

BYLAWS OF THE AMERICAN PHYSICAL THERAPY ASSOCIATION INDIANA CHAPTER, INC.

Article I. NAME AND RELATIONSHIP TO AMERICAN PHYSICAL THERAPY ASSOCIATION

Section 1: The American Physical Therapy Association, Indiana Chapter, Inc. ("the Chapter") shall be a Chapter of the American Physical Therapy Association ("the Association").

Section 2: The geographic jurisdiction of the Chapter shall coincide with the boundaries of Indiana.

Article II. OBJECT AND PURPOSE

The object of the Chapter shall be the object of the Association. The Chapter shall conduct its activities in accordance with the purposes set forth in the Chapter's corporate articles which shall be consistent with the purposes of the Association.

Article III. MEMBERSHIP

Section 1. Category and Qualifications of Members

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

In addition, the Chapter shall maintain a single Corresponding Member category for Physical Therapist, Physical Therapist Assistant, Student Physical Therapist, and Student Physical Therapist Assistant members who are not assigned to the Chapter. Corresponding members shall have the rights as stated in the Association bylaws.

Section 2. Rights of Members

The rights of the Chapter's members and corresponding members shall not be in conflict with those established in the Association bylaws.

Physical Therapist Assistant Members shall have one (1) vote at the Chapter level.

Section 3. Admission to Membership

Admission to Chapter membership is by assignment by the Association's Board of Directors or chosen by a Corresponding Member as provided in the Association bylaws.

Section 4: Dues

The Board shall establish dues and may set different dues for different categories of membership. However, the Chapter dues structure shall not conflict with the Association's. Chapter dues for any dues category shall not exceed the Association's dues for that dues category without specific approval from the Association's Board of Directors.

- A. Student Physical Therapist and Student Physical Therapist Assistant member dues are for twelve (12) months from the time of renewal or join date. As of the last day of the graduation month, the Student Physical Therapist or Student Physical Therapist Assistant member automatically converts to the Physical Therapist or Physical Therapist Assistant member category for the remainder of the twelve (12) months of membership. Once the membership remainder expires, these new Physical Therapist and Physical Therapist Assistant members are eligible for one (1) year of membership at fifty (50) percent of the chapter dues rate for a Physical Therapist or Physical Therapist Assistant member.
- B. All dues shall be for the period specified in the Association bylaws and shall be payable following the Association's schedule.
- C. All dues changes approved by the Chapter membership and 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. The Chapter Board of Directors may offer reduced rates for Chapter dues as an incentive to promote membership.

Section 5. Good Standing

A member must be a member in good standing with the Association to be a member of the Chapter. A member of the Chapter who is suspended by the Association shall have their membership rights suspended in the Chapter. Any member who is expelled from membership by the Association shall be expelled from Chapter membership.

Section 6. Petitioning

Any member who requests to be assigned to another District, from which that member is geographically assigned, may do so by petitioning a written request to the Chapter Board of Directors for action.

Section 7. Disciplinary Action

The Chapter shall follow the Association's binding ethical documents and any ethics complaints against a member shall be processed in accordance with the Association's policies.

Section 8. Reinstatement

The Chapter shall reinstate members in accordance with the Association's policies. The Chapter shall not charge a reinstatement fee.

Article IV. GENERAL MEMBERSHIP MEETINGS

Section 1. Regular and Annual Meetings

Regular meetings of the membership shall be called by the Board of Directors. Regular meetings shall be held at least annually and shall be held at such time and place as specified by the Board of Directors.

Section 2. Special Meeting(s)

Special meetings of the membership shall be called by the Board of Directors or upon request by at least twenty (20) percent of the Chapter membership.

Section 3. Notice of Meeting Requirements

Notice of meetings is given pursuant to policies established by the Board or as otherwise required by applicable state law.

Section 4. Voting and Quorum

- A. A quorum for a meeting of the Chapter membership shall consist of twenty (20) of voting members in good standing, provided all three regions are represented.
- B. A majority of votes is required to carry a matter where a quorum exists, unless otherwise provided by these bylaws or applicable state law.
- C. Proxy voting is permitted at meetings of voting members.
- D. At the discretion of the Board, membership meetings may be held virtually or decisions may be made by the membership electronically to the fullest extent allowed by law.

ARTICLE V. BOARD OF DIRECTORS

Section 1. Authority

The governing body of the Chapter is its Board of Directors, which has authority and is responsible for governance of the Chapter.

