

1 **Pennsylvania Physical Therapy Association Bylaws**

2  
3  
4 ARTICLE I. NAME

5  
6 SECTION 1. The name of this organization is the Pennsylvania Physical Therapy Association,  
7 hereinafter referred to as the Chapter, a chapter of the American Physical Therapy Association,  
8 hereinafter referred to as the Association.  
9

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

13 ARTICLE II. OBJECT

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

17 ARTICLE III. FUNCTIONS

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

21 ARTICLE IV.

22  
23 SECTION 1. CATEGORIES AND QUALIFICATIONS OF MEMBERS. The Chapter  
24 membership categories and qualifications for Physical Therapist, Retired Physical Therapist, Life  
25 Physical Therapist, Student Physical Therapist, Physical Therapist Assistant, Retired Physical  
26 Therapist Assistant, Life Physical Therapist Assistant, and Student Physical Therapist Assistant  
27 shall be the same as those of the Association. In addition, the Chapter shall maintain a single  
28 Corresponding Member category and a single Corresponding Student Member category with  
29 rights and privileges as stated in the Association bylaws.  
30

31 SECTION 2. RIGHTS AND PRIVILEGES OF MEMBERS. The rights and privileges of the  
32 Chapter's members shall be identical to those established in the Association bylaws.  
33

34 SECTION 3. ADMISSION TO MEMBERSHIP. Admission to Chapter membership is by  
35 assignment by the Association's Board of Directors.  
36

37 SECTION 4. GOOD STANDING

38  
39 A. An individual member is in good standing within the meaning of these bylaws if the member  
40 is in good standing in the Association.  
41

42 B. The Chapter assumes the responsibility of verifying that a member is in good standing,  
43 including verification that an individual is in the proper membership category.  
44

45 C. Any member of the Pennsylvania Physical Therapy Association, Inc., unless employed by a  
46 Federal Service and only by a Federal Service, who practices within the territorial jurisdiction of

1 the Chapter must meet the requirements of the practice of physical therapy within the  
2 Commonwealth of Pennsylvania as set forth by the State Board of Physical Therapy.

3  
4 SECTION 5. DISCIPLINARY ACTION.

5  
6 A. Any member of the Chapter who is suspended by the Association shall have their membership  
7 privileges suspended from the Association and from the Chapter. Any member who is expelled  
8 from membership in the Association shall be expelled from Chapter membership.

9  
10 B. Complaints to the effect that a member has violated the ethical principles or standards of the  
11 Association shall be processed in accordance with the Association's Procedural Document on  
12 Disciplinary Action.

13  
14 SECTION 6. REINSTATEMENT. Individuals are reinstated to Chapter membership in  
15 accordance with the Association's Standing Rules. The Chapter may not charge a reinstatement  
16 fee.

17  
18 ARTICLE V. CHAPTER COMPONENTS, DISTRICTS AND SPECIAL INTEREST GROUPS

19  
20 SECTION 1. DISTRICTS.

21  
22 A. AUTHORIZATION. The Chapter Board of Directors may authorize the establishment of  
23 Districts.

24  
25 B. NUMBER OF DISTRICTS. This Chapter shall be composed of a minimum of seven districts.

26  
27 C. GEOGRAPHICAL DISTRICTS.

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

30 2. The Southwestern District shall include the following counties: Lawrence, Westmoreland,  
31 Butler, Green, Beaver, Armstrong, Fayette, Allegheny, and Washington.

32 3. The Northcentral District shall include the following counties: Potter, Lycoming, Tioga,  
33 Clinton, Bradford, Sullivan, Union, Centre, Columbia, Northumberland, Snyder, and Montour.

34 4. The Southcentral District shall include the following counties: Franklin, Mifflin, Adams,  
35 York, Berks, Lebanon, Lancaster, Cumberland, Perry, Juniata, Dauphin, and Schuylkill.

36 5. The Westcentral District shall include the following counties: Indiana, Cambria, Somerset,  
37 Clearfield, Huntingdon, Fulton, Bedford, and Blair.

38 6. The Northeastern District shall include the following counties: Susquehanna, Luzerne,  
39 Northampton, Wyoming, Wayne, Monroe, Lehigh, Carbon, Lackawanna, and Pike.

40 7. The Southeastern District shall include the following counties: Bucks, Philadelphia, Chester,  
41 Delaware, and Montgomery.

42  
43  
44  
45  
46

1 D. DISTRICT RULES OF ORDER.  
2

3 1. The Districts shall operate under rules of order that shall not be inconsistent with Chapter or  
4 Association bylaws and shall be approved by the Chapter Board of Directors.  
5

6 2. When Chapter bylaws have been amended so as to require amendment of District rules of  
7 order, the District shall prepare the necessary amendments and submit them to the Chapter Chief  
8 Delegate within 90 days.  
9

10 3. The rules of order, or any amendment thereto, of a District shall not become effective until  
11 approved by the Board of Directors of this Chapter. If proposed rules of order, or any  
12 amendment thereto, are disapproved by the Board of Directors, the affected District may appeal  
13 to the membership of this Chapter at the next annual membership meeting and the Board of  
14 Directors must act on the matter according to the instruction of the membership.  
15

