

MISSOURI PHYSICAL THERAPY ASSOCIATION, INC.

BYLAWS (Spring 2018)

Article I. Name and Jurisdiction

- Section 1. The name of this organization is the Missouri Physical Therapy Association, Incorporated, hereinafter referred to as the “Chapter”.
- Section 2. It shall be a Chapter of the American Physical Therapy Association, hereinafter referred to as the “Association”.
- Section 3. The territorial jurisdiction of this Chapter and its Districts shall correspond with the geographical boundaries of the State of Missouri.

Article II. Object

The object of the Chapter shall be the object of the Association as stated in the Association bylaws.

Article III. Functions

The functions of the Chapter shall be the same as the functions of the Association as stated in the Association bylaws.

Article IV. Membership

- Section 1. The Chapter membership categories and qualifications for Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Student Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, Life 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 with rights and privileges as stated in the Association bylaws.
- Section 2. Rights and Privileges of Members
- The rights and privileges of the Chapter’s members shall be identical to those established in the Association’s bylaws.
- Physical Therapist Assistant, Retired Physical Therapist Assistant, and Life Physical Therapist Assistant shall have 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.
- Section 4. Good Standing
- An individual is in good standing within the meaning of these bylaws if the member is in good standing in the Association.
- Section 5. Disciplinary Action

- A. Any member of the Chapter who is suspended by the Association shall have their membership privileges suspended from the Association and the Chapter. Any member who is expelled from membership in the Association shall be expelled from Chapter membership.
- B. Complaints to the effect that a member has violated the ethical principles or standards of the Association shall be processed in accordance with the Association's Procedural Document on Disciplinary Action.
- C. The confidentiality of all complaints and all subsequent communications shall be maintained. Access to all information shall be restricted to those persons involved in the disciplinary process.

Section 6. Reinstatement – Individuals are reinstated to Chapter membership in accordance with the Association's Standing Rules. The Chapter may not charge a reinstatement fee.

Article V. Districts

- Section 1. This Chapter shall be composed of five Districts, namely: Eastern, Central, Northwest, Southwest, and Southeast.
- Section 2. Object/Functions
 - A. The object of the district shall be the object of the Association as stated in the chapter bylaws.
 - B. The functions of the district shall be the same as the functions of the chapter as established in its bylaws.
- Section 3. Territorial Jurisdiction of Districts – The Counties located in each district are as noted in the Chapter's Policy and Procedure Manual. The Board of Directors of the Chapter has the full authority to add, alter the boundaries of, or dissolve Districts.
- Section 4. Formation of New Districts
 - A. To form a new District, a written application signed by five (5) or more Physical Therapist members shall be sent to the Board of Directors of the Chapter. The Board of Directors shall act on this application at the next Board of Director's meeting. If approved, the territorial boundaries of the new District shall be determined by the Board of Directors of the Chapter and the members who signed the application for the new District.
 - B. Bylaws and amendments to be adopted by the Districts and actions on matters of policy shall be submitted to the Board of Directors of the Chapter, who must act on these matters at the next Board of Director's meeting. If such bylaws, amendments, or matters of policy are not approved by the Board of Directors of the Chapter, the affected District may appeal to the membership of the Chapter at the next meeting. The Board of Directors must then act as instructed by the Chapter membership.

Article V. Section 5. District Bylaws

- A. The Bylaws of this Chapter and amendments that may be adopted in the future are the supreme laws of the Districts. Insofar as the Bylaws of a District are contrary to or inconsistent with the Bylaws of the Association or this Chapter, the Bylaws of the District are void and of no effect.

Section 6. Membership – Members shall be assigned to the District whose territorial jurisdiction corresponds to his area of employment, or if not employed, the area in which he resides. In cases where an individual works in the territorial jurisdiction of more than one District, he/she shall select the District to which he/she will be assigned.

Section 7. Organization – District

- A. Each district will have a Chairman and Treasurer. Districts may choose to have additional officers (Vice-Chairman, Corresponding Secretary, Recording Secretary). The Chairman shall serve on the Board of Directors of the Chapter.
- B. The District shall hold a minimum of two (2) meetings annually, excluding Chapter meetings.
- C. A written report of the District shall be presented at the annual business meeting of the Chapter and at other times on request of the Chapter's Board of Directors.

Section 8. Finance – District

- A. The allocation of the Chapter dues to each District is determined by the Board of Directors of the Chapter.
- B. Districts shall not establish dues. Special assessments may be levied, provided they do not carry punitive action or loss of good standing.

