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Bylaws of

**The Academy of Orthopaedic Physical Therapy,
Section, APTA, Inc.
of the American Physical Therapy Association**

(A Delaware Nonstock Corporation)

1 **ARTICLE I. NAME AND RELATIONSHIP TO AMERICAN PHYSICAL**
 2 **THERAPY ASSOCIATION**

3
 4 This corporation, the Academy of Orthopaedic ~~Section~~ Physical Therapy, APTA, Inc.
 5 (the "SectionAcademy") shall be a component of the American Physical Therapy
 6 Association (the "Association").
 7
 8

9 **ARTICLE II. PURPOSE**

10
 11 The purpose of the SectionAcademy shall be to provide a means by which Association
 12 members having a common interest in orthopaedic physical therapy may meet, confer,
 13 and promote their common interests.
 14
 15

16 **ARTICLE III. OBJECTIVES**

17
 18 The objectives of the SectionAcademy shall be to:

- 19
 20 1. Provide for interchange and dissemination of information about current trends and
 21 practices related to orthopaedic physical therapy; and
 22 2. Identify resource people and materials, and address areas of concern related to
 23 orthopaedic physical therapy; and
 24 3. Foster research in the area of orthopaedic physical therapy; and
 25 4. Promote the development and implementation of orthopaedic specialization and
 26 special interests; and
 27 5. Serve as a major source of information on orthopaedic physical therapy for
 28 society and the profession of physical therapy.
 29
 30

31 **ARTICLE IV. MEMBERSHIP**

32
 33 **Section 1: Categories and Qualifications of Members**

34
 35 The SectionAcademy membership categories and qualifications for Physical Therapist,
 36 Retired Physical Therapist, Life Physical Therapist, Student Physical Therapist, Physical
 37 Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist
 38 Assistant, PT – Post Professional Student, and Student Physical Therapist Assistant shall
 39 be the same as those of the Association.
 40

41 **Section 2: Rights and Privileges of Members**

42
 43 Except as otherwise provided by law, the rights and privileges of the SectionAcademy's
 44 members shall be identical to those established in the Association's bylaws, as they may
 45 be amended from time to time.
 46
 47
 48

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

2
3 Any member of the Association in a category specified in Section 1 above may join the
4 SectionAcademy as a member in the corresponding category by submitting an application
5 for membership and payment of the SectionAcademy dues, if any, applicable to the
6 membership category.

7
8 **Section 4: Good Standing**

9
10 An SectionAcademy member is in good standing within the meaning of these bylaws if
11 the member is in good standing in the Association.

12
13 **Section 5: Disciplinary Action**

14
15 Any member of the SectionAcademy whose membership rights and privileges are
16 suspended by the Association shall have his or her membership rights and privileges in
17 the SectionAcademy suspended. Any member who is expelled from membership in the
18 Association shall be expelled from SectionAcademy membership.

19
20 **Section 6: Reinstatement**

21
22 Any former member of the SectionAcademy who is in good standing in the Association
23 may be reinstated to membership in the SectionAcademy by payment of the required
24 SectionAcademy dues.

25
26
27 **ARTICLE V. SPECIAL (SIG) AND EDUCATIONAL (EIG) INTEREST**
28 **GROUPS**

29
30 **Section 1: Special Interest Groups**

31
32 **A.** A special interest group shall:

- 33
34 1. Operate under the SIG EIG Rules of Order and Policies that
35 shall not be inconsistent with SectionAcademy or
36 Association bylaws and that shall be approved by the
37 SectionAcademy's Board of Directors.
38
39 2. Not levy special assessments that carry punitive action or
40 loss of good standing.