16 E. NEW DISTRICT FORMATION.  
17

18 1. To be eligible to become a new District, the involved geographic area must be delineated by  
19 one or more specific counties.  
20

21 2. PETITION. A petition shall be received before April 1 of the year in which it is to be  
22 considered by the Board of Directors for approval/disapproval. The petition shall include:  
23

24 a. A detailed statement of purpose and rationale for new district formation  
25

26 b. Evidence that the existing districts involved in the redistricting have been notified.  
27

28 c. Legible signatures, membership numbers and addresses of at least seventy-five of the Physical  
29 Therapist, Life Physical Therapist, Retired Physical Therapist, Physical Therapist Assistant, Life  
30 Physical Therapist Assistant, Retired Physical Therapist Assistant members in good standing  
31 within the area of the proposed district.  
32

33 d. A list of eligible members willing to serve as Officers and Committee members.  
34

35 e. Proposed District rules of order.  
36

37 3. APPROVAL. A majority vote of the Board of Directors  
38

39 F. MEMBERSHIP. The qualifications for membership and the rights and duties of the members  
40 in a component district shall be consistent with those set forth for the Chapter.  
41

42 G. FINANCE. The districts shall maintain complete and accurate financial records.  
43

44 H. REPRESENTATION ON CHAPTER BOARD OF DIRECTORS. The elected Chair of each  
45 district shall be a Director of this Chapter.

1  
2 I. MEETINGS OF DISTRICTS. Districts shall hold a minimum of four meetings annually.

3  
4 J. DISTRICT REPORTS. District shall submit to the Chapter the following:

5  
6 1. Reports requested by the Board of Directors.

7  
8 2. Minutes of executive committee meetings and other meetings where action is taken within  
9 sixty days.

10  
11 K. DISSOLUTION OF DISTRICTS.

12  
13 1. Districts which fail to comply with Chapter policy or these bylaws may be abolished provided  
14 they are given at least one month's notice and at least two-thirds of the Board of Directors  
15 concurs.

16  
17 2. Districts may be dissolved by a two-thirds vote of the Board of Directors if the membership of  
18 the district remains fewer than seventy-five members during any consecutive twelve-month  
19 period.

20  
21 3. A district so disciplined shall have the right to appeal to the Chapter membership at its next  
22 annual meeting and the decision of the membership in the matter shall be final.

23  
24 4. All records and property of a district belong to the Chapter and must be returned to it on the  
25 dissolution of the district.

26  
27 SECTION 2. SPECIAL INTEREST GROUPS.

28  
29 A. AUTHORIZATION. The Chapter Board of Directors may authorize the establishment of  
30 special interest groups.

31  
32 B. SPECIAL INTEREST GROUP RULES OF ORDER.

33  
34 1. Special interest groups shall operate under rules of order and shall not be inconsistent with  
35 Chapter and Association bylaws and shall be approved by the Chapter Board of Directors.

36  
37 2. The rules of order, or any amendment thereto, of a Special Interest Group shall not become  
38 effective until approved by the Board of Directors of this Chapter. If proposed rules of order, or  
39 any amendment thereto, are disapproved by the Board of Directors, the affected Special Interest  
40 Group may appeal to the membership of this Chapter at the next annual meeting and the Board  
41 of Directors must act on the matter according to the instructions of the membership.

42  
43 C. PURPOSE. To provide a means by which members having a common interest in special areas  
44 of physical therapy may meet, confer, exchange ideas, and promote the interests of the respective  
45 groups.

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

7  
8 E. MEMBERSHIP.

- 9  
10 1. Is limited to current members of the Chapter and corresponding members who have met the  
11 criteria for this membership category based on Association bylaws.  
12  
13 2. Members of special interest groups are not required to belong to an Association Section of like  
14 nature or of similar interests.

15  
16 F. FINANCE. The special interest groups shall maintain complete and accurate financial records.

17  
18 G. REPRESENTATION ON THE BOARD OF DIRECTORS. Special interest groups shall  
19 provide an officer for attendance to at least one Board of Directors meeting per year.

20  
21 H. MEETINGS OF SPECIAL INTEREST GROUPS. Special interest groups shall hold at least  
22 one business meeting per year.

23  
24 I. SPECIAL INTEREST GROUP REPORTS. Special interest groups shall submit to the Chapter  
25 the following:

- 26  
27 1. Reports requested by the Board of Directors.  
28  
29 2. Minutes of executive committee meetings and other meetings where action is taken within  
30 sixty days.

31  
32 J. DISSOLUTION OF SPECIAL INTEREST GROUPS.

- 33  
34 1. Special interest groups that fail to comply with Chapter policy or these bylaws or fail to  
35 maintain a membership of at least one percent of Chapter membership may be abolished  
36 provided they are given at least one month's notice and if at least two-thirds of the Board of  
37 Directors concur. A group so disciplined shall have the right to appeal to the Chapter  
38 membership at its next regular meeting and the decision of the membership in the matter shall be  
39 final.  
40  
41 2. A special interest group may dissolve voluntarily according to its rules of order.  
42  
43 3. All records and property of a special interest group belong to the Chapter and must be returned  
44 to it on the dissolution of the special interest group.  
45

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

2  
3 A. Bylaws and policies of the Association and the Chapter.

