

CALIFORNIA PHYSICAL THERAPY ASSOCIATION, INC.

BYLAWS

ARTICLE I. Name and Territorial Jurisdiction.

Section 1. Name.

The name of this organization is the California Physical Therapy Association, Inc., a chapter of the American Physical Therapy Association, hereinafter referred to as the Chapter or CPTA. The American Physical Therapy Association shall hereinafter be referred to in these Bylaws as the Association.

Section 2. Territorial Jurisdiction.

The territorial jurisdiction of this Chapter is the State of California.

ARTICLE II. Object and Purpose.

The object of the Chapter shall be to assist the Association to further its object as set forth in Association Bylaws and in policy statements made by the House of Delegates; to meet the physical therapy needs of the people of the State of California through the development and improvement of physical therapy education, practice, and research; and to meet the needs of Chapter members through identification, coordinated action, communication, and fellowship within the State of California. 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 IV. Membership.

Section 1. Categories, and Qualifications of Members.

- A. There shall be four categories of membership:
 - 1. Physical Therapist—includes all PT dues categories as established by the Association: Physical Therapist, Retired Physical Therapist, Life Physical Therapist, and Post Professional Student;
 - 2. Physical Therapist Assistant—includes all PTA dues categories as established by the Association: Physical Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist Assistant, and Physical Therapist Assistant Advanced Degree Student;
 - 3. Physical Therapist Student;
 - 4. Physical Therapist Assistant Student.
- B. The Chapter membership categories and qualifications shall be the same as those of the Association.
- C. 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

- A. The rights of the Chapter's members and corresponding members shall not be in conflict with those established in the Association bylaws.
- B. All members and corresponding members shall be entitled to attend all meetings of the Assembly of Representatives with the right to speak, subject to the provisions of Article VII. Assembly of Representatives.
- C. All members and corresponding members shall be entitled to receive all chapter publications and correspondence and have access to chapter information resources provided to chapter members.
- D. Except as provided in these bylaws, the following membership categories have the following rights:

1. Physical Therapist: A Physical Therapist member shall be entitled to all membership rights, including the right to vote; to serve as a Representative, subject to provisions of Article VII. Assembly of Representatives; to serve as a Chapter Delegate to the Association House of Delegates, subject to provisions of Article XI. Chapter Delegates; to hold office, subject to the provisions of Article IX. Chapter Board; and to hold committee appointments, including chair.
2. Physical Therapist Assistant: A Physical Therapist Assistant member shall be entitled to the right to vote; to serve as a Physical Therapist Assistant Representative, subject to provisions of Article VII. Assembly of Representatives; to serve as a Chapter Delegate to the House of Delegates, subject to provisions of Article XI; to hold elected District office or position except Chair or Chief Representative or any position which may succeed to the chair, subject to District Rules of Governance; to hold elected Chapter office, subject to the provisions of Article IX. Chapter Board; and to serve on appointed or elected committees, including chair of a committee, subject to further qualifications.
3. Student Physical Therapist and Student Physical Therapist Assistant: A Student Physical Therapist and Student Physical Therapist Assistant member shall be entitled to the right to serve on committees, except chair, subject to further qualifications.

Section 3. Admission to Membership.

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

Section 4. Good Standing.

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

Section 5. Ethics and Discipline.

- A. The ethical standards of the Association as defined in its Code of Ethics, the Guide for Professional Conduct for the Physical Therapist, the Standards of Ethical Conduct for the Physical Therapist Assistant, and the Guide for Conduct of the Physical Therapist Assistant, shall be the ethical standards of the Chapter and shall be binding on the membership.
- B. Complaints to the effect that a member has violated the ethical standards of the Association shall be made in writing either to the Chapter President or to the Ethics and Judicial Committee of the Association. Any Ethics complaints against a member shall be processed in accordance with the Association's policies.

Section 6. Restoration of Member Rights.

The rights of a member who has been suspended for non-payment of Chapter dues shall be restored by the Association upon payment of the current year's dues.

ARTICLE V. Districts.

The Districts shall be the basic organizational structure of the Chapter.

Section 1. Formation.

A written application signed by fifteen or more Physical Therapist members shall be sent to the Chapter Board by July 1. The territorial boundaries of a new District shall be determined by the Chapter Board and the members signing the application. The minimum requirement for the formation shall be 50 Physical Therapist members currently assigned within the territorial boundaries of a proposed District. A new District shall not be approved if it would reduce an existing District to less than 50 Physical Therapist members. The organization and operation of a new District shall conform with Chapter Board policy.