41
42 **B.** May be established and/or dissolved in accordance with the rules
43 and conditions specified by the SectionAcademy's Board of
44 Directors.
45
46
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1
2
3 **Section 2: Education Interest Groups**
4

- 5 A. An Education Interest Group shall:
6
7 1. Operate under the SIG EIG Rules of Order and Policies that
8 shall not be inconsistent with SectionAcademy or
9 Association bylaws and that shall be approved by the
10 SectionAcademy's Board of Directors.
11
12 2. Not levy special assessments that carry punitive action or
13 loss of good standing.
14
15 B. May be established and/or dissolved in accordance with the rules
16 and conditions specified by the SectionAcademy's Board of
17 Directors.
18

19 **Section 3: Limitations**
20

- 21 A. Special and Education interest groups are subject to the following
22 limitations:
23
24 1. Bylaws and policies of the Association and the
25 SectionAcademy.
26
27 2. No special or education interest group shall profess or
28 imply that it speaks for or represents the SectionAcademy
29 or members other than those currently holding membership
30 in the special or education interest group unless authorized
31 by the SectionAcademy's Board of Directors.
32
33

34 **ARTICLE VI. MEMBERSHIP MEETINGS**
35

36 **Section 1: Annual Meeting**
37

38 The SectionAcademy shall hold an annual meeting of the general SectionAcademy
39 membership for the conduct of business at the time and place of the Association
40 Combined Sections Meeting. Attendance shall be limited to SectionAcademy members
41 and invited guests approved by the Board of Directors. The SectionAcademy shall hold
42 informational meetings with the SectionAcademy membership each year, whenever
43 possible.
44

45 **Section 2: Special Meetings**
46

1 The President, with the approval of a majority of the Directors, has authority to call a
 2 special meeting of the general SectionAcademy membership. The President must call a
 3 special meeting if one hundred (100) members request one in writing.
 4
 5
 6
 7

8 **Section 3: Notice of Meeting Requirements**

9
 10 Notice of time and place of Annual and any Special Membership meetings shall be sent
 11 to all SectionAcademy members at least thirty (30) days prior to the meeting.
 12

13 **Section 4: Quorum**

14
 15 A quorum shall consist of the presence at a meeting of twenty (20) members having
 16 voting power.
 17

18 **Section 5: Minutes**

- 19
 20 **A.** The Executive Director shall keep the minutes of meetings and
 21 proceedings of the general membership and Board of Directors.
 22
 23 **B.** The Executive Director shall submit to the Association minutes of
 24 each meeting of the general SectionAcademy membership within
 25 45 days of the date of the meeting.
 26

27 **Section 6: Educational or Professional Programs**

28
 29 An educational or professional program may be presented at any SectionAcademy
 30 meeting. A program held at the time of the Association meeting must be coordinated with
 31 the Association schedule.
 32
 33
 34

35 **ARTICLE VII: BOARD OF DIRECTORS AND OFFICERS**

36 **Section 1: Board of Directors**

37 **A. Composition**

38
 39
 40
 41 The Board of Directors shall consist of (i) the three principal
 42 officers of the SectionAcademy (the “Principal Officers”), that is,
 43 the President, Vice President, and Treasurer, each of whom is a
 44 Director, and (ii) two other Directors (the “Non-officer
 45 Directors”), referred to herein as Non-officer Director #1 and Non-
 46 officer Director #2. Each Director shall have one vote.
 47

48 **B. Qualifications**

1
2
3 In order to be eligible for election to the Board of Directors a
4 person must be a member of the Section Academy in good
5 standing. Physical Therapist Assistant, Retired Physical Therapist
6 Assistant, and Life Physical Therapist Assistant members are
7 eligible for election to the Board except for the offices of President
8 and Vice President.

9 **C. Election of Directors**

10
11 The Principal Officers and the Non-officer Directors shall be
12 elected by mail vote of the membership, in accordance with Article
13 XI, Elections.

14
15 **D. Terms**

16
17 The terms of the Principal Officers and the Non-officer Directors
18 shall be three years or until the election and assumption to office of
19 their successors, in accordance with Article XI, Elections.

20
21 **E. Term Limits**

22
23 No person shall be elected to serve more than two (2) full
24 consecutive terms in the same Principal Office. For purposes of the
25 foregoing limitation, a person who has served at least one and one
26 half (1 ½) years of a three-year term in a position shall be deemed
27 to have served a full term in that position.

