**SOUTHWEST DISTRICT**

**INDIANA CHAPTER, INC.**

**AMERICAN PHYSICAL THERAPY ASSOCIATION**

**DISTRICT BYLAWS**

**ARTICLE I. Name**

The name of this organization shall be the Southwest District of the Indiana Chapter, Inc., American Physical Therapy Association (hereinafter referred to as District), which is a district of the Indiana Chapter, Inc. (hereinafter referred to as Chapter), which is a component of the American Physical Therapy Association (hereinafter referred to as Association).

**ARTICLE II. Object**

The object of the District shall be the same as the object of the Chapter as stated in the Chapter Bylaws.

**ARTICLE III. Jurisdiction**

Section 1. The Southwest District is comprised of the following counties: Vanderburgh, Posey, Warrick, Spencer, Perry, Knox, Dubois, Davies, Martin, Pike, Gibson, Clay, Sullivan, Greene and Owen.

**ARTICLE IV. Function**

The function of the District shall be the same as the function of the Chapter as established in its Bylaws.

**ARTICLE V. Membership**

Section 1. Classification and qualifications of membership is as stated in the Chapter Bylaws.

Section 2. The rights and privileges of the District’s members shall be identical to those established in the Chapter Bylaws.

Section 3. Admission to District membership is assigned by geographical location. Any member desiring to be assigned to a District different from that which the member is geographically assigned may do so by filing a written petition to the Chapter Board of Directors.

Section 4. A member is in good standing within the meaning of these Bylaws if the member is in good standing with the Association.

Section 5. Disciplinary Action

1. Any member who is suspended shall have their membership privileges revoked from the Association, Chapter and District.
2. Complaints to the effect that a member has violated the ethical principles or standards of the Association shall be process in accordance with the Association’s procedural document on Disciplinary Action.

**ARTICLE VI. Meetings**

Section 1. A minimum of four regular meetings shall be held annually to conduct business. A minimum of ten (10) voting members shall constitute a quorum.

Section 2. Special meetings may be called by the District Board or any ten (10) members, provided that thirty days-notice is given to all members. Attendance is limited to District members and invited guests approved by the District Officers. A quorum shall consist of ten (10) members, including at least two Officers.

Section 3. The voting body shall be the same as the voting body of the Chapter as established in the Chapter Bylaws: Article VII, Section 2.

Section 4. Except where otherwise stated in these Bylaws, the District Board of Directors may determine the need for an electronic vote. When an electronic vote is used, a minimum return of fifteen (15) ballots is needed for a quorum. If an electronic vote is to be taken, members shall receive ballots and instructions at least thirty (30) days prior to the announced deadline for return.

Section 5. Except where otherwise stated in these Bylaws, a majority vote of those responding will determine the action to be taken by the District.

**ARTICLE VII. Board of Directors**

Section 1. Composition and Term

1. The Board of Directors shall consist of the Officers of the District - Chair, Vice Chair, Secretary and Treasurer.
2. Members of the Board of Directors shall assume office on July 1 following their election and serve for two (2) years. No members shall serve more than two (2) complete, consecutive terms in the same office. Exception: When no other individual desires to be nominated for an office, the incumbent may serve more than two (2) complete consecutive terms in the same office.
3. Vacancies
	1. If before the expiration of the term for which he was elected, the Chair dies, is removed, fails to serve, or becomes disqualified, the Vice Chair shall succeed him for the unexpired portion of the term.
	2. All other vacancies shall be filled by appointment by the District Board of Directors for the unexpired portion of the term.

Section 2. Only members of the District who have been members in good standing for a period of at least one (1) year immediately preceding their election and who have consented to serve, shall be eligible for election to office.

Section 3. Duties

 Subject to the provision of these Bylaws, the District Board of Directors has full power and complete authority to perform all acts and to transact all business for and on half of the District.

1. The Board of Directors shall assure the District assumes the obligations and limitations set forth in the Chapter Bylaws.
2. The Board of Directors shall create and appoint special committees and direct the activities of all committees as necessary to fulfill the functions of the District.
3. The Board of Directors shall assign such duties over and above the usual duties assigned to members of the Executive Committee.
4. The Board of Directors shall maintain liaison with the Chapter and informs the District members of pertinent Chapter business.
5. The Board of Directors shall fill vacancies which shall stand until the next election of officers.
6. The Board of Directors shall keep records of business transacted for the District and shall make a report at each District meeting.
7. The Board of Directors shall submit a report of the District's activities to the Board of Directors of the Chapter as requested.
8. The Board of Directors shall approve the annual budget and all expenditures outside of the approved budget.