4  
5 B. No district or special interest group shall profess or imply that it speaks for or represents the  
6 Chapter or members other than those currently holding membership in the district or special  
7 interest group unless authorized by the Chapter Board of Directors.

8  
9 C. Districts and special interest groups shall not establish dues, but this does not exclude them  
10 from raising funds by voluntary means. Districts and Special Interest Groups shall not levy  
11 special assessments that carry punitive action or loss of good standing.

12  
13 ARTICLE VI. MEETINGS

14  
15 SECTION 1. NUMBER OF MEETINGS.

16  
17 A. There shall be one annual meeting of the Chapter. Notices of this meeting shall be sent to  
18 membership at least thirty days prior to the date of the meeting.

19  
20 B. Special meetings or special elections may be called by a two-thirds vote of the Board of  
21 Directors and shall be called in response to a written request of five percent of the members of  
22 the Chapter. Notices of special meetings shall be sent at least ten days prior to the meeting.  
23 Special elections will follow the same procedures as regular elections as described in Article X.

24  
25 C. Such meetings may not conflict with Association meetings or functions.

26  
27 SECTION 2. VOTING BODY. The voting body of annual or any special meetings shall be those  
28 members eligible to vote present at annual or any special meetings properly called by the  
29 President. In the event that a decision must be made by the membership and a meeting cannot be  
30 held, the Board of Directors shall arrange for a vote by mail or electronic ballot. A majority of  
31 votes shall determine the action, with a minimum return of five percent of the membership  
32 constituting a valid vote. The voting body for chapter elections is detailed in Article X, Section  
33 2, C.

34  
35 SECTION 3. QUORUM. Three percent of the voting membership of the Chapter in attendance at  
36 any annual or special meeting of the Chapter properly called by the Board of Directors shall  
37 constitute a quorum.

38  
39 SECTION 4. ATTENDANCE. Attendance at business meetings is limited to Association  
40 members and invited guests approved by the Chapter officers.

41  
42 SECTION 5. MINUTES. Minutes of all meetings shall be sent to the Association within forty-  
43 five days.

44  
45  
46

1 ARTICLE VII. BOARD OF DIRECTORS

2  
3 SECTION 1. COMPOSITION.

4  
5 A. BOARD OF DIRECTORS.

6  
7 1. The Board of Directors shall consist of the officers and directors of this Chapter.

8  
9 2. The officers shall be the President, President Elect (when serving), Vice President, Secretary,  
10 Treasurer, and Chief Delegate.

11  
12 3. The Directors shall be the Chairs of the component districts.

13  
14 B. EXECUTIVE COMMITTEE. The Executive Committee shall consist of the President,  
15 President Elect (when serving), Vice President, Secretary, Treasurer, Chief Delegate, and  
16 Member-at-Large, who is a Director elected by the District Directors.

17  
18 SECTION 2. QUALIFICATIONS OF THE BOARD OF DIRECTORS.

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

23  
24 SECTION 3. TERM OF OFFICE.

25  
26 A. All officers and directors shall be elected for three-year terms, or until the election of their  
27 successors, except the President Elect who shall serve a one-year term coinciding with the final  
28 year of the President's term. At the completion of the one-year term, the President Elect shall  
29 succeed to the office of President and shall serve a two-year term.

30  
31 B. If the President is slated for election for the office of President Elect for second term, and is  
32 elected, the President Elect position shall be vacant for that term.

33  
34 C. The Member-at-Large shall be elected during the annual conference from among the District  
35 Directors and shall serve a one-year term immediately following the annual conference. No  
36 District Director shall serve more than two consecutive terms and no District shall be represented  
37 for more than two consecutive terms in the role of Member-at-Large without at least one year  
38 between terms of representation.

39  
40 D. No officers or directors shall serve more than two consecutive terms in the same office.

41  
42 E. There shall be a ten consecutive year limitation on offices at the Executive Committee level. If  
43 an officer or director is appointed to a position, the years spent in the appointed position shall not  
44 count in the limitation.

45

1 F. Officers shall assume office after installation at the first Board of Directors meeting following  
2 the election. The Directors shall assume office at the Board of Directors meeting following the  
3 election in their respective districts.

4  
5 SECTION 4. VACANCIES.  
6

7 A. If, before the expiration of the term for which she/he was elected, the President dies, resigns,  
8 is removed or becomes disqualified, the President Elect shall succeed to the office vacated for  
9 the unexpired portion of the term, and shall serve for the subsequent two-year term.

10  
11 B. If, before the expiration of the term for which she/he was elected, the President Elect dies,  
12 resigns, is removed or becomes disqualified, a special election will be held by mail or electronic  
13 ballot and within forty-five days to fulfill the remainder of the term.

14  
15 C. If both the President and President Elect positions are vacant, the Vice President shall succeed  
16 to the office of President for the unexpired portion of the term.

17  
18 D. Vacancies created by death, resignation, removal or disqualification of other officers with less  
19 than two years of term remaining shall be filled by appointment by the Board of Directors for the  
20 unexpired portion of the term. Any vacancy with an unexpired portion of term of two or more  
21 years remaining shall require a special election to fill the position.

