

CONSTITUTION OF THE IDAHO ACADEMY OF PHYSICIAN ASSISTANTS

ARTICLE ONE Name

The name and title of this organization shall be the Idaho Academy of Physician Assistants, hereby referred to as the IAPA. The IAPA is a constituent organization of the American Academy of Physician Assistants, hereby referred to as the AAPA.

ARTICLE TWO Purposes of the IAPA

The purposes of the IAPA are to promote loyal and honest medical service to the medical profession and to the public, to develop continuing educational programs for physician assistants and the IAPA membership; to promote the physician assistant concept through the education of professional and lay persons; and to promote similar interests in the student societies.

ARTICLE THREE Composition of the IAPA

The IAPA shall consist of Fellow members and such other members as the Bylaws may provide.

ARTICLE FOUR Board of Directors

The Board of Directors, whose duties are executive and judicial, shall have charge of all property and all financial affairs of the IAPA, and shall perform such other duties as are prescribed by law governing the directors of a corporation, or as may be prescribed in the Bylaws.

ARTICLE FIVE Conventions and Meetings

The IAPA shall hold an annual conference.

ARTICLE SIX Officers

The officers of the IAPA shall be a President, President-elect, Immediate Past President, Secretary/Treasurer, and four Regional Representatives, one each from the northern, central, southeastern and southwestern regions.

ARTICLE SEVEN Definitions

A Physician Assistant is any person who has graduated from an ARC-PA approved physician assistant training program and/or successfully completed the Physician Assistant National Certifying Exam (PANCE).

ARTICLE EIGHT Code of Ethics

Members of the IAPA will uphold the AAPA Code of Ethics of the Physician Assistant Profession.

BYLAWS OF THE IDAHO ACADEMY OF PHYSICIAN ASSISTANTS

PREAMBLE

This association shall be representative of physician assistants within the state of Idaho on both the local and national levels. The primary objective of this organization is to enhance quality medical care to the people of Idaho through the provision of continuing medical education to the membership. The IAPA will also serve to provide the public with information regarding the physician assistant profession.

ARTICLE ONE Membership

Section I

Membership in this organization shall be composed of Fellow, Colleague, Sustaining, Student, Affiliate, and Out-of-state members.

A **Fellow** member shall consist of a physician assistant who is an AAPA Fellow. Fellow members shall have full voting privileges on both state and national academy business.

Colleague members of this organization will be those who are otherwise eligible state academy fellow members but through choice or ineligibility are not AAPA members. Colleague members will be eligible to vote on state business only, and are not eligible to hold the office of President, President-elect, or Secretary/Treasurer. The Board of Directors may approve other persons for affiliate membership.

Sustaining membership shall be physician assistants who have retired, those employed by a Federal agency, or active duty military. Sustaining members shall be extended the privileges of the floor during membership meetings, but may not vote or hold office.

Student members are individuals who are currently enrolled in good standing in an ARC-PA accredited physician assistant program of study. Student members will not have voting rights, nor will they be able to hold state office except for the position of student representative. They will be extended privileges of the floor at state conferences and/or meetings.

Affiliate members are individuals who are not physician assistants as recognized by the NCCPA and AAPA.

Out-of-State members shall be those persons who wish to be members of this state academy who reside or practice out of state. Such members are entitled to the privilege of the floor at annual conferences, but may not vote or hold office.

Honorary members are persons of distinction who have rendered outstanding service to the IAPA or persons who have retired from active work. Such persons may be nominated by an active member and then approved by the Board of Directors. Honorary members shall be entitled to the privileges of the floor but shall not vote or hold office. They shall be exempt from paying dues.

Section II

All applications for membership shall be made in writing or electronically on an application form provided by this organization. The applications shall be reviewed, approved, or rejected by the Board of Directors. No applicant shall be denied membership on the basis of gender, age, race, disability, creed, color, sexual orientation or national origin. No fellow member of AAPA shall be denied an application of membership unless such membership has been revoked for reason of an ethical or judicial nature. All rejections will then go before the membership for a vote, which will be considered final.

Section III

Annual fees, dues amounts, late fees and assessments shall be established and approved by the Board of Directors for each class of membership. The board may offer complimentary membership for financial or personal hardship on a case-by-case and yearly basis.

Section IV

Any member whose dues, late fees, or assessments are unpaid at the time of any meeting shall be ineligible to vote or hold office. The Board of Directors may establish procedures and policies with regard to nonpayment of dues, late fees, and assessments as they become due.