Section 4. Meetings

1. The Board of Directors shall meet at least two (2) times per year and other times as necessary to conduct the affairs of the District.
2. A special meeting may be called at the request of any member of the Board of Directors, provided that five (5) days-notice is given to members of the Board. A majority of Board Members shall constitute a quorum.

**ARTICLE VIII. Officers**

The officers of the District shall be the Chair, Vice Chair, Secretary and Treasurer.

Section 1. Chair

1. The Chair shall serve as the official head of and public spokesperson for the District.
2. The Chair shall preside at all meetings of the District and Board of Directors.
3. The Chair shall act as a neutral member of the Board of Directors in voting matters and will exercise the right to vote only to resolve a tie vote or when voting in secret ballot.
4. The Chair shall be an ex-officio member of all committees, except the Nominating Committee.
5. The Chair shall submit a written report to the Chapter Southern Regional Director at Large when requested.

Section 2. Vice Chair

1. The Vice Chair shall assume the duties of the Chair in his absence.
2. The Vice Chair shall make location and speaker arrangements for all District Meetings.
3. The Vice Chair shall develop and circulate meeting notices to contacts in the District and to the Chapter Executive Director for dissemination to District Members.

Section 3. Secretary

1. The Secretary shall record the minutes of the District and Board of Directors.
2. The Secretary shall act as custodian of records belonging to the District.
3. The Secretary shall maintain records of attendance at all meetings.
4. The Secretary shall notify the Chapter of vacancies, appointments and election results.

Section 4. Treasurer

1. The Treasurer shall assume responsibility for the receipt, disbursement and accurate recording of all District funds.
2. The Treasurer shall present a report of the financial status of the District at District and Board of Directors meetings.
3. The Treasurer shall serve on the Chapter Finance Committee.

**ARTICLE IX. Elections**

Section 1. Electronic **e**lections shall be held in the Spring. One or more candidates consenting to serve shall be included on the Slate of Candidates. Only those consenting to serve shall be slated.

Section 2. Members shall receive the Slate of Candidates thirty (30) days prior to elections opening.

Section 3. Elections will remain open for two (2) weeks.

Section 4. The Chair and Secretary shall be elected in even numbered years. The Vice Chair and Treasurer shall be elected in odd numbered years. One member of the Nominating Committee shall be elected annually and serve for a term of three (3) years. The senior member shall serve as Chair.

Section 5. A Tellers Committee will be appointed by the Board of Directors to tally the votes.

Section 6. Election Results will be sent to District Members within ten (10) days of the elections closing.

**ARTICLE X. Nominating Committee**

The Nominating Committee shall be composed of three members elected by the District membership. They shall prepare a Slate of Candidates for District elections.

**ARTICLE XI. Finances**

Section 1. The Fiscal Year of the District shall be the same as that of the Chapter.

Section 2. No officer, employee or committee shall expend District funds not provided in the budget as adopted not spend District funds in excess of the budget allotment, except when approved by the Board of Directors.

Section 3. The Board of Directors shall not commit the District to any financial obligation in excess of its current financial resources.

**ARTICLE XII. Dissolution**

Section 1. A District wishing voluntary dissolution shall submit a written request and justification to the Chapter Board of Directors who shall set a hearing within thirty (30) days following receipt of such request. Upon concurrence of two-thirds (2/3) of the Board of Directors, the District may be dissolved.

Section 2. In the event that the District should dissolve, all property and records of any nature in the possession of the District, shall, after payment of its bona fide debts, be conveyed to the Chapter.

**ARTICLE XIII. Parliamentary Authority**

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

**ARTICLE XIV. Amendments**

Section 1. These Bylaws may be amended or revised in whole or in part by a two-thirds (2/3) vote of a quorum of eligible District Members The vote may be taken at a regular or special district meeting or by electronic ballot provided that the members have thirty (30) days in which to review any proposed amendments before the vote is taken.

Section 2. If the intent of an amendment is editorial or to bring the District’s Bylaws into agreement with those of the Chapter or Association, the amendment shall be made as required by the Bylaws Chair and approved by the Board of Directors. The Bylaws Chair shall notify the District membership of such amendment.

**ARTICLE XV. Association as Higher Authority**

In addition to these Bylaws, the District is governed by the Chapter and Association Bylaws and Standing Rules and by Chapter and Association policies.

Adopted: June 2000

Amended: November 7, 2018