22  
23 E. Vacancies created by death, resignation, removal or disqualification of committee Chairs shall  
24 be filled by appointment by the Board of Directors for the unexpired portion of the term.

25  
26 SECTION 5. DUTIES OF THE BOARD OF DIRECTORS. The Board of Directors shall:  
27

28 A. Carry out mandates and policies of the Chapter as determined by the Membership.  
29

30 B. Subject to the provision of these bylaws, the bylaws of the Association and all resolutions and  
31 enactments of the membership, have full power and complete authority to perform all acts and to  
32 transact all business for and on behalf of the Chapter.  
33

34 C. Appoint the Chairs of the standing committees except the Nominating Committee. Direct the  
35 activities of the standing committees except for the Nominating Committee and Ethics  
36 Committee.  
37

38 D. Create, appoint and direct appointed groups as it deems necessary to carry on the business of  
39 the Chapter.  
40

41 E. Bring before the members at any annual or special meeting or by correspondence,  
42 communications from the Association for their information, opinion, and or vote.  
43

44 F. Take appropriate disciplinary action against any Chapter component, which fails to comply  
45 with policies or bylaws of this Chapter.  
46

1 G. Submit the minutes of the Chapter Board of Directors meetings to the Board of Directors of  
2 the Association along with any other reports as may be requested. Minutes shall be submitted  
3 within forty-five days of a meeting.

4  
5 H. Allocate authorized dues to Chapter components.

6  
7 I. Arrange for a satisfactory bond for the Treasurer.

8  
9 J. Arrange for an annual audit of the financial records of the Chapter.

10  
11 K. Approve the annual budget.

12  
13 SECTION 6. CONDUCT OF BUSINESS

14  
15 A. BOARD OF DIRECTORS.

16  
17 1. The Board of Directors shall meet at least twice a year.

18  
19 2. A majority shall constitute a quorum.

20 3. The President may call a special meeting as needed, and shall call a special meeting on written  
21 request of two-thirds of the members of the Board of Directors. Notice of all meetings shall be  
22 given to all members of the Board of Directors not later than five days before the date set for the  
23 meeting.

24  
25 B. EXECUTIVE COMMITTEE.

26  
27 1. The Executive Committee shall meet not less than two times a year and shall exercise the  
28 power of the Board of Directors between its meetings.

29  
30 2. Two-thirds of the members shall constitute a quorum.

31  
32 3. The President may call a special meeting as needed, and shall call a special meeting on written  
33 request of two-thirds of the members of the committee. Notice of all meetings shall be given to  
34 all members of the Executive Committee not later than five days before the date set for the  
35 meeting.

36  
37 SECTION 7. DUTIES OF OFFICERS.

38  
39 A. PRESIDENT. The President shall:

40  
41 1. Call Board of Directors, Executive Committee, and Chapter meetings or special meetings as  
42 requested by the Board of Directors and as required by these bylaws.

43  
44 2. Preside at all meetings of the Board of Directors, Executive Committee.

45

- 1 3. Make a report in writing at designated meetings of the Board of Directors, and the Executive  
2 Committee.
- 3
- 4 4. Prepare and send to members of the Board of Directors an agenda for any meeting at least two  
5 weeks prior to the meeting.
- 6
- 7 5. Serve as Board Liaison to designated appointed groups.
- 8
- 9 6. Serve as a Chapter Delegate to the House of Delegates of the Association.
- 10
- 11 7. Be official spokesperson for the Chapter.
- 12
- 13 8. Submit an annual budget for the office.
- 14
- 15 B. PRESIDENT ELECT. The President Elect shall:
- 16
- 17 1. Preside at all meetings of the Chapter in the event of the absence, resignation, or death of the  
18 President.
- 19
- 20 2. Support the President in fulfilling the goals and objectives of the Chapter.
- 21
- 22 3. Formulate future programs for his/her presidency.
- 23
- 24 C. VICE PRESIDENT. The Vice President shall:
- 25
- 26 1. Preside at all meetings of the Chapter in the event of the absence, resignation, or death of the  
27 President and the President Elect.
- 28
- 29 2. Serve as Board Liaison to designed appointed groups.
- 30
- 31 3. Assist the President in the discharge of his/her duties.
- 32
- 33 4. Make a report in writing at designated meetings of the Board of Directors.
- 34
- 35 5. Submit an annual budget for the office.
- 36
- 37 D. SECRETARY. The Secretary shall:
- 38
- 39 1. Keep a record of all meetings of the Chapter Board of Directors, Executive Committee.
- 40
- 41 2. Maintain records of official correspondence of the Chapter.
- 42
- 43 3. Be responsible for and or delegate:
- 44