Section 2. Composition

The Board of Directors shall consist of twelve (12) members.

- A. The Board of Directors shall consist of the President, Vice President, Secretary, Membership Director, Treasurer, Chief Delegate, three (3) Directors at Large (representing the North, South, and Central regions), New Professional, Diversity and Belonging Director, and PTA Council Representative.

Section 3. Officer Positions and Duties

- A. The elected officers of the chapter are: President, Vice President, Chief Delegate, Secretary, Membership Director, and Treasurer.

- B. The officers perform those duties that are usual to their positions and that are assigned to them by the Board of Directors.
- C. In addition, the President presides at meetings of the voting members and of the Board of Directors, the Vice President acts in place of the President when the President is not available, the Secretary is responsible for minutes of the meetings of the voting membership and of the Board of Directors as well as for overseeing the maintenance of records of the Chapter, and the Treasurer is the financial officer of the Chapter.

Section 4. Qualifications

Only members of the Chapter as provided for in the Association bylaws, and who have consented to serve, shall be eligible for election to office.

Physical Therapist Assistants may hold office subject to the limitations specified in the Association bylaws.

Section 5. Election and Term of Office

An election by the membership is held annually to choose new members of the Board of Directors.

- A. The Board of Directors shall be elected for a term of two (2) years, with the exception of the Chief Delegate (Proviso: Beginning with the 2025 Election) and Physical Therapist Assistant Council Representative, who will be elected every three (3) years, or until the election and installation of the successors.
- B. The Vice President, Secretary, New Professional and the Director at Large representing the Central region shall be elected in even numbered years.
- C. The President-Elect Membership Director, Treasurer, Diversity and Belonging Director, and the Directors at Large representing the North and South regions shall be elected in odd numbered years.
- D. Members of the Board of Directors shall assume office on the first of the month after the end date of the election. No member 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 one (1) additional term.
- E. The President-Elect shall be elected every two (2) years for a one (1) year term and then succeed to the office of President for a two (2) year term. A sitting President shall be required to be elected as President-Elect prior to the second year of his/her term in order to complete a second term. The President Elect shall assume office on the first of the month after the end date of the election.

Section 6. Selection of Directors at Large

- A. Directors at Large shall be elected by plurality ballot of the members in the respective regions.
- B. Directors at Large will represent the North, Central, and South regions of the state as defined by the description below. Each Director must live in the geographical region that they will be representing.
- C. The North region of the state is bound by, but not including, the following counties: Newton, Jasper, Pulaski, Fulton, Wabash, Huntington, Wells, and Adams. East and West boundaries are the State lines. The Central region of the state is bound on the South, by but not including the following counties: Vigo, Clay, Monroe, Brown, Bartholomew, Decatur and Franklin. East and West boundaries are the State lines. The remainder part of the state will be defined as the South region.

Section 7. Resignations and Removals

- A. A Director of the Board of Directors may resign by providing written notice to the Board of Directors.
- B. A Director may be removed with cause by a 2/3 vote of the Board of Directors or with or without cause by a vote of the membership.
- C. Further, if a Director resigns or is expelled from Chapter membership, such Director shall automatically cease to serve as Director of the Chapter.

Section 8. Vacancy

- A. If, before the expiration of the term for which he or she was elected, the President dies, resigns, is removed, fails to serve, or becomes disqualified, the Vice President shall succeed to the Presidency for the unexpired portion of the term.
- B. If a President-Elect must leave office before assuming the office of President, a special election may be held to elect a new President to take office when the term of the current President expires.

- C. All other vacancies, created by death, resignation, removal, failure to serve, or disqualification of other officers or members of the Board of Directors, except District Chairperson, shall be filled by appointment of the Board of Directors for the unexpired portion of the term, unless the vacancy occurs during the first year of the term when a special election will be held electronically.

Section 9. Meetings and Actions of the Board

- A. The Board of Directors meets no less than three (3) times annually at the times and places designated by the Board.
- B. Notice of meetings is given pursuant to policies established by the Board or as otherwise required by applicable state law.
- C. Each member of the Board of Directors shall each have one (1) vote. The President-Elect shall have a voice, but no vote.
- D. A majority of voting Directors forms a quorum, provided all members are notified five (5) days prior to the meeting.
- E. A majority of votes is required to carry an action where a quorum is present, unless otherwise required by these by-laws or applicable state law.
- F. Proxy voting is not permitted.
- G. At the discretion of the Board, meetings may be held virtually or decisions may be made by the Board electronically to the fullest extent allowed by law.