Section 2. Bylaws.

District Rules of Governance in their original form and as amended, shall be approved by the Chapter Board and shall not be in conflict with Chapter and Association Bylaws.

Section 3. Membership.

A member can belong to only one District at a time. A member shall be assigned to the District having territorial jurisdiction over that area indicated by the member's address in Chapter records. A member may petition the Chapter Board for transfer of membership to another District, according to established procedures.

Section 4. Meetings.

Each District shall hold a minimum of one business meeting annually.

Section 5. Organization and Operation.

- A. The Executive Committee shall consist of a minimum of four elected members, including a Chair, a Vice Chair, a Secretary, and the District's Chief Representative to the Assembly of Representatives.
- B. A written annual report and other reports as requested shall be submitted to the Chapter Board.
- C. A base operating amount determined by the Chapter Board shall be disbursed to the District annually. Additional allocations to each District will be based on an amount determined by the Chapter Board and shall be in proportion to membership of said District. No such allocation will be made to a District until all its financial and annual reports (referred to in Article V, Section 5, B, of these Bylaws) are received and approved.
- D. Financial management of the District shall be consistent with that of the Chapter.
- E. All moneys raised by a District function shall remain in that District treasury.
- F. The Chapter Board shall adopt policy on establishment and operation of Districts, which are not in conflict with Association or Chapter Bylaws or policies.

Section 6. Limitations

Districts are subject to the following limitations:

- A. Bylaws and policies of the Association and the Chapter.
- B. No District shall profess or imply that it speaks for or represents the Chapter or members other than those currently holding membership in the District unless authorized to do so in writing by the Chapter Board.

Section 7. Dissolution.

- A. A District may petition the Chapter Board to be dissolved.
- B. The Chapter Board may dissolve any District with approval of the Assembly of Representatives if:
 - 1. The requirements as outlined in these Bylaws are not met.
 - 2. The District is not represented in the Assembly of Representatives for two consecutive meetings.
 - 3. The District does not abide by the District Rules of Governance.
- C. The property and records of a dissolved District shall be conveyed to the Chapter. If a District is dissolved for the purposes of merging with an existing District or newly formed District, the property and records of the dissolved District shall be conveyed to the new or existing District providing the dissolved District so specified to the Chapter Board prior to the merger. If not so specified, all property and records shall revert to the Chapter.

ARTICLE VI. Special Interest Groups

Section 1. Formation and Operation.

Special Interest Groups may be established with the approval of the Chapter Board and a majority vote of the Assembly, provided that members of Special Interest Groups shall not be required to join an Association section/academy of like nature. The Chapter Board shall adopt policy on establishment and operation of Special Interest Groups, which are not in conflict with Association or Chapter Bylaws or policies.

Section 2. Limitations

Special Interest Groups are subject to the following limitations:

- A. Bylaws and policies of the Chapter.
- B. No Special Interest Group or shall profess or imply that it speaks for or represents the Chapter or members other than those currently holding membership in the Special Interest Group unless authorized to do so in writing by the Chapter Board.

ARTICLE VII. Assembly of Representatives.

Section 1. Composition and Voting.

- A. The Assembly of Representatives shall be composed of the members of the Chapter Board, District Representatives, and non-voting Special Interest Group, Student Physical Therapist member and Student Physical Therapist Assistant member Representatives. The Vice President shall serve as Speaker. The Secretary shall serve as Secretary of the Assembly.
- B. Each District Representative and each member of the Chapter Board shall have one vote, except as provided otherwise in these Bylaws. No member of the Assembly may carry both a District Representative and a Chapter Board vote.

Section 2. Meetings, Quorum, and Notice.

- A. The Assembly of Representatives shall meet a minimum of once annually. Meetings of the Assembly of Representatives shall be held in lieu of meetings of the Chapter members.
- B. A quorum must be present to transact business, except the supplementary election of chapter delegates to fill vacancies in the delegation may be conducted by mail or electronic ballot. A quorum shall consist of Representatives from 50% of the component Districts and carrying 50% of the total Assembly vote if all Representatives from all Districts and all of the Chapter Board were present.
- C. The Vice President shall set the time and place for regular meetings of the Assembly of Representatives with notice sent at least 10 days but not more than 90 days prior to the meeting unless such meeting time and place is announced at the previous meeting except that the meetings shall be scheduled as further defined by the Assembly policies.
- D. Special meetings of the Assembly of Representatives may be called by the President or by petition from a majority of the Assembly.

Section 3. District Representatives.