ARTICLE TWO Powers of the Board of Directors

Section I

The Board of Directors shall serve as the judicial body of the organization. The Board of Directors will create policy, defining and implementing the organization's Code of Ethics.

Section II

Without prejudice to the powers conferred by the Bylaws, it is expressly declared that the Board of Directors shall have the following powers:

To appoint and employ, and at its discretion, to remove, suspend, permanently or temporarily, such officers, managers, subordinate managers, assistants, clerks and agents as it may, from time to time, choose to determine and fix their duties, and from time to time, fix and change their salaries and benefits, and to require such security in such instances and in such amounts as it may determine, and to consider by resolution upon any officer of the corporation the right to choose, remove or suspend all subordinate officers or agents and to tax their salaries.

To determine who shall be authorized to sign, on the organization's behalf, bills, receipts, endorsements, checks, releases, contracts and documents.

To impose such charges, dues, and/or assessments as it may deem advisable for the purposes of furthering the corporation's objectives.

To fulfill all vacancies occurring in their number between annual elections by means of special elections of the membership or, at the discretion of the Board, by appointment by the Board.

ARTICLE THREE Meetings of the Membership

Section I

The Annual Meeting shall be held as a part of the IAPA Annual Conference. At this meeting, reports on the affairs of the organization for the preceding year will be given by the officers of the organization and nominations for officers and the Board of Directors will be received.

Section II

Special meetings of the organization may be called by the President, or by order of the Board of Directors.

Section III

Each fellow member is entitled to one vote on meeting motions. The student representative(s) comprise one vote. Each affiliate member may have one vote on non-AAPA business. A majority (greater than 50%) of the voting membership in attendance shall constitute a quorum at any annual meeting or special meeting.

Section IV

AAPA members who belong to more than one constituent organization may vote on AAPA issues in only one constituent organization.

ARTICLE FOUR Elections

Section I

The election of the members of the Board of Directors shall be held annually, as directed by the board of directors. The offices to be filled are the board of directors and AAPA delegates.

Section II

The Board of Directors shall consist of President, President-elect, Immediate Past President, Secretary/Treasurer, four (4) Regional Representatives, one each from the Northern region, the Central region, the Southeastern region, and the Southwestern region, and Student Representatives. The Student Representatives shall comprise one (1) vote and must be IAPA student members. Number and

selection of the Student Representatives will be at the discretion of the Board. The President, President-elect, and Immediate Past President, Secretary/Treasurer, and Student Representatives are not eligible to be elected as Regional Representatives of the Board. There shall be no limitation on the number of terms any officer may serve. The officers so designated shall have the power to perform the duties authorized by the Bylaws. The President, President-elect, and Immediate Past President will each serve one-year terms of office and will be installed into their respective offices on the first Monday of July following election. Regional Representatives and the Secretary/Treasurer will each serve one two-year term of office.

Section III

Each board officer of the organization shall be a fellow member in good standing of the AAPA for the duration of their term.

Section IV

The regions shall be divided as follows:

The Central region shall consist of the area comprised by the following counties: Lemhi, Custer, Blaine, Camas, Gooding, Jerome, Twin Falls, Minidoka and Cassia. The Northern region shall include that area within the state which observes Pacific Time. The Southeastern Region shall include the area east of the Central region. The Southwest Region will include all areas south of the Northern region and west of the Central region. Persons falling on any boundary may have their choice of region to which they belong.

ARTICLE FIVE Meetings of the Board of Directors

Section I

The Board of Directors shall hold meetings at such times and at such places as may be designated by the president but in no event shall there be less than two (2) such meetings in any calendar year. An absolute majority of the membership of the Board shall constitute a quorum of transacting business.

Section II

Special meetings may be called by the Secretary/Treasurer at the request of the President or upon written request to the President by at least ten (10) members of the organization. The object of the special meeting shall be stated in the call. Notice of special meetings shall be transmitted electronically or by mail not less than fourteen (14) days and no more than twenty-eight (28) days prior to such meeting.

ARTICLE SIX Duties of the Officers

Section I

The President shall preside at all business meetings of the organization and of the Board of Directors. He/she shall make a full report of the year's activities to the annual meeting of the organization. He/she shall appoint all standing committees of the Board of Directors and shall designate the chairs thereof, subject to the approval of the Board of Directors.

Section II

The President-Elect shall assume the duties of the President in his/her temporary absence. The President elect will organize and conduct, with the assistance of the Secretary/Treasurer, all annual elections.

Section III

The President-Elect shall preside at meetings of the Academy in the absence of President. He/she shall succeed to the office of the President at the expiration of the President's term or earlier should that office become vacant for any reason.