ARTICLE VI: COMMITTEES

Section 1. Executive Committee

- A. The Executive Committee consists of the Officers of the Chapter.
- B. Between meetings of the Board, the Executive Committee has the authority to take action consistent with established Chapter policies or decisions, and to take action on behalf of the Board in emergencies, reporting to the Board at its next succeeding meeting any action taken.
- C. The Executive Committee shall meet not less than three (3) times annually and at such other times that are necessary to conduct the affairs of the Chapter, provided all members are notified five (5) days prior to the meeting.

Section 2. Finance Committee

- A. The Finance Committee shall consist of, but not be limited to, each District Secretary/Treasurer.
- B. The Chapter Treasurer will serve as Chairperson.
- C. The Finance Committee is responsible for advising the Board of Directors on matters pertaining to financial needs, growth and stability, investment policies, preparation and presentation of an annual budget, presentation of a written report at each Annual meeting of the Chapter and at the close of each fiscal year to the Board of Directors and compliance with financial obligations to the Association.

Section 3. Nominating Committee

- A. The Nominating Committee shall consist of three (3) Physical Therapist or Physical Therapist Assistant members elected by the Chapter membership.
- B. One (1) member shall be elected annually and shall serve for a term of three (3) years.
- C. The senior member shall serve as Chairperson.
- D. The Nominating Committee is responsible for preparing a slate of candidates for chapter offices, elected committees, chapter Delegates and PTA Council Representative(s).
- E. The slate of candidates shall be made available to all members thirty (30) days prior to the annual or special meeting at which the slate of candidates will be presented and any additional nominations from the floor can take place.
- F. Subsequently, the final slate will then be posted.
- G. The Nominating Committee shall prepare a slate of candidate(s) to fill a position on the Chapter Board of Directors created by a vacancy occurring prior to the Annual Chapter meeting in the first year of a two (2) year term for election in a special election as provided in these Bylaws.

Section 4. Ethics Committee

- A. The Ethics Committee shall consist of at least three (3) members who will be appointed by the Chapter President and approved by the Board of Directors.
- B. Each member shall serve a two (2) year term with one (1) member being appointed in odd numbered years and two (2) members being appointed in even numbered years.
- C. Members may serve beyond appointed terms at the discretion of the Board of Directors.

- D. The Ethics Committee is responsible for interacting with the Association Ethics and Judicial Committee, to refer ethics complaints to the Ethics Judicial Committee, and to promote ethics related educational resources to members.

Section 5. Other Committees

- A. The Board may appoint such committees, task forces, or work groups as it deems necessary or advisable.
- B. All committees which consist entirely of Directors shall be Board committees and shall have and exercise the authority of the Board as may be designated by the Board.
- C. All non-Board committees shall not have or exercise the authority of the Board, but may advise and make recommendations to the Board.

ARTICLE VII: DISTRICTS AND SPECIAL INTEREST GROUPS

Section 1. Establishment and Dissolution

- A. The Chapter's Board of Directors may establish subgroups, such as districts and special interest groups, within its territory.
- B. A district of the Chapter shall be established and/or dissolved in accordance with the rules and conditions specified by Chapter policy.

Section 2. District Limitations

A District shall not:

- A. Operate under policy or rules of order that are inconsistent with Chapter or Association bylaws or have not been approved by the Chapter Board of Directors.
- B. Establish dues or levy assessments to Chapter members.
- C. Profess or imply that it speaks for or represents the Chapter or its members unless authorized by the Chapter's Board of Directors.

Section 3. Special Interest Group Limitations

A Special Interest Group shall not:

- A. Operate under policy or rules of order that are inconsistent with Chapter or Association bylaws or have not been approved by the Chapter Board of Directors.
- B. Establish dues or levy assessments to Chapter members.
- C. Profess or imply that it speaks for or represents the Chapter or its members unless authorized by the Chapter's Board of Directors.