- 1 a. Giving notice of all meetings of the Chapter, Board of Directors, and Executive Committee.
- 2
- 3 b. Keeping an accurate roster of the officers and committee chairs of the Districts.
- 4
- 5 c. Submitting an annual budget for the office.
- 6
- 7 4. Serve as Board Liaison to designated appointed groups.
- 8
- 9 5. Review all Chapter component minutes submitted to the Chapter in a timely fashion.
- 10
- 11 E. TREASURER. The Treasurer shall:
- 12
- 13 1. Be responsible for having charge of all funds, which shall be paid out only upon orders of the
- 14 Board of Directors of the Chapter.
- 15
- 16 2. Be responsible for keeping true and accurate accounts of all receipts and disbursements.
- 17
- 18 3. Report in writing at designated meetings of Board of Directors and at the Annual meeting of
- 19 the Chapter.
- 20
- 21 4. Present books for audit on request of the Board of Directors.
- 22
- 23 5. Serve as chair of the Finance and Audit Committee.
- 24
- 25 6. Serve as Board Liaison to designated appointed groups.
- 26
- 27 7. Submit an annual budget for the office.
- 28
- 29 8. Be bonded.
- 30
- 31 F. DIRECTORS. The Directors shall:
- 32
- 33 1. Act as advisors to the Chapter's officers and members.
- 34
- 35 2. Make a report in writing of district activities at designated meetings of the Board of Directors.
- 36
- 37 3. Submit an annual budget for their office.
- 38
- 39 G. CHIEF DELEGATE. The Chief Delegate shall:
- 40
- 41 1. Attend all meetings of the House of Delegates of the Association.
- 42

1 2. Be responsible for the Chapter's total voting delegation to the House of Delegates. Should a  
2 delegate not be represented at an annual session of the House of Delegates, his/her votes shall  
3 revert to the Chief Delegate of the Chapter.

4  
5 3. Vote at the meeting of the House of Delegates in accordance with policies of the Chapter.

6  
7 4. Present to the House of Delegates such matters as are ordered by the Board of Directors and/or  
8 voting body of the Chapter.

9  
10 5. Present material from the House of Delegates to the Board of Directors and voting body for  
11 their discussion, opinion and/or vote.

12  
13 6. Call all special meetings of the Chapter delegates deemed necessary at the Annual meeting of  
14 the Association or other times as needed.

15  
16 7. Notify the Association of the names of the Chapters delegates each year.

17  
18 8. Prepare Chapter bylaw amendments as necessary.

19  
20 9. Serve as Board Liaison to designated appointed groups.

21  
22 H. MEMBER-AT-LARGE. The Member-at-Large shall:

23  
24 1. Represent concerns of the District Directors to the Executive Committee.

25  
26 2. Provide communication between the District Directors and the Executive Committee.

27  
28 3. Serve as chair of the Awards Committee.

29  
30 4. Arrange presentation of Chapter Awards issued through the Awards Committee.

31  
32 5. Serve as Board Liaison to designated appointed groups.

33  
34 SECTION 8. LIMITATION OF PERSONAL LIABILITY.

35  
36 A. A director of the Chapter shall, to the maximum extent permitted by the laws of the  
37 Commonwealth of Pennsylvania, have no personal liability as such for monetary damages for  
38 any action taken, or any failure to take any action, on or after the adoption of this provision by  
39 the Members of the Chapter, unless the director has breached or failed to perform the duties of  
40 his or her office under Section 8363 of the Directors' Liability Act (Act No. 145, November 28,  
41 1986), or any subsequent Act of the legislature amending or modifying the said Act, and such  
42 breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

43 Provided, however, that the foregoing provision shall not eliminate or limit the liability of a  
44 Director (i) for any responsibility or liability of such director pursuant to any criminal statute, or  
45 (ii) for any liability, State or Federal law.

1  
2 B. This section may be modified or repealed only by vote of the Members of the Chapter, and no  
3 provision inconsistent with this provision may be adopted without the vote of the Members of  
4 the Chapter. Neither the repeal or modification of this section nor the adoption of any provision  
5 inconsistent herewith shall adversely affect any limitation on the personal liability of a director  
6 of the Chapter existing at the time of such repeal or modification or the adoption of such  
7 inconsistent provision.

8  
9 C. This provision shall not eliminate the liability of a director in any case, in which such  
10 elimination is not permitted by law.

## 11 ARTICLE VIII. COMMITTEES

12  
13  
14 SECTION 1. FINANCE AND AUDIT COMMITTEE. This committee shall consist of at least  
15 four members, one of whom shall be the Treasurer, and each member other than the Treasurer  
16 shall serve a term of three years and may serve up to two terms. At least one member shall be  
17 appointed annually. This committee shall advise the Board of Directors on matters pertaining to  
18 the Chapter's financial needs, growth, and stability based on periodic review of income,  
19 expenditure, and investments. The committee shall present an annual budget to the Board of  
20 Directors. The committee shall be the point of contact and meet at least annually with the  
21 Association's independent auditors to discuss the annual audit. The committee shall advise the  
22 Board of Directors of any irregularities or material findings that arise from the independent audit  
23 or other sources.

24  
25 SECTION 2. ETHICS COMMITTEE. The Ethics Committee shall be a five-person committee,  
26 each of whom shall serve for four years. Four members shall be physical therapists, with one  
27 appointed annually by the Board of Directors. The physical therapist member with the most  
28 seniority in the committee shall serve as chair. The fifth member of the committee shall be a  
29 physical therapist assistant (PTA) who will not be eligible to serve as the Chair. The committee  
30 shall be charged with investigating any ethics complaints according to the Association's stated  
31 procedures, and with educating the membership and the public regarding ethical vs. unethical  
32 practices in physical therapy.