28
29 No person shall serve more than four (4) complete consecutive
30 terms on the Board of Directors.

31
32 **F. Vacancies**

33
34 In the event of a vacancy in the office of the President, the Vice
35 President shall succeed to the Presidency for the remainder of the
36 unexpired term. In the event of any vacancy in any other position
37 on the Board of Directors, the President shall have authority to
38 appoint an eligible member in good standing to fill the vacancy,
39 subject to the approval of the Board of Directors. In the event
40 vacancies exist in both the office of the Vice President and the
41 office of the President, the Board of Directors shall have authority
42 to appoint an eligible member in good standing to fill the office of
43 the President.

44
45 **G. Meetings and Conduct of Business**

46
47 **1. Regular Meetings**

1 The Board of Directors shall have a minimum of two (2)
 2 face-to-face meetings each year: If the Association has a
 3 Combined Sections Meeting, the Board's meeting shall be
 4 held in conjunction with it. The time and place of each
 5 regular meeting shall be determined by the Board.
 6

7
 8
 9 **2. Special Meetings**

10 The Board at any meeting may schedule a special meeting
 11 of the Board. The President may call a special meeting of
 12 the Board.
 13

14 The President must call a special meeting of the Board
 15 upon the written petition of three Directors.
 16

17
 18 **3. Use of Telecommunications Equipment**

19 To the extent authorized or permitted by state law, the
 20 Board may permit any or all members of the Board to
 21 participate in a meeting by any means of communications
 22 equipment the use of which enables all Directors
 23 participating in the meeting to hear each other.
 24

25
 26 **4. Action without a Meeting**

27 To the extent authorized or permitted by state law the
 28 Board may act without a meeting if all members of the
 29 Board consent to the action in writing or by electronic
 30 transmission.
 31

32
 33 **5. Notice**

34 Notice by the President of all meetings of the Board shall
 35 be given to all members of the Board at least 5 days prior to
 36 the date of the meeting.
 37

38
 39 **6. Quorum**

40 A quorum shall consist of the presence at a meeting of
 41 three Directors.
 42

43
 44 **H. Duties and Responsibilities of the Board**

- 45
 46 **1.** The Board of Directors shall be responsible for managing
 47 or directing the management of the business and affairs of
 48 the ~~Section~~Academy.

- 2. Subject to the duty of Board members to act with care and in the best interests of the Section Academy, the Board of Directors shall carry out mandates and policies determined by the membership of the Section Academy and shall make and enforce policies that are consistent with such mandates and policies.
- 3. The Board of Directors shall appoint and employ an Executive Director, who shall serve at the discretion of the Board.
- 4. The Board of Directors shall be responsible for approving minutes of meetings of the Board.

Section 2: Officers

A. President

The President shall:

- 1. Call special meetings of the Board of Directors;
- 2. Preside at all meetings of the Board of Directors;
- 3. Be an ex officio member of all committees except the Nominating Committee; and
- 4. Submit the Annual Report to the Association and such other reports as may be required by the Association Board of Directors.

B. Vice President

The Vice President shall:

- 1. Assume the duties of the President if the President is absent or incapacitated;
- 2. Be an ex officio member of all designated committees as outlined in the Strategic Planning programs adopted by the Board of Directors; and

C. Treasurer

The Treasurer shall:

1. Oversee the maintenance of complete and accurate financial records which shall be audited annually by a Certified Public Accountant;
2. Submit the audited report in writing to the Board of Directors;
3. Submit an annual financial report and proposed budget to the Board of Directors;
4. Oversee the collection and disbursement of moneys as mandated by the Section Academy or the Board of Directors; and
5. Serve on the Finance Committee as Chair.

The Board of Directors may designate one or more Assistant Treasurers. In the absence or incapacity of the Treasurer, an Assistant Treasurer may have such authority to carry out responsibilities of the Treasurer under these Bylaws (other than acting as a Director) as the Board may determine.