ARTICLE VIII. DELEGATES TO THE ASSOCIATION'S HOUSE OF DELEGATES

Section 1. Qualifications

- A. The qualifications of Delegates shall not conflict with the Association's Bylaws.
- B. The President serves as an Alternate Delegate to the Association's House of Delegates. (Proviso: Becomes effective in 2025 election)
- C. A Delegate may not serve concurrently as a Delegate for any other delegation.
- D. The Chapter shall notify Association headquarters of the names of Chapter Delegates as required by the Association's policies and procedures including the Standing Rules of the House of Delegates.
- E. The Chapter shall be represented in each session of the House of Delegates unless a waiver is approved by the Association Board of Directors.

Section 2. Election

- A. Delegates and Alternate Delegates, with the exception of the President and Chief Delegate, shall be elected by a plurality.
- B. Delegates shall assume the duty on the first of the month following the announcement of election results.
- C. Specific provisions relating to Delegates shall be found in the policies of the Chapter Board of Directors.

Section 3. Term of Delegates

- A. Except in the case of a special election, each Delegate shall serve a three (3) year term.
- B. A Delegate can serve no more than two (2) full consecutive terms.
- C. A Delegate can run again after sitting out one (1) year, or if no one else is nominated for the position.

Section 4. Duties of Delegates

- A. Attend the annual and special meetings of the APTA House of Delegates.
- B. Present to the House of Delegates such matters as are approved by the Chapter Board of Directors and/or voting body.

ARTICLE IX. REPRESENTATIVE TO THE APTA PHYSICAL THERAPIST ASSISTANT COUNCIL

Section 1. Qualifications

- A. The qualifications of the Representative shall be as stated in Association policy.
- B. The Chapter shall notify Association headquarters of the name of the Representative, as required by the Association.

Section 2. Election and Term

- A. The PTA Council Representative shall serve a three (3) year term, serving no more than two (2) full consecutive terms.
- B. The PTA Council Representative can run again after sitting out one (1) year or if no one else is nominated for the position.
- C. The Representative shall assume duties on the first of the month following the announcement of election results.
- D. An Alternate Representative shall be elected by the membership every even year, assuming the duties of the Alternate Representative as set forth by the Chapter.

Section 3. Duties of the PTA Council Representative

- A. Attend meetings of the PTA Council throughout the year.
- B. Investigate all information pertinent to the annual session of the PTA Council.
- C. Prepare a summary of action taken by the PTA Council for presentation at the next Board of Directors meeting.
- D. Report to the Chapter general membership at the Chapter meeting immediately following the annual session of the PTA Council any action taken during the session of the PTA Council.
- E. Present to the PTA Council such matters as are approved by the Board of Directors and/or membership.
- F. To vote at meetings of the PTA Council in accordance with instructions and/or policies of the Chapter.

ARTICLE X. REPRESENTATIVE TO THE APTA STUDENT COUNCIL

Section 1. Qualifications

- A. The qualifications of the representative shall be as stated in APTA policy.
- B. The Chapter shall notify Association headquarters of the name of the representative, as required by the Association.

Section 2. Appointment and Term

The Chapter Board of Director's designee shall serve as the APTA Student Council Representative and shall serve a one (1) year term, serving no more than two consecutive (2) terms.

Section 3. Duties of the Student Council Representative

- A. Engage members across the Chapter, increasing member value.
- B. Collaborate with other Council Representatives to highlight best practices and empower success.
- C. Meet quarterly as a Council.
- D. Select Student Council Delegates to the Association's House of Delegates.
- E. Select Council Steering Group and Chair through the annual election process.
- F. Participate in Council activities at the APTA Leadership Congress.
- G. Implement Council initiatives at the Chapter level.
- H. Seek opportunities for involvement within the Chapter.
- I. Serve as an ambassador for the Chapter and the Association.

ARTICLE XI. ELECTIONS

- A. Elections shall be held in even numbered years with one (1) or more candidates for the office of Vice President, Secretary, New Professional and the Central Director at Large.
- B. Elections shall be held in odd numbered years for the office of President-Elect, Treasurer, Membership Director, Diversity and Belonging Director, Northern Region Director at Large, and Southern Region Director at Large.
- C. The Chief Delegate (Proviso: Beginning with the 2025 Election) and Physical Therapist Assistant Council Representative will be elected every three (3) years.
- D. Delegates and Nominating Committee members shall also be elected by voting members.
- E. Voting members shall be sent the slate of candidates thirty (30) days prior to the Annual or Special meeting at which the slate of candidates will be presented and any additional nominations from the floor can take place. Subsequently, the final slate will then be posted.
- F. Electronic voting will be available for thirty (30) days after the final slate of candidates has been posted.
- G. For those that do not have access to computers, a mail ballot will be furnished upon request. Ballots returned by mail must be postmarked no later than ten (10) days prior to the specified end date of voting and will be opened and counted by a Tellers Committee appointed by the Executive Committee.
- H. A minimum return of twenty (20) ballots must be returned for the election to be valid. In the event of a tie, a secondary run-off election shall be held by handwritten and/or electronic balloting.
- I. A Teller's Committee appointed by the Executive Committee will be responsible for bringing forward the election results to the Membership and the results will be posted on the APTA Indiana website.
- J. Chapter election results shall be submitted to the Association within forty-five (45) days of the election.