33  
34 SECTION 3. NOMINATING COMMITTEE. The Nominating Committee shall consist of three  
35 eligible members; one member shall be elected each year, which shall serve a term of three years  
36 or until the election of his/her successor. The senior member of the committee shall serve as  
37 Chair. Any vacancies shall be filled by the Board of Directors until the next regular election at  
38 which time the vacant position shall be filled for the remainder of the term. No member may  
39 serve more than two consecutive elected terms. The Nominating Committee shall seek out  
40 candidates for vacant offices, review their qualifications, ascertain their willingness to serve,  
41 nominate a candidate or candidates for each office, and report to the membership at the Annual  
42 Meeting of the Chapter. Nominations from the floor must be allowed before the slate is closed.

## 43 ARTICLE IX. DELEGATES TO THE ASSOCIATION HOUSE OF DELEGATES

44  
45 SECTION 1. QUALIFICATIONS.  
46

1  
2 A. The qualifications of delegates shall be as stated in the Association's bylaws.

3  
4 B. A Chapter delegate may not, in the same year, serve as a Section or Assembly delegate.

5  
6 C. The Chapter shall notify Association headquarters of the names of Chapter Delegates, as  
7 required by the Association and the Standing Rules of the House of Delegates.

8  
9 D. The Chapter must be represented in the House of Delegates at least every third year.

10  
11 SECTION 2. SELECTION OR ELECTION.

12  
13 A. The Chapter active delegates shall be:

14  
15 1. Chapter President.

16  
17 2. Chief Delegate

18  
19 3. The additional Physical Therapist delegates, to which the Chapter is entitled, shall be  
20 apportioned by the Chapter Executive Director to the Districts on the basis of membership  
21 numbers. Each District shall be allocated at least one Physical Therapist delegate. All District  
22 Physical Therapist delegates shall be elected by a District-wide mail or electronic ballot by the  
23 qualified Physical Therapist, Life Physical Therapist, Retired Physical Therapist, Physical  
24 Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant  
25 members in the district.

26  
27 B. All delegates shall be selected by October 1 of the year preceding the term, except where  
28 persons who serve by virtue of their office have not yet been elected. These delegates shall be  
29 appointed as soon as their appropriate term of office begins.

30  
31 C. The term of delegate shall be for two years. Terms of all delegates, except that of the Chief  
32 Delegate, shall be from October 1 (1st Year) to September 30 (2ndYear). Those terms met by  
33 virtue of office held shall coincide with their terms of office.

34  
35 SECTION 3. DUTIES OF DELEGATES. All Delegates shall:

36  
37 A. Attend all meetings of the Chapter delegation, of the House of Delegates and/or any special  
38 meetings called by the Chapter, while in attendance at the House of Delegates.

39  
40 B. Vote at the meeting of the House of Delegates in the best interest of their constituents.  
41 Delegates are required to vote consistent with Chapter policy, but may not be charged to vote in  
42 a specific fashion on issues or candidates. All votes on motions before the House shall be  
43 recorded on vote tally sheets, which shall be filed with the Chapter office for a period of five  
44 years and which shall be made available to members on request.

45  
46

1 ARTICLE X. ELECTIONS

2  
3 SECTION 1. SLATE OF CANDIDATES. The final slate of candidates for the open offices is to  
4 be submitted to the Chapter Executive Director by the Nominating Committee Chair after the  
5 Annual Chapter meeting.

6  
7 SECTION 2. PREPARATION OF BALLOT.

8  
9 A. Names of candidates for each office shall be in alphabetical order.

10  
11 B. A write in vote for an eligible member in good standing, consenting to serve, shall be valid.

12  
13 C. Elections shall be held by either mail ballot, via electronic delivery of a ballot or by other  
14 electronic means that creates a record that may be retained and retrieved by the Chapter office  
15 and shall be completed within thirty days from the close of the Annual Chapter Meeting.  
16 Elections shall be overseen by the Nominating Committee Chair in collaboration with the  
17 Executive Director. Ballots shall be sent to all Physical Therapist, Retired Physical Therapist,  
18 Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, and  
19 Life Physical Therapist Assistant members of the Chapter no later than ten days after the Annual  
20 Chapter meeting. Five percent of the ballots must be returned to validate the election. In lieu of  
21 electronic delivery, any member may request a paper ballot be mailed to them. Requests must be  
22 made verbally or in writing to the Executive Director within ten days after the close of the  
23 Annual Conference and returned to the chapter office no later than twenty-one days after the  
24 postmarked date of the ballot.

25  
26 SECTION 3. ELECTION RESULTS.

27  
28 A. Officers shall be elected by a majority of votes cast, unless there are more than two candidates  
29 for an office in which case the nominee for that office shall be elected by a plurality of the votes  
30 cast.

31  
32 B. Election results shall be tabulated and the membership notified. In the event of a tie vote, the  
33 chapter Executive Director, in the presence of two witnesses, will place the names of the  
34 candidates involved in the tie into a hat and draw one name from the hat to determine the winner  
35 the election.

36  
37 C. Officers shall be installed at the first meeting of the Board of Directors following the notice of  
38 the results of the election.

