections
  - (1) Elections shall be held prior to the Annual Business Meeting.

- (2) A minimum of nine (9) votes is required.
- (3) A majority vote shall elect if there are only two nominees for an office; if there are more than two, a plurality vote shall elect.
- (4) Elections shall be by electronic absentee ballot. Results of elections shall be sent to Association headquarters within thirty days.
- (5) The voting body shall be composed of Academy members in good standing who have voting privileges in the Association.
- (6) Elections shall be held in accordance with Academy Policy and Procedures

#### **Section 4: Tenure**

- A. All officers shall serve a term of three years or until their successors are elected; and their terms shall begin at the close of the Annual Business Meeting after the election.;
- B. No member shall hold more than one office at a time; and no member shall be eligible to serve more than two consecutive terms in the same office unless appointed by the Board of Directors.

#### **Section 5: Vacancies**

- A. A vacancy in the office of President shall be filled by the Vice President. For other offices, vacancies shall be filled by appointment by the Board of Directors.
- B. A vacancy on the Board of Directors shall be declared in the event of the death or resignation of a member or declared by a majority vote of the Board of Directors for failure to perform assigned duties.

#### **Section 6: Duties of Officers**

- A. The President shall:
  - (1) Call and preside at all meetings of the Academy and the Board of Directors; and
  - (2) Shall serve ex-officio as a member of all committees, except the Nominating Committee;
  - (3) Serve as the Academy Delegate, if eligible, at the Association House of Delegates.
- B. The Vice President shall:
  - (1) Assume the duties of the President, if the President is absent or unable to serve.
  - (2) Succeed to the Presidency in the event of a vacancy in that office, for the unexpired portion of the term.
  - (3) Assist the President in carrying out the official duties of the Academy.
- C. The Secretary shall:
  - (1) Record and distribute the minutes of all Academy meetings and meetings of the Board of Directors.
  - (2) Maintain a record of all official actions and decisions of the Academy and the Board of Directors.
- D. The Director shall:
  - (1) Perform duties as assigned by the Board of Directors.
- E. The Treasurer shall:
  - (1) Serve as Chairperson of the Finance Committee.
  - (2) Receive and disperse the Academy monies.
  - (3) Keep true and accurate records of all receipts and disbursements of the Academy.
  - (4) Develop, with the assistance of the Board of Directors, an annual budget, before the end

- of the fiscal year.
- F. All officers shall have the right to vote at meetings of the Board of Directors.
  - G. All officers shall perform such duties as specified in the Policies and Procedures Manual.

### **Section 7: Powers and Duties of the Board of Directors**

- A. The Board of Directors shall:
  - (1) Carry out the objectives, functions, and business affairs on behalf of the Academy as are consistent with the mandates and policies determined by the members, subject to the provision in these Bylaws.
  - (2) Approve the contents of the Policies and Procedures Manual, including job descriptions for leadership.
  - (3) Create standing committees, and fill vacancies for such committees, as required to complete the mission of the Academy.
  - (4) Fill vacancies on the Board of Directors, except the President
  - (5) Provide for an annual audit of the Treasurer's books.
  - (6) Have the power to authorize a vote by electronic ballot of the Academy for matters other than election of officers.
  - (7) Transfer all records and provide orientation for their successors prior to their termination of office.
  - (8) Appoint Alternate Delegate(s).

### **Section 8: Meetings**

- A. The Board of Directors shall meet a minimum of two times annually; one of which may be held at the time of the Annual Business Meetings.
- B. Special Meetings of the Board of Directors may be called by the President or upon written petition of a majority of the membership of the Board of Directors. A one week notice shall be required.

### **Section 9: Quorum**

- A. A majority of the Academy Board of Directors shall constitute a quorum.

## **ARTICLE IX. STANDING COMMITTEES**

### **Section 1: Standing Committees**

- A. Standing Committees may be created in accordance to Academy Policies and Procedures as required to meet the mission, goals, and objectives of the Academy.
- B. Nominating Committee:
  - (1) The nominating Committee shall consist of three eligible members; one member shall be elected each year and shall serve a term of three (3) years, or until the election of his successor.
  - (2) The senior member of the committee shall serve as Chairperson.
  - (3) Any vacancies shall be filled by the Board of Directors until the next regular election at which time the vacant position shall be filled for the remainder of the term.
- C. Finance Committee

(1) Composition, Election, and Tenure

- (a) This committee shall be chaired by the Treasurer.
- (b) This committee shall consist of the current Treasurer, President, and at least one member appointed by the Board of Directors to serve on the committee.
- (c) Tenure is the term of office for Treasurer and President and 2 years or until their successor is selected for appointed member.