Section IV

The Immediate Past President shall be a member of the Board of Directors, ex officio, and shall provide continued leadership to the Academy.

Section V

The Secretary/Treasurer shall keep minutes of all meetings of the organization, shall be responsible for all organization correspondence, and notify all members of all meetings.

Section VI

The Secretary/Treasurer shall maintain accurate records of the financial status of the organization shall collect annual dues from all members, shall deposit into the organization's account all monies received by the organization and record all receipts of those payments. The Secretary/Treasurer will coordinate these duties with the executive administrator.

Section VII

The Regional Representative shall be responsible for the organization regional CME programs, for keeping the membership of their region informed of the activities of the Board of Directors, for the recruitment of new members from their region into the IAPA, and for attracting and sustaining members' involvement in the activities of the IAPA.

ARTICLE SEVEN AAPA House of Delegates

Section I

Delegates to the AAPA House of Delegates will be elected during the annual election of officers and representatives. The term of delegates to the AAPA House of Delegates shall begin July 15, with the exception of those delegates representing the Student Academy.

Section II

Fellow members in good standing will be eligible for election as delegates or alternates. The President and the President-elect will ordinarily be among those nominated to serve as delegates.

Section III

Duties of the delegates shall include attending the national meetings of the House of Delegates of the AAPA and the Board of Directors meetings of the IAPA. Delegates will report to the Board of Directors following each national meeting.

ARTICLE EIGHT Standing Committees

Section I

Standing committees may be designated by the Board of Directors, established by the President by and with the consent of the Board of Directors.

Section II

Each standing committee shall be responsible for the performance of the duties and functions delegated to it by the Board of Directors or the President.

Section III

Standing committees shall hold regular meetings and shall make periodic reports to the Board of Directors.

ARTICLE NINE Amendments

Section I

Major amendments to these bylaws may be made at any regular or special meeting of the membership by an affirmative vote of two-thirds-of all voting members present or by proxy.

Section II

These Bylaws may also be amended through a mail ballot of a simple majority of current voting members.

Section III

Minor edits to these bylaws may be made by the majority vote of the organization's board of directors.

ARTICLE TEN Parliamentary Authority

Section I

The current edition of Sturgis-Standard Code of Parliamentary Procedure shall be the parliamentary authority for all matters of procedures not specifically covered by these Bylaws.

Section II

This constituent organization is part of the parent organization AAPA. As such, the organization and its members are required to meet all provisions outlined in the AAPA's constitution, bylaws, and charter policy. This organization will not write or pass any bylaws and/or policies in conflict with AAPA bylaws and/or policies. This organization will uphold the principles, purposes, and philosophy for which AAPA was founded. If the organization is unable to uphold the principles and purposes, or passes conflicting bylaws and/or policies, it must work through AAPA to change the philosophy by altering the organization's constitution and bylaws.

ARTICLE ELEVEN Discipline

Section I

The IAPA holds its members to the AAPA's Code of Ethics.

Section II

Any member who is under sentence of suspension or expulsion shall not be entitled to any of the rights or benefits of the organization or be permitted to take part in any of the proceedings until he or she has been reinstated.

Section III

Any member who has been censured, suspended, or expelled by the Board of Directors may appeal, in writing, such action within six months after notice is given, in writing, by the Board of Directors.

Section IV

A committee chair, not part of the executive board, shall arrange for an impartial, three-person panel to hear the appeal. The panel shall consist of Fellow members who are not holding a chairmanship or board office. The committee chair shall designate a time and place for the hearing of the appeal, and after giving the appellant and representatives reasonable opportunity to be heard, shall, by a majority vote, either sustain or reverse such censure, suspension, or expulsion. The decision of the panel shall be final.

Section V

Any officer may be removed from office, for cause, at any time by the affirmative vote of a majority of the Board provided that the affected officer shall have been given written notice of the charges and offered an opportunity to appear and be heard on the matter before the Board of Directors takes final action.

Section VI

The officer may appeal such action, in writing, within six months after notice of removal is given and the board has taken action to remove the officer. The Board of Directors shall designate a time and place for the hearing of the appeal. After giving the officer and representatives reasonable opportunity to be heard, the Board of Directors shall, by a majority vote either sustain or reverse the removal of the officer. The decision of the Board of Directors shall be final.

ARTICLE TWELVE Dissolution of the Organization

In the event of dissolution, the remaining monies will be disbursed to scholarships and/or charitable organizations by the board of directors.