ARTICLE XII. FINANCES

Section 1. Fiscal Year

The fiscal year of the Chapter shall January 1 through December 31.

Section 2. Limitation on Expenditures

No officer, employee, or committee shall expend any money not provided in the budget as adopted, or spend any money in excess of the budget allotment, except by order of the Chapter's Board of Directors.

Section 3. Reports

The Chapter shall submit its annual financial statements, tax returns, and audit report to the Association as directed by the Association.

Section 4. Audit

All financial records of the Chapter shall be audited at the close of the fiscal year by a committee appointed by the Chapter Board of Directors. This committee shall present written reports to the Board of Directors at the time of audit, to the Association by April 15 and to the membership at the Chapter's Annual Session.

ARTICLE XIII. DISSOLUTION

The Chapter shall be dissolved in accordance with the Association's bylaws and applicable state law.

Section 1.

The Board of Directors of the Association may recall and annul the Charter of the Chapter if the Chapter has failed to satisfy its obligations as set forth in the Association's Bylaws or has failed to observe the limitations upon its activities as set forth in the Association's Bylaws.

Section 2.

The Chapter may be dissolved voluntarily by a two-thirds (2/3) vote of the members present at a meeting, a quorum being present, provided that ninety (90) days-notice of such pending action has been given to the members.

ARTICLE XIV. MISCELLANEOUS

Section 1. Books and Records

- A. The Chapter shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its members, Board, and Board committees, and shall keep a record giving the names and addresses of the members entitled to vote.
- B. If the Chapter is dissolved its property and records shall be conveyed to the Association after payment of any bona fide debts.
- C. The Association shall not be obligated for any Chapter debts unless the Chapter has been specifically authorized by the Association's Board to act on behalf of the Association.

Section 2. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised, where not in conflict with the Chapter's Articles of Incorporation, bylaws, or other policies, or applicable state law, shall govern meetings and actions of the membership and of the Board.

Section 3. Association as Higher Authority

- A. The Chapter shall submit minutes of all proceedings of its members to the Association within forty-five (45) days of such meeting. In addition, the Chapter shall maintain records related to membership, programming, publications, and other activities and operations, and shall provide them for review by the Association upon request.
- B. In addition to the Chapter's corporate articles and bylaws, the Chapter is governed by the Association as its higher authority, the Association's bylaws, standing rules, and all applicable policies and procedures.

Section 4. Amendments

- A. Subject to the provisions of these bylaws, the Chapter's corporate articles, and applicable state law, the power to amend these bylaws and to adopt new bylaws may be exercised by 2/3 vote of those voting, provided that at least twenty (20) voting members in good standing participate in the vote.
- B. Corporate articles shall be amended in accordance with state law.
- C. Any amendments to the corporate articles or bylaws of the Chapter shall be submitted to the Association for approval prior to taking effect.
- D. Amendments to the Chapter's bylaws become effective upon approval in writing by the Association's Board of Directors. (Exception: changes in Chapter dues become effective on the first day of the Association's fiscal year following approval.)

Approved by the Chapter: November 12, 1972. Amended April 20, 1974; April 10, 1976; May 7, 1977; December 3, 1977; May 6, 1978; 1980, 1981, 1983, 1984, 1987, 1988; September 9, 1989; April 27, 1991; July 18, 1991; November, 1992; March 18, 1993; April 13, 1994; November 17, 1994; May 6, 1995; May 17, 1996; September 6, 1997; February 1998; April 1999; November 2000; April 28, 2001; April 12, 2003; October 16, 2005; October 15, 2006; October 19, 2008; September 17, 2010; March 23, 2011; October 7, 2011; December 2012; October 5, 2013; October 17, 2015; March 24, 2018; October 11, 2019; November 5, 2021; November 8, 2024.