- A. The total number of District Representatives in the Assembly of Representatives will be set at two percent of all Physical Therapist and Physical Therapist Assistant-members, as of January 1 of the current Assembly year.

The number of Physical Therapist Representatives from each District will be determined based on that District's percentage of Physical Therapist members to the total Chapter members in the membership categories listed in the first paragraph, as of January 1 of the current Assembly year.

The number of Physical Therapist Assistant Representatives from each District will be determined based on that District's percentage of Physical Therapist Assistant members to the total Chapter members in the membership categories listed in the first paragraph, as of January 1 of the current Assembly year.

Each District shall elect a Chief Representative.

- B. Only Physical Therapist members in good standing may serve as Physical Therapist member Representatives. Only Physical Therapist Assistant members in good standing may serve as Physical Therapist Assistant member Representatives.
- C. Election and Term of Representatives.
 - 1. Representatives shall serve staggered two-year terms.
 - 2. The Chief Representative shall be elected as a District officer in the same manner as other officers.
 - 3. Other Representatives as may be needed shall be elected by the District membership in conjunction with the election of District officers.
 - 4. Elections for other Representatives shall be by plurality, providing for filling of positions by rank order for 1) Representatives for a two-year term, 2) Representatives for a one-year period to establish or maintain the staggered term system as closely as possible, and 3) Alternates to replace Representatives unable to attend an Assembly of Representatives session or to complete terms of Representatives who die, resign, are removed, or become disqualified before expiration of their terms. When the District's elected Representatives and Alternate Representatives are not able to attend a meeting of the Assembly of Representatives, or if there are vacancies in the allocated number of Representatives for a District, the vacant positions may be filled by appointment from the District Chair, with approval from the District Executive Committee. Representatives appointed to fill these vacancies will serve only for the forthcoming meeting of the Assembly of Representatives.
 - 5. The District Chairperson shall serve as first Assembly Representative for the District.
 - 6. A Representative who does not attend a designated District meeting at which issues of the Assembly of Representatives are to be discussed or who does not attend a session of the Assembly of Representatives may be removed by the Chief Representative and replaced for the remaining portion of the term by an elected alternate from the rank order list or by appointment from the District Chair, with approval from the District Executive Committee, if there are no such elected alternates remaining on the rank order list.

Section 4. Special Interest Group Representatives.

Each Special Interest Group shall, in its Fall election, elect one Representative and one or more alternates to attend meetings of the Assembly of Representatives. Special Interest Group Representatives shall serve a two-year term. No Special Interest Group Representative may serve concurrently as a District Representative or as a member of the Chapter Board.

Section 5. Student Physical Therapist Member and Student Physical Therapist Assistant Member Representatives.

Each District Chair, with the approval from the District Executive Committee, shall appoint a Student Physical Therapist member or Student Physical Therapist Assistant member Representative from each accredited physical therapist or physical therapist assistant education program, or from each education program having candidate for accreditation status, located within the geographical boundaries of the District. These Representatives shall be selected to serve for one year.

Section 6. Responsibilities.

- A. The Assembly of Representatives shall have the following responsibilities:

1. Conduct business on behalf of the membership, except that elections of members of the Chapter Board and Nominating Committee shall be conducted by mail or electronic ballot of the membership.
 2. Hold all legislative power and authority to approve policies of the Chapter, including power to amend and repeal these Bylaws.
 3. Hold appellate power over a decision of the Chapter Board. Reversal of a Chapter Board decision requires a two-thirds vote of those District Representative members of the Assembly of Representatives present and voting.
 4. Elect by plurality the additional delegates and alternates to the House of Delegates of the Association from a slate compiled by the Nominating Committee.
 5. Make recommendations for Association offices and committees.
- B. Specific responsibilities of the Assembly of Representatives shall be further defined in Chapter policies and procedures.

Section 7. Provision of Minutes to Association.

All meeting minutes shall be submitted to the Association within 45 days after the date of the meeting.

ARTICLE VIII. Meetings.

Section 1. Annual Conference.

The Chapter shall have a Conference at least once annually.

Section 2. Assembly of Representatives Meetings.

Regular and special meetings of the Assembly of Representative shall be called as provided in Article VII. Assembly of Representatives.

Section 3. Chapter Board Meetings.

Regular and special meetings of the Chapter Board shall be called as provided in Article IX. Chapter Board.

ARTICLE IX. Chapter Board.

Section 1. Composition and Voting.