(2) Duties

- (a) This committee shall be responsible for advising the Board of Directors on matters pertaining to the Academy's financial needs, growth, and stability, based on periodic review of income, expenditures, and investments.
- (b) Additional responsibilities shall be outlined in the Academy Policies and Procedures Manual.

**Section 2: Other Committees, Workgroups, and Task Forces**

- A. Other committees, workgroups, and task forces may be established by the Board of Directors to maintain the purposes and directives of the Academy for an appropriate term.
- B. Specific responsibilities of all appointed committees shall be placed in the Academy's Policies and Procedures Manual at the time each committee is appointed.
- C. Members may be appointed by the President or by the Board of Directors if the President does not.

**ARTICLE X. FINANCE**

**Section 1. Fiscal Year**

The fiscal year of the Academy shall be the same as that of The Association, January 1 through December 31.

**Section 2. Limitations on Expenditures**

No officer, employee, or committee shall expend any money not provided for in the budget as adopted or spend any money in excess of the budget allotment except by order of the Board of Directors of the Academy. The Board of Directors shall not commit the Academy to any financial obligation in excess of its current financial resources.

**Section 3: Dues**

- A. Dues shall be determined by the Board of Directors and shall not exceed those of the Association for each member category.
- B. All dues shall be for the period specified in the Association Bylaws.
- C. All dues changes approved by the Association's Board of Directors before the Association's deadline will become effective on the first of the Association's next fiscal year.
- D. Dues for each member category can be found in the Academy Policy and Procedures Manual.

**Section 4: Annual Reports**

The Academy shall submit their annual financial Statements, tax returns, and audit report to the Association when and as directed by APTA Headquarters.

## **ARTICLE XI. PUBLICATIONS AND COMMUNICATIONS**

### **Section 1: Publications**

eNewsletter is the official publication of the Academy. Publication in the eNewsletter of meeting notices and prior notice of issues to be voted upon shall constitute official notice to all members, provided the eNewsletter has been provided electronically to the membership in the required period of time prior to the meeting date.

### **Section 2: Communications**

All members shall require permission from the Board of Directors before distribution of any Academy reports to persons other than Academy members. They must also have approval from the Board of Directors in order to represent the Academy on radio or television, through newspapers or interview, or at a public or professional meeting.

## **ARTICLE XII. DISSOLUTION**

### **Section 1: Dissolution**

Involuntary dissolution of the Academy by action of the Association Board of Directors shall be prescribed by the Association Bylaws.

### **Section 2: Bylaws**

Dissolution being in effect, a motion to rescind the Bylaws shall require the same notice and vote as to amend. All members on record shall be notified of the Resolution to dissolve at least ten days prior to the meeting at which the vote on the Resolution would be taken.

### **Section 3: Records and Properties**

Upon dissolution of the Academy, all records and properties of the Academy after payment of all bona fide debts shall become the property of the Association.

## **ARTICLE XIII. PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association and all components, in all cases in which they are not inconsistent with these Bylaws and any special rules of order the Academy may adopt.

## **ARTICLE XVI. AMENDMENTS**

### **Section 1: Academy Amendments**

These Bylaws may be amended at the Annual Business Meeting of the Academy by a two-thirds vote of those members present and voting, providing a copy of the proposed amendments has been sent to all members at least ten days prior to the meeting.

### **Section 2: Adoption of Amendments**

The effective date of adoption of the amendment shall be the date of issue, in writing, of approval by the Association Board of Directors.

**Section 3: Association Amendments**

When the Association Bylaws have been amended so as to require amendment of the Academy Bylaws, the Academy Board of Directors shall make any mandatory changes in the Academy Bylaws and so notify the membership that such amendments have been made.

**ARTICLE XVII. ASSOCIATION AS HIGHER AUTHORITY**

In addition to these Bylaws, the Academy is governed by the Association bylaws and standing rules, and by Association House of Delegates and Board of Directors policies.

Reviewed by Parliamentarian November 26, 2019 and April 2, 2020

Amendments adopted and approved February 13, 2020, at CSM Academy's Business Meeting

Approved by APTA House Officers June 30, 2020