ARTICLE VIII. COMMITTEES

Section 1: Finance Committee

A. Composition

The Finance Committee shall have a least three (3) members in addition to the Treasurer, who shall be Chair. Each of whom shall be a current Section Academy member in good standing.

B. Function

To advise the Board of Directors on matters pertaining to financial needs, growth and stability, presentation of an annual budget to the Board of Directors, investment policies, and compliance with financial obligations to APTA.

C. Appointment

The Treasurer shall recommend individuals for appointment as members of the Finance Committee, but the Board of Directors shall not be required to appoint only individuals recommended by the Treasurer.

D. Term

1 Each appointed member of the Finance Committee shall serve a
2 term of three (3) years.

3
4
5 **Section 2: Nominating Committee**

6
7 **A. Qualifications**

8
9 The Nominating Committee shall consist of three (3) members in
10 good standing.

11
12 **B. Election**

13
14 Members of the Nominating Committee shall be elected by vote of
15 the members of the SectionAcademy. One member of the
16 Nominating Committee shall be elected each year, by mail ballot
17 in November.

18
19 **C. Term**

20
21 A member of the Committee shall serve for a term of three years or
22 until the election of his/her successor. The member having the
23 greatest number of years on the committee shall serve as Chair. No
24 member shall be elected to successive complete terms.

25
26 **D. Vacancies**

27
28 Any vacancy shall be filled by the Board of Directors until the next
29 regular election, at which time the vacant position shall be filled
30 for the remainder of the term by mail ballot.

31
32 **Section 3: Other Committees**

33
34 Such other committees, standing or special, shall be established by the
35 Board of Directors as deemed necessary to carry on the work of the
36 SectionAcademy. Members of appointed committees shall be current
37 SectionAcademy members in good standing.

38
39
40 **ARTICLE IX: OFFICIAL PUBLICATIONS**

41
42 **Section 1: Official Publications**

43
44 **A. Journal of Orthopaedic and Sports Physical Therapy**

45
46 *The Journal of Orthopaedic and Sports Physical Therapy* is an
47 official publication of the Orthopaedic SectionAcademy of

1 [Orthopaedic Physical Therapy](#) and the Sports Physical Therapy
2 Section.

3
4 **B. Orthopaedic Physical Therapy Practice**

5
6 *Orthopaedic Physical Therapy Practice* is an official publication
7 of the [Orthopaedic Section Academy of Orthopaedic Physical](#)
8 [Therapy](#).
9

10
11
12 **Section 2: Publication as Notice**

13
14 Publication in *Orthopaedic Physical Therapy Practice, The Journal of*
15 *Orthopaedic and Sports Physical Therapy*, [Orthopaedic Section the](#)
16 [Academy of Orthopaedic Physical Therapy](#) website (orthopt.org), or
17 Osteo-blast, of meeting notices, issues to vote upon, or a slate of nominees
18 shall constitute official notice to all members, provided notice has been
19 mailed, posted or blasted to the membership thirty (30) days prior to the
20 meeting date or the deadline for receipt of a mailed ballot.
21

22
23 **ARTICLE X. DELEGATE TO THE ASSOCIATION'S HOUSE OF**
24 **DELEGATES**

25
26 **Section 1: Qualifications**

27
28 **A.** Only Physical Therapist and Physical Therapist Assistant members
29 who have been members of the [Section Academy](#) in any category
30 of membership in good standing for two (2) years immediately
31 preceding may serve as an [Section Academy](#) Delegate.
32

33 **B.** An [Section Academy](#) Delegate may not, in the same year, serve as
34 a Chapter or Assembly Delegate.
35

36 **C.** The [Section Academy](#) shall notify Association headquarters of the
37 name of [Section Academy](#) Delegate, as required by the Association
38 and the Standing Rules of the House of Delegates.
39

40 **D.** The [Section Academy](#) must be represented in the House of
41 Delegates annually.
42

43 **Section 2: Election and Term**

44
45 **A.** An [Section Academy](#) Delegate and alternate shall be appointed by
46 the Board of Directors at the Annual Meeting.
47