Section 9. Dissolution of Districts

- A. District which fails to comply with Chapter policy of these Bylaws may be abolished, provided it is given an opportunity to be heard in its own defense, following at least one month's notice and at least two-thirds (2/3) of the Board of Directors to concur. A District so disciplined shall have the right to appeal to the Chapter membership at its next meeting and the decision of the membership shall be final.
- B. All records and property of a District belong to the Chapter and must be returned to it on the dissolution of the District after payment of its bona fide debts.
- C. Districts may voluntarily dissolve with the approval of the Board of Directors of this Chapter.

- Section 10. Limitations of Districts – 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 or special interest group unless authorized to do so in writing by the Chapter’s governing body.

Article VI. Meetings– Chapter

- Section 1. Parliamentary Procedure
- A. Current Edition of Robert’s Rules of Order, Newly Revised, shall govern this Chapter in all cases in which it is applicable insofar as it is not inconsistent with these Bylaws or the Bylaws of the Association.
 - B. A parliamentarian shall be appointed by the President to assist and advise in the conduct of meetings.
- Section 2. Number
- A. At least one regular meeting shall be held during the fiscal year at the time most appropriate to instruct the delegates to the Association’s House of Delegates.
 - B. Special meetings may be called by the President or on the written request of any fifty (50) members provided they do not conflict with Association functions/meetings.
 - C. A meeting shall be held in April or May of each year and be designated as the annual business meeting.
 - D. Minutes of the Business Meetings shall be sent to Association Headquarters within 45 days.
- Section 3. Voting Body
- A. The voting body shall be the Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Life Physical Therapist Assistant, Retired Physical Therapist, and Retired Physical Therapist Assistant.
 - B. When a decision is needed between meetings of the Chapter, the Executive Committee or Board of Directors shall arrange for a vote electronically or by mail.
- Section 4. Quorum
- A. A Quorum at any meeting of this Chapter shall consist of thirty (30) voting members.

Article VII. Delegates to the House of Delegates

- Section 1. Qualifications of Voting Delegates
- A. Chapter Delegates: Only Physical Therapist members may serve as chapter delegates. Only Physical Therapist members who have been Association members in good standing in any category of membership for no fewer than two years preceding the start of the House session may serve as chapter delegate.
 - B. Chief Delegate – In addition to the qualifications for delegates, the Chief Delegate must have served as Delegate a minimum of one (1) year in the last five (5) years immediately preceding election.
 - C. A chapter delegate may not, in the same year, serve as a Section delegate.
 - D. The delegates assigned to the Missouri Chapter shall be composed of the Chief Delegate plus the Chapter President, and the additional delegates shall be apportioned among the five districts so that each district will have one delegate. Additional delegates will be assigned to the appropriate district proportional to the number of Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, and Life Physical Therapist, Retired Physical Therapist and Retired Physical Therapist Assistant members in the District basis.
- Section 2. Election and Terms
- A. The chief delegate to the House of Delegates of the Association shall be elected at the Spring meeting to serve for a term of three (3) years.
 - B. The additional delegates to which the Chapter is entitled shall shall be elected in the same calendar year as the District Chairman, by the District membership, which they represent for a term of two (2) years.
 - C. The chapter shall notify Association Headquarters of the names of the Chapter delegates.
- Section 3. Vacancies – how filled
- A. If the Chief Delegate is unable to attend the annual Association conference, the Executive Committee shall appoint an alternate.
 - B. If any Delegates to which the Chapter is entitled will not attend the annual session of the House of Delegates, the Chapter shall confer on the Chief Delegate the right to cast the vote or votes of the delegates not attending.

- Section 4. Rights and Duties
- A. The Chief Delegate shall:
1. Attend all meetings of the House of Delegates.
 2. See to it that the credentials of all delegates shall be registered prior to the first session of the House of Delegates.
 3. Be responsible for the Chapter's total voting delegation at the annual session of the House of Delegates.
 4. Prepare and present a written report to the Executive Committee of the Chapter and the membership.
- B. All delegates shall:
1. Attend the annual and special meeting of the House of Delegates of the Association.
 2. Represent the Chapter on such matters as are ordered by the Board of Directors or the membership.
 3. Vote by voice or ballot in accordance with instruction from the Chapter: or if not instructed, use their own discretion in voting.

Article VIII. Representative to the Physical Therapist Assistant Caucus (PTA Caucus)

- Section 1. Qualifications
- A. The qualifications of the representative shall be as stated in the APTA Board policies and procedures.
- B. The Chapter shall notify Association Headquarters of the name of the Representative, as requires by the Association.
- Section 2. Election and Term –
At the Spring Chapter meeting one year prior to the annual session of the PTA Caucus, the Physical Therapist Assistant, Life Physical Therapist Assistant and Retired Physical Therapist Assistant members of the Chapter shall elect the Representative to which the Chapter is entitled. An alternate Representative will be appointed. The Representative shall serve a two-year term.
- Section 3. Duties of Representative
- A. To attend the annual and special meetings of the PTA Caucus.
- B. To present to the PTA Caucus such matters as are ordered by the Executive Committee, Board of Directors or voting body.
- C. To vote at meetings of the PTA Caucus in accordance with instructions and/or policies of the Chapter.