39  
40 D. Election results shall be sent to the Association within forty-five days.

41  
42 ARTICLE XI. REPRESENTATIVE TO THE PHYSICAL THERAPIST ASSISTANT  
43 CAUCUS (PTA CAUCUS)

44  
45 SECTION 1. QUALIFICATIONS

46

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

3  
4 B. The chapter shall notify Association headquarters of the name of the Representative, as  
5 required by the Association.

6  
7 SECTION 2. ELECTION AND TERM. The nominating committee of the chapter will solicit  
8 names of members of the chapter. The representative to the PTA Caucus from the chapter will be  
9 elected by mail or electronic ballot by the Physical Therapist Assistant, Retired Physical  
10 Therapist Assistant, and Life Physical Therapist Assistant members of the chapter. The  
11 Pennsylvania representative to the PTA Caucus shall be elected for a two-year term. The runner-  
12 up in the election shall serve as the alternate. The term becomes effective the first of October,  
13 following the election.

14  
15 SECTION 3. DUTIES OF THE REPRESENTATIVE

16  
17 A. To attend the annual and special meetings of the PTA Caucus.

18  
19 B. To present to the PTA Caucus such matters as are suggested by the Board of Directors,  
20 Executive Committee, or Chapter delegation.

21  
22 C. To vote at meetings of the PTA Caucus in accordance with policies of the chapter.

23  
24 D. To attend all meetings of the Chapter Delegation unless otherwise specified by the Chief  
25 Delegate.

26  
27 ARTICLE XII. FINANCES

28  
29 SECTION 1. FISCAL YEAR.

30 The fiscal and budget years shall be from January 1 to December 31.

31  
32 SECTION 2. LIMITATIONS AND EXPENDITURES. No officer, employee, or committee shall  
33 expend any money not provided in the budget as adopted, or spend any money in excess of the  
34 budget allotment, except by order of the Board of Directors. The Board of Directors shall not  
35 commit the Chapter to any financial obligation in excess of its current financial resources.

36  
37 SECTION 3. DUES.

38  
39 A. The Chapter is responsible for funding the Chapter components according to Chapter policy.  
40 The allocation of monies to each Chapter component shall be determined by the Board of  
41 Directors of the Chapter.

42  
43 B. The Chapter dues shall be:

44  
45 1. Physical Therapist Member: One hundred sixty five dollars (\$165.00) for twelve months  
46 membership.

- 1  
2 2. Physical Therapist Assistant Member: One hundred twenty five dollars (\$125.00) for twelve  
3 months membership.  
4  
5 3. Student Physical Therapist and Student Physical Therapist Assistant, Corresponding Student  
6 Physical Therapist, and Corresponding Student Physical Therapist Assistant: Five dollars (\$5.00)  
7 for twelve months membership.  
8  
9 4. Physical Therapist - Post-Professional Student Member, who meets the qualifications as  
10 prescribed by the APTA Board of Directors: Fifty dollars (\$50.00) for twelve months  
11 membership.  
12  
13 5. Corresponding Members, who meet the qualifications as prescribed by the Association Board  
14 of Directors: Ninety-five dollars (\$95.00) for twelve months.  
15  
16 6. Retired Physical Therapist Members, who meet the qualifications as prescribed by the APTA  
17 Board of Directors: Ninety-five dollars (\$95.00) for twelve months membership.  
18  
19 7. Retired Physical Therapist Assistant Members, who meet the criteria as prescribed by the  
20 APTA Board of Directors: Seventy-five dollars (\$75.00) for twelve months membership.  
21  
22 8. Life Physical Therapist Members and Life Physical Therapist Assistant Members of the  
23 chapter after 2004, who meet the qualifications as prescribed by the APTA Board of Directors:  
24 Forty-five dollars (\$45.00) for twelve months membership.  
25

26 C. Student Physical Therapist and student Physical Therapist Assistant member dues are for  
27 twelve months from the time of renewal or join date. As of the last day of the graduation month,  
28 the student Physical Therapist or student Physical Therapist Assistant member automatically  
29 converts to the Physical Therapist or Physical Therapist Assistant member category for the  
30 remainder of the twelve months of membership. Once the membership remainder expires, these  
31 new Physical Therapist and Physical Therapist Assistant members are eligible for one-year  
32 membership at fifty percent of the Association and Chapter dues rate for a Physical Therapist or  
33 Physical Therapist Assistant member.  
34

35 SECTION 4. DUES CHANGE. All dues changes approved by the Chapter membership and  
36 approved by the Association's Board of Directors before the Association's deadline will become  
37 effective on the first of the Association's next fiscal year.  
38

39 SECTION 5. FINANCIAL STATEMENTS. The Chapter shall submit its annual financial  
40 statements, tax returns and audit report to the Association when and as directed by the  
41 Association headquarters.  
42

43 SECTION 6. MEMBERSHIP INITIATIVES. The Board of Directors may offer reduced rates  
44 for Chapter dues as an incentive to promote membership.  
45

1 ARTICLE XIII. INDEMNIFICATION

2  
3 SECTION 1. INDEMNIFICATION. The Chapter shall indemnify any person who was or is a  
4 party or is threatened to be made a party to any threatened, pending or completed action, suit or  
5 proceeding, including actions by or in the right of the Chapter, whether civil, criminal,  
6 administrative or investigative, by reason of the fact that such person is or was a director or  
7 officer of the Chapter, or, to the extent permitted by Pennsylvania law, is or was serving while a  
8 director or officer of the Chapter at the request of the Chapter as a director, officer, employee,  
9 agent, fiduciary or other representative of another corporation, partnership, joint venture, trust,  
10 employee benefit plan or other enterprise, against expenses (including attorneys' fees),  
11 judgments, fines, excise taxes and amounts paid in settlement actually and reasonably incurred  
12 by such person in connection with action, suit or proceeding, to the full extent permissible under  
13 Pennsylvania law.