- A. The Chapter Board shall consist of the following ten members elected by the membership: Nine PT members - President, Vice President, Chief Delegate, Secretary, Finance Officer, and four directors; one PTA member - Director.
- B. Each member of the Chapter Board shall have one vote. In the event of a tie, a vote of the Executive Committee shall serve as the tie breaker.

Proviso: PTA Director term to start January 2023 with a two-year term and subsequent three-year terms.

Section 2. Qualifications.

Physical Therapist and-Physical Therapist Assistant-members in good standing who have been members of the Chapter for a minimum of two years immediately preceding the date of taking office and who have agreed to fulfill the duties of the office for which they have been nominated shall be eligible to hold office.

Section 3. Term.

- A. The President shall be elected for a three-year term.
- B. The Vice President shall be elected for a three-year term.
- C. The Chief Delegate shall be elected for a three-year term.
- D. The Secretary shall be elected for a three-year term.

- E. The Finance Officer shall be elected for a three-year term.
- F. Directors shall be elected for a three-year term. Two PT Directors shall be elected at a time and one PTA Director shall be elected at a time. (see Transition Cycle Provision at the end of the bylaws)
- G. No member of the Chapter Board shall serve more than three full consecutive terms, including no more than two full terms in the same position. A member who has served at least eighteen months of a three-year term shall be considered to have served a full term in that position.
- H. Terms of office begin January 1 and shall complete at the end of the three-year term or until the election of their successors.

Section 4. Election.

Election of members of the Chapter Board by the membership shall be conducted in accordance with Election Procedures contained in the Standing Rules adopted by the Assembly of Representatives.

Section 5. Oath of Office.

Members elected or appointed to serve on the Chapter Board shall sign an oath of office as provided in policy adopted by the Assembly of Representatives. If a member is unwilling to sign the oath his or her election or appointment will be rescinded, and the position declared vacant.

Section 6. Vacancies.

If the President dies, resigns, is removed, or becomes disqualified before expiration of the term, the Vice President shall succeed to the office vacated for the unexpired portion of the term. The office of the Vice President shall then be declared vacant. Vacancies created by the death, resignation, succession, removal, or disqualification of any elected officers other than the President shall be filled by Chapter Board appointment for the unexpired portion of that term, except as otherwise provided in the Election Procedures contained in the Standing Rules adopted by the Assembly of Representatives.

Section 7. Meetings, Quorum, and Notice.

- A. The Chapter Board shall meet a minimum of once annually.
- B. A quorum, consisting of a majority of Board members, must be present to transact business.
- C. The President shall set the time and place for regular meetings of the Chapter Board with notice sent at least 10 days but not more than 90 days prior to a meeting unless such meeting time and place is announced at the previous meeting.
- D. Special meetings of the Chapter Board may be called by the President or a majority of the Chapter Board.

Section 8. Responsibilities.

- A. Make and carry out the mandates and policies of the Chapter as approved by the Assembly of Representatives.
- B. Act on policies on behalf of the Chapter between meetings of the Assembly of Representatives, consistent with the mandates and policies determined by the Assembly of Representatives.
- C. Direct all business and financial affairs on behalf of the Chapter.
- D. Act upon the budget submitted by the Finance Committee.
- E. Based on the recommendation of the Finance Committee, determine yearly the amount of money to be allocated to the Districts, in accordance with the needs of the Districts and the Chapter to carry out their designated functions.
- F. Direct the activities of the Chapter committees, except the Nominating Committee and Ethics Committee.
- G. Bring pertinent information before the membership for their consideration and opinion.

- H. Submit a written annual report to the membership.
- I. Maintain the Chapter headquarters, appoint, and employ a Chief Staff Executive (CSE), who shall be responsible to the Chapter Board.
- J. Be responsible for publications for the Chapter.
- K. Shall be responsible for the production of Chapter Annual Conference as provided in Article VIII, Section 1 of these Bylaws.
- L. Authorize the CSE to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Chapter.
- M. Specific responsibilities of members of the Chapter Board are defined in the Chapter policies and procedures.

Section 9. Executive Committee.

- A. The Chapter Board may establish an Executive Committee consisting of the President, Vice President, and Finance Officer.
- B. Duties of an Executive Committee include:
 - 1. Act on behalf of the Chapter Board between its meetings.
 - 2. Serve as a personnel committee.
 - 3. Perform such other duties as may be assigned by the Chapter Board.

Section 10. Presidential Actions.

The President may act on behalf of the Chapter Board between its meetings. All such actions shall be subject to ratification at the next Chapter Board meeting.

Section 11. Provision of Minutes to Association.