Article IX. Officers
 Board of Directors
 Executive Committee

Section 1. Officers

- A. The officers of this chapter shall be President, Vice President, Secretary, and Treasurer.
- B. Until the President elect becomes the President, he/she is not considered as an officer.
- C. Duties of Officers
 - 1. In general, the duties of the officers shall be such as are implied in their respective titles and as are indicated in the procedure manual of the Chapter.
 - 2. The President elect shall become familiar with the functions of the Chapter. He/she shall attend all Board of Directors and Executive Committee meetings, but has no voting power at these. He/she shall become President following the annual business meeting one (1) year after his election.
 - 3. The annual report of all officers of the Chapter shall be filed with the secretary to become a permanent record of the Chapter.
 - 4. All officers will make a short presentation to the Chapter membership during the annual business meeting. Each officer will educate membership on their respective role as an officer, achievements in the past year, and goals for the current year. This presentation will be emailed to members in advance of the annual business meeting.
- D. Responsibilities of Officers
 - 1. All officers shall serve for a three (3) year term or until the election and assumption of office of their successors.
 - 2. The President elect shall be elected one year prior to assuming the duties of the President.
 - 3. All officers assume their duties immediately following the meeting at which they were elected, except for the President elect, who assumes the office of President one (1) year following his/her election.

Section 2. Vacancies – If, before the expiration of the term for which elected, the president dies, resigns, moves, or becomes disqualified, the vice-president shall succeed to the office vacated for the unexpired portion of the term. The Executive Committee shall appoint a president if the vice president is unable to assume the position. Vacancies created by the death, resignation, removal or disqualification of the President elect shall be

filled by the election of another President elect, who will be elected by the Chapter at the next business meeting or by special election. The special elected President elect may assume the office of President before completing a full year as President elect.

Removal from Office

- A. Any member of the board will be removed from office for failure to perform his/her duties as herein assigned.
- B. Any member of this Chapter may bring to the attention of any Board member, in writing, a signed complaint regarding such failure.
- C. The Board of Directors of the Chapter shall investigate the complaint, hold a hearing, and rule by a two-thirds (2/3) vote. The Association shall be notified.

Section 3. Qualification of Officers/Directors – only such members of the chapter as are provided for in the association bylaws, Article IV, Section 2, Subparagraph B. (3), who have been members for at least two (2) years in the Chapter immediately preceding their election and who have consented to serve shall be eligible for election to office. Physical Therapist Assistants, Life Physical Therapist Assistants and Retired Physical Therapist Assistants may hold office subject to the limitations specified in the Association bylaws, Article V, Section 4, subparagraph C. Chapters and sections retain the right to provide for the privilege of Physical Therapist Assistant, Life Physical Therapist Assistant and Retired Physical Therapist Assistants members to hold office, with the exception of the office of president, president elect, vice president and chief delegate, or any position that may succeed to the presidency.

Section 4. Board of Directors

- A. Composition of Board of Directors
 - 1. The officers, Chairman of each District and five directors (one being the chief delegate) constitute the Board of Directors.
 - 2. The President elect and the immediate past president attend all Executive committee and Board of Directors meetings, but have no vote.
- B. Duties of the Board of Directors
 - 1. Carry out the mandates and policies of the Chapter as determined by the membership and have full power and complete authority to perform all acts and transact all business for and on behalf of the Chapter subject to the provisions of these Bylaws, the Bylaws of the Association, and all resolutions and enactments of the membership.
 - 2. Appoint a committee of three (3) to audit the treasurer's accounts on odd numbered years; and approve an accountant to audit the treasurer's accounts on even numbered years.

3. Create, appoint, and direct the activities of the standing and special committees, except the nominating Committee and Ethics Committee.
4. Direct the activities of the Districts insofar as to:
 - a. Determine the allocation of Chapter funds to Districts.
 - b. Act on application for the creation of new Districts.
 - c. Approve territorial jurisdiction, bylaws and policies of Districts.
 - d. Abolish a District, which fails to comply with Chapter bylaws and policies.
5. The Board of Directors shall perform the functions of the Association as set forth in the bylaws of the Association and the policy statements of the House of Delegates. The Board shall make sure that the Chapter is represented in the House of Delegates at least every third year.

- C. Meet at least three (3) times a year: prior to each regular meeting of the Chapter and at other times as are necessary to conduct the affairs of the Chapter. Such meeting can be called by the President or upon request of three (3) members of the Executive Committee or five (5) members of the Board of Directors. A majority of voting members shall constitute a quorum.