14  
15 SECTION 2. ADVANCEMENT OF EXPENSES. Reasonable expenses incurred by an officer or  
16 director of the Association in defending civil or criminal action, suit or proceeding described in  
17 Section 1 shall be paid by the Association in advance of the final disposition of such action, suit  
18 or proceeding upon receipt of an undertaking by or on behalf of such person to repay such  
19 amount of it shall ultimately be determined that the person is entitled to be indemnified by the  
20 Association.

21  
22 SECTION 3. The indemnification and advancement of expenses provided by or pursuant to this  
23 Article shall not be deemed exclusive of any other rights to which those seeking indemnification  
24 or advancement of expenses may be entitled under the Association's Articles of Incorporation,  
25 any other agreement, vote of the shareholders or directors or otherwise, both as to actions in their  
26 official capacity and as to actions in another capacity while holding an office, and shall insure to  
27 the benefit of their heirs, executors and administrators of such persons.

28  
29 SECTION 4. INSURANCE. The Association shall have the power to purchase and maintain  
30 insurance on behalf of any person who is or was a director, officer, employee or agent of the  
31 Association, or is or was serving at the request of the Association as a director, officer, employee  
32 or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other  
33 enterprise against any liability asserted against him and incurred by him in any such capacity, or  
34 arising out of his status as such, whether or not the Association would have the power to  
35 indemnify him against such liability under the provisions of these bylaws.

36  
37 SECTION 5. SECURITY FUND; INDEMNITY AGREEMENTS. By action by the Board of  
38 Directors (notwithstanding their interest in the transaction) the Association may create and fund  
39 a trust fund or fund of any nature, and may enter into agreements with its officers and directors,  
40 for the purpose of securing or insuring any manner its obligation to indemnify or advance  
41 expenses provided for this Article.

42  
43 SECTION 6. MODIFICATION. The duties of the Association to indemnify and to advance  
44 expenses to a director or officer provided in this Article shall be in the nature of a contract  
45 between the Association and each such director or officer, and no amendment or repeal of any  
46 provision of this Article, and no amendment or termination of any trust or other fund created

1 pursuant to Section 5, shall alter, to the detriment of such director or officer, the right of such  
2 person to the advance of expenses or indemnification related to a claim based on an act or failure  
3 to act, which took place prior to such amendment, repeal or termination.

4  
5 SECTION 7. ACTS PRIOR TO ADOPTION OF THIS ARTICLE. Indemnification for any  
6 action taken or failure to act occurring prior to the effective date of the adoption of this Article,  
7 shall be governed by Pennsylvania law as it existed prior to such date.

8  
9 ARTICLE XIV. DISSOLUTION.

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

16  
17 ARTICLE XV. PARLIAMENTARY AUTHORITY

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

21  
22 ARTICLE XVI. AMENDMENTS

23  
24 SECTION 1. PROCEDURE.

25  
26 A. These bylaws may be amended in whole or in part by a two-thirds vote of members at any  
27 regular Chapter meeting providing notice of the proposed amendment and its rationale has been  
28 sent to the Association headquarters within sixty days after review by the Chapter Executive  
29 Committee, and sent to all members at least thirty days prior to the meeting. Chapter Executive  
30 Committee review is to determine conformity with the APTA bylaws.

31  
32 B. When the Association bylaws have been amended so as to require amendment of these  
33 bylaws, the Chief Delegate shall prepare the necessary amendments. If the intent of an  
34 amendment is editorial or to bring the Chapter's bylaws into agreement with those of the  
35 Association, the amendment shall be made as required by the Chief Delegate and shared with the  
36 Executive Committee of the Chapter. The Chief Delegate shall notify the Chapter's membership  
37 that such amendments have been made no later than ninety days after Executive Committee  
38 approval. Such amendments shall not require a vote of the Chapters members, but shall  
39 automatically be adopted upon approval by the Executive Committee of the Chapter. Such  
40 amendments shall be sent to all members and shall be read at the Chapter's Annual Meeting.

41  
42 SECTION 2. CONTENT. Revised or amended bylaws shall be consistent with the Articles of  
43 Incorporation of this Chapter.  
44

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

5 **ARTICLE XVII. ASSOCIATION AS HIGHER AUTHORITY**

6 In addition to these bylaws, the Chapter is governed by Association bylaws and Standing Rules,  
7 and by the Association's policies.  
8

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

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

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

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

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

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

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

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

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

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

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

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

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

23 *Approved by the APTA House Officers January 6, 2015*  
24