Copies of Chapter Board minutes shall be forwarded to Association headquarters within 45 days following their approval.

ARTICLE X. Committees.

Section 1. Nominating.

- A. Composition shall be five members, one of which may be a Physical Therapist Assistant member elected by the membership. Members shall serve three-year terms or until their successors are elected. The terms of two members shall expire each year, except that every third year the term of only one member shall expire. No member shall serve two consecutive full terms. Election of members of the Nominating Committee by membership shall be conducted in accordance with Election Procedures contained in the Standing Rules adopted by the Assembly of Representatives.
- B. Physical Therapist and Physical Therapist Assistant members in good standing who have been members of the Chapter for a minimum of two years preceding their nomination shall be eligible for election to this committee.
- C. Oath of Office.

Members elected or appointed to serve on this committee shall sign an oath of office as provided in policy adopted by the Assembly of Representatives. If a member is unwilling to sign the oath his or her election or appointment will be rescinded and the position declared vacant.
- D. Responsibilities.
 - 1. Prepare a slate of candidates for Chapter offices and Nominating Committee.

2. Prepare a slate of candidate(s) for a special election, as provided in these bylaws, to fill a position on the Chapter Board created by a vacancy occurring prior to chapter elections when more than one year of a three-year term would be left vacant after the election.
3. Compile a slate of candidates to serve as delegates to the House of Delegates for presentation to the Assembly of Representatives.
4. Compile a slate of candidates to serve as Representative to the APTA PTA Council for presentation to the Assembly of Representatives.
5. Compile a slate of Chapter recommendations for Association offices and committees for presentation to the Assembly of Representatives.
6. Initiate or participate in the process of nomination by petition for Association officers, directors, or members of the Nominating Committee as provided in Association Bylaws.

Section 2. Finance.

- A. Composition shall be the Chapter Finance Officer and two or more members appointed by the Chapter Board.
- B. At least one member shall be appointed each year and shall serve for two years.
- C. Specific responsibilities are defined in the Chapter policies and procedures.

Section 3. Chapter Ethics.

- A. Composition shall be three or more members, appointed by the Chapter Board.
- B. Each member of the Chapter Ethics Committee shall serve a three-year term. At least one member shall be appointed each year.
- C. Responsibilities.

The Chapter Ethics Committee shall investigate complaints against members of violation of Association ethical principles and standards of conduct.

- D. Specific responsibilities are defined in Chapter policies and procedures.

Section 4. Other.

- A. Other committees may be established and appointed by the Chapter Board or the President, with the approval of the Chapter Board, as deemed necessary to carry on the work of the Chapter.
- B. Specific responsibilities of all appointed committees shall be placed in the Committee Procedure Manual at the time each committee is appointed.

Section 5. Vacancies.

- A. Vacancies occurring on the Nominating Committee shall be filled by appointment made by the Vice President, in the capacity of Speaker of the Assembly of Representatives. A member appointed to fill a vacancy shall serve the unexpired portion of the term.
- B. Vacancies occurring on the Finance, Chapter Ethics, and other committees shall be filled by appointment made by the Chapter Board. A member appointed to fill a vacancy shall serve the unexpired portion of the term.

ARTICLE XI. Chapter Delegates.

Section 1. Eligibility and Election.

Chapter delegates and alternates to the Association House of Delegates shall be elected by the Assembly of Representatives at its annual meeting with a supplementary election to fill vacancies in the delegation via mail or electronic ballot by the Assembly Representatives. Only Physical Therapist members, and one Physical Therapist Assistant member, who are Association members in good standing may serve as a Chapter Delegate. A

Chapter delegate may not serve concurrently as a delegate for any other delegation. The Chapter shall notify Association headquarters of the names of Chapter delegates following their election. The Chapter shall be represented in each session of the House of Delegates unless a waiver is approved by the Board.

Section 2: Duties of Delegates

- A. To attend the annual and special meetings of the APTA House of Delegates.
- B. To present to the House of Delegates such matters as are approved by the Assembly of Representatives, Chapter Board, or Chapter Delegation.

Section 3. Oath of Office

Members elected to serve as Chapter delegates and alternates shall sign an oath of office as provided in policy adopted by the Assembly of Representatives. If a member is unwilling to sign the oath his or her election will be rescinded, and the position declared vacant.

Section 4. Service as Delegates.

Chapter delegates and alternates shall serve in accordance with specific provisions in Assembly policy.

ARTICLE XII. Representative to the APTA Physical Therapist Assistant Council (PTA Council)

Section 1. Qualifications.