1 qualified under Article VII, Section 1, and has given written
 2 consent to serve if elected. The Nominating Committee will
 3 present its selections in an October mailing to all voting
 4 [SectionAcademy](#) members and post on the [SectionAcademy](#) Web
 5 Site. Additional candidates may be nominated by written petition
 6 of 25 members for each candidate. The petition candidates would
 7 be on the November ballot mailing along with the candidates slated
 8 by the Nominating Committee. A minimum return of mail-in
 9 ballots consisting of valid ballots returned from at least five (5)
 10 percent of the eligible voters is required for the election to be valid.
 11 The results of the election shall be announced at the Annual
 12 [SectionAcademy](#) Membership Meeting.

13
 14 **B.** The Nominating Committee, whenever possible, shall nominate at
 15 least two (2) candidates for each position to be filled. In any
 16 election for a Principal Officer position or for only one Non-officer
 17 Director position or for only one position on the Nominating
 18 Committee, the candidate that receives the most votes cast shall be
 19 elected. All ties shall be broken by drawing of lots by the
 20 Nominating Committee.

21
 22 **C.** If two or more Non-officer Directors are to be elected under any
 23 proviso to these Bylaws for terms of different lengths, voters may
 24 vote for up to as many positions as are to be filled, and the
 25 candidates that receive the most votes shall be elected. In such a
 26 case, the candidate that receives the most votes shall be deemed
 27 elected to the position with the longest term, the candidate that
 28 receives the next most votes shall be deemed elected to the
 29 position with the next longest term, and so forth.

30
 31 **D.** If two or more members of the Nominating Committee are to be
 32 elected under any proviso to these Bylaws for terms of different
 33 lengths, voters may vote for up to as many positions as are to be
 34 filled, and the candidates that receive the most votes shall be
 35 elected. In such a case, the candidate that receives the most votes
 36 shall be deemed elected to the position with the longest term, the
 37 candidate that receives the next most votes shall be deemed elected
 38 to the position with the next longest term, and so forth.

39
 40
 41 **ARTICLE XII. FINANCE**

42
 43 **Section 1: Fiscal Year**

44
 45 The fiscal year of the [SectionAcademy](#) shall be the same as that of the Association.

46
 47 **Section 2: Limitation on Expenditures**

1 No officer, employee or committee shall expend any money not provided in the budget as
 2 adopted, or spend any money in excess of the budget allotment, except by order of the
 3 SectionAcademy's Board of Directors. The Board of Directors shall not commit the
 4 SectionAcademy to any financial obligation in excess of its current financial resources.

5
 6 **Section 3: Dues**

7
 8 **A.** SectionAcademy dues shall be as follows:

9
 10 Physical Therapist: \$50.00

11 Physical Therapist – Post-Professional Student: \$15.00

12 Physical Therapist Assistant, Retired Physical Therapist and

13 Retired Physical Therapist Assistant: \$30.00

14 Student Physical Therapist and Student Physical Therapist

15 Assistant: \$15.00

16 Life Physical Therapist and Life Physical Therapist Assistant:

17 zero dollars

18 Changes in dues are to be recommended by the Finance Committee
 19 to the Board of Directors, which in turn makes recommendations
 20 to the SectionAcademy membership. Changes approved by the
 21 SectionAcademy membership must also meet Association approval
 22 before August 1st and shall become effective on the first day of the
 23 next fiscal year.

24
 25 **B.** All dues shall be for the period specified in the Association's
 26 bylaws.

27
 28 **C.** All dues changes approved by the SectionAcademy membership
 29 and approved by the Association's Board of Directors before the
 30 Association's deadline will become effective on the first of the
 31 Association's next fiscal year.

32
 33 **D.** The Board of Directors may offer reduced rates for
 34 SectionAcademy dues as an incentive to promote membership.

35
 36 **Section 4: Submission of Financial Records to Association**

37
 38 The SectionAcademy shall submit their annual financial statements, tax returns, and audit
 39 report to the Association when and as directed by APTA Headquarters.