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

Section 2. Election.

The election shall be conducted in accordance with Chapter policy. Elections for the APTA PTA Council Representative shall be by plurality, providing for filling of positions by rank order for 1) Representative to the Physical Therapist Assistant Council and 2) One alternate to replace the Representative unable to attend a meeting of the APTA PTA Council or to complete a term of the Representative who dies, resigns, is removed, or becomes disqualified before expiration of his or her term.

ARTICLE XIII. Elections.

Elections shall be conducted as provided in Article VII, Section 3, C, Section 4, and Section 5; Article IX, Section 4; Article XI, Section 1; Article X, Section 1, A; and policy adopted by the Assembly of Representatives.

ARTICLE XIV. Finance and Dues.

Section 1. Finance.

- A. Fiscal Year shall be January 1 through December 31.
- B. An annual budget shall be developed by the Finance Committee for Chapter Board action and presentation to the Assembly of Representatives by the Finance Officer.
- C. No officer, employee, committee, or task force shall obligate or expend any money not provided in the budget as adopted, or spend any money in excess of the budget, except as authorized by the Chapter Board. The Chapter Board shall not commit the Chapter to any financial obligation in excess of its current financial resources.

Section 2. 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 APTA's, and Chapter dues for any dues category shall not exceed APTA dues for that dues category without specific approval from the APTA Board of Directors. Dues are payable following the schedule established by APTA.

Section 3. Financial Records and Audit.

The Chapter shall maintain complete and accurate financial records, which shall be audited annually, with a financial and audit report submitted to Association headquarters by the required date.

Section 4. Reinstatement.

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

Article XV. Indemnification

The Chapter shall indemnify and hold harmless its Directors, officers, staff, and appointees from and against any damage, loss, or injury which they may suffer, directly or indirectly, as a result of, or arising out of the discharge of their duties individually or collectively, or a claim against them solely for reason of their being Directors, officers, staff, or appointees of the California Chapter, Association. The Chapter Board shall adopt policies to further define the nature of this indemnification.

ARTICLE XVI. Dissolution

Section 1. Dissolution by Assembly of Representatives.

The Chapter may be dissolved by two-thirds vote of the members of the Assembly of Representatives, present and voting, provided that at least 30 days prior to this meeting, a copy of the proposal to dissolve has been mailed to all Physical Therapist and Physical Therapist Assistant members.

Section 2. Dissolution by Association.

The Chapter may be dissolved by the Association as provided in Association Bylaws.

Section 3. Property and Records.

In the event that the Chapter is dissolved, all property and records of whatsoever nature in possession of the Chapter shall, after payment of its bona fide debts, be distributed in compliance with the provisions of the Chapter's Articles of Incorporation and the provisions of Article V. of the Association Bylaws.

ARTICLE XVII. Parliamentary Authority.

The current edition of Robert's Rules of Order Newly Revised shall be the authority for any procedure not specifically covered in these Bylaws or rules of this organization.

ARTICLE XVIII. Amendments.

Section 1. Consistency With Articles of Incorporation.

Amendments to or revision of these Bylaws must be consistent with the Articles of Incorporation of the Chapter.

Section 2. Amendment by Assembly of Representatives.

These Bylaws may be amended in whole or in part by two-thirds vote of the members of the Assembly of Representatives present and voting, provided that at least 30 days prior to this meeting, a copy of the proposed amendment has been provided to all Physical Therapist and Physical Therapist Assistant members.

Section 3. Compliance.

If the intent of an amendment is editorial or to bring the Chapter bylaws into agreement with those of the Association, the amendment shall be made by the Vice President and shared with the Chapter Board. The Vice President shall notify the Chapter membership that such amendments have been made.

Section 4. Approval by Association Board of Directors.

The amended Bylaws and any amendments to the Chapter Articles of Incorporation must be submitted to the Board of Directors of the Association for approval.

ARTICLE XIX. Association as Higher Authority.

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

Transition Cycle Proviso relating to Director 5 (PTA) to be removed after 2025.

Office	Term will start (Jan 1)	Length of Term (years)	Term will expire (Dec 31)	Term will Start (Jan 1)	Length of term (years)	Term expires (Dec 31)
Dir 1	2020	3	2022	2023	3	2025
Dir 2	2020	3	2022	2023	3	2025
Dir 3	2021	3	2023	2024	3	2026
Dir 4	2021	3	2023	2024	3	2026
Dir 5 (PTA)	2023	2	2024	2025	3	2027