40
 41
 42 **ARTICLE XIII. DISSOLUTION**

43
 44 **Section 1: Involuntary Dissolution**

45
 46 The SectionAcademy may be involuntarily dissolved in accordance with the
 47 Association's bylaws.

1 **Section 2: Voluntary Dissolution**
2

3 The SectionAcademy may dissolve subject to a recommendation to dissolve supported by
4 no less than two-thirds (2/3) vote of the members of the SectionAcademy's Board of
5 Directors and adopted by two-thirds (2/3) of the SectionAcademy's members.

6 **Section 3: Distribution of Property and Records**
7

8 In the event that the SectionAcademy is dissolved, all property and records of the
9 SectionAcademy shall, after payment of its bona fide debts, be conveyed to the
10 Association.
11

12
13 **ARTICLE XIV. PARLIAMENTARY AUTHORITY**
14

15 The rules contained in the current edition of Robert's Rules of Order Newly Revised shall
16 govern the SectionAcademy in all cases to which they are applicable and in which they
17 are not inconsistent with these bylaws and any rules of order adopted by the
18 SectionAcademy.
19

20 **ARTICLE XV. AMENDMENTS**
21

22 **Section 1: Mail Ballot Amendments**
23

24 The SectionAcademy Bylaws may be amended in whole or in part by means of a mail
25 ballot as provided in this SectionAcademy. The Board of Directors on its own initiative
26 may bring before the Annual SectionAcademy Membership Meeting for discussion any
27 proposed amendment of the SectionAcademy Bylaws. The Board of Directors shall bring
28 before the Annual SectionAcademy Membership Meeting for discussion any petition to
29 amend the Bylaws signed by at least one hundred (100) members of the SectionAcademy,
30 provided that the petition is submitted to the Board at least thirty (30) days prior to the
31 Annual SectionAcademy Membership Meeting.
32

33 The Vice-President shall submit to the general membership for a vote any proposed
34 amendment discussed at the Annual SectionAcademy Membership Meeting (i) if a
35 majority vote at the Annual SectionAcademy Membership Meeting favored submitting
36 the proposal to the general membership or (ii) if the Board of Directors approves
37 submitting the proposal to the general membership. The Vice-President shall submit any
38 such proposed amendment to the general membership by (i) publishing it in an official
39 publication of the SectionAcademy and (ii) sending a ballot to all members, in each case
40 at least thirty (30) days prior to the deadline for returning the ballot to the
41 SectionAcademy.
42

43 In order for any proposed amendment to be adopted, the SectionAcademy must receive
44 by the deadline valid ballots from at least five percent (5%) of the eligible voters and at
45 least two thirds (2/3) of the valid ballots must contain a vote in favor of the proposed
46 amendment.
47

1 Amendments to the SectionAcademy bylaws become effective upon approval in writing
2 by the Association’s Board of Directors. (Exception: Changes in SectionAcademy dues
3 become effective on the first of the Association’s next fiscal year following approval.)
4

5 **Section 2: Editorial Amendments or Amendments Necessitated by Association**
6 **Action**
7

8 If the intent of an amendment is editorial or to bring the SectionAcademy’s bylaws into
9 agreement with those of the Association, the amendment shall be made as required by the
10 Bylaws Chair and shared with the Board of Directors. The Bylaws Chair shall notify the
11 SectionAcademy’s membership that such amendments have been made.
12
13

14 **ARTICLE XVI. ASSOCIATION AS HIGHER AUTHORITY**
15

16 In addition to these SectionAcademy bylaws, the SectionAcademy is governed by the
17 Association’s bylaws and standing rules, and by Association’s House of Delegates and
18 Board of Directors policies.
19
20

21 *****
22 Adopted (August, 1984), Amended February 1986; December 1988; August 1990; July
23 1991; March 1993; February 1996; February 1997; February 1998; February 1999,
24 February 2001; Restated July 2003; February 2005; January 2006; December 2006;
25 January 2009; January 2012; January 2017.