Section 5. Executive Committee

- A. Composition of the Executive Committee
 1. The President, Vice President, Secretary, Treasurer, and an annually elected representative of the District Chairmen constitute the Executive Committee.
 2. The President elect and the immediate past President attend all Executive Committee meetings, but have no vote.
- B. Duties of the Executive Committee
 1. Exercise the power of the Board of Directors between its meetings.
 2. Appoint members to fill vacancies caused by death, resignation, relocation, or disqualification for the following:

- a. For the following officers: Vice President, Secretary, and Treasurer. Appointed members will complete the unexpired portion of the term of the officer.
 - b. For any member of a committee for the unexpired portion of the term of the committee member.
 - c. For the chief delegate if they are unable to attend the annual or special sessions of the House of Delegates.
3. Bring before the members at any regular or special meeting, or by correspondence, communications from the Association for information, opinion, or vote.
 4. Arrange for an electronic vote when a decision of the Chapter is needed between meetings.

C. Meet at such times as are necessary to carry on the business of the Chapter. Such meetings can be called by the President or upon request of three (3) members of the Executive Committee.

Article X. Standing Committees

Section 1. The Standing Committees shall be:

- A. Finance
- B. Ethics
- C. Nominating

Section 2. Finance Committee – The Finance Committee shall be composed of five (5) members: Treasurer, and four (4) Chapter members appointed by the Chapter President. All members shall serve for three (3) years with appointed members chosen on a rotating basis. The Chairman shall be elected by members on the committee and serve one (1) year in that position.

Section 3. Ethics Committee – The Ethics Committee shall be at least a three (3) person committee, one person appointed annually by the Executive Committee immediately after the Summer Board of Directors meeting. The individual with the most seniority in the committee shall serve as Chairperson, unless another committee member wishes to do so and is agreed upon by the Executive Committee. The committee shall be charged with investigating any ethics complaints according to the Association/Chapter's stated procedures.

Section 4. Nominating Committee

- A. The members of the nominating committee of this Chapter shall be elected for a three (3) year term by the voting body at the

Spring Meeting. One (1) member of the nominating committee shall be elected at the Spring Meeting annually.

- B. The nominating committee shall be composed of three members in good standing, who have been Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Life Physical Therapist Assistant, Retired Physical Therapist, Retired Physical Therapist Assistant members of the Chapter for at least two (2) years preceding their election.
- C. The nominating committee shall study the qualifications of eligible candidates and prepare a list of nominees consenting to serve and their qualification: the list shall include one or more nominees for each vacancy.

Section 5. Duties

- A. Each standing Committee shall
 - 1. Submit an annual report to the Chapter and to the Board of Directors on request.
 - 2. Perform such other duties as may be identified by the Board of Directors or as may be identified in the Chapter procedure manual.

Section 6. Vacancies – how filled – If any member of a committee dies, resigns, is removed from office, or fails to serve, the executive Committee shall appoint an eligible member to serve the unexpired portion of the term.

Article XI. Finance

Section 1. Fiscal Year – The fiscal year of the Chapter is from January 1 through December 31.

Section 2. Means by which the Chapter Funds may be obtained:

- A. Dues:
 - 1. Physical Therapist Member – One hundred and twenty dollars (\$120) for twelve months of membership. Dues for Physical Therapist members who meet the qualifications of Physical Therapist – Post Professional Student as prescribed by the APTA are thirty (\$30.00).
 - 2. Physical Therapist Assistant Member – eighty-five dollars (\$85.00) for twelve months of membership.
 - 3. Corresponding – Forty dollars (\$40) for twelve months of membership. Corresponding student member- Forty dollars (\$40) for twelve months of membership.

4. Student Physical Therapist and Student Physical Therapist Assistant Member – Twenty dollars (\$20) for twelve months of membership.
 5. Life Physical Therapist and Life Physical Therapist Assistant- \$0
 6. Retired Physical Therapist and Retired Physical Therapist Assistant- \$0
- B. Student Physical Therapist and Student Physical Therapist Assistant member dues are for 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 12 months of membership. Once the membership remainder expires, these new Physical Therapist and Physical Therapist Assistant members are eligible for one year of membership at 50% of the Association and chapter dues rate for a Physical Therapist or Physical Therapist Assistant member.
- C. Voluntary contributions, devices, bequests, and other gifts.
- D. In any other non-mandatory manner voted by the members.
- E. 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.
- F. The Board of Directors may offer reduced rates for Chapter dues as an incentive to promote membership.

Section 3. Reinstatement Fee – There shall be no reinstatement fee charged by the Chapter or District.

Section 4. Expenditures and Appropriations

- A. The Board of Directors shall not commit the Chapter to any financial obligation in excess of its current financial resources.
- B. No officer or committee shall expend monies for which provision has not been made in the budget, as adopted, except by the order of the Board of Directors or the membership.
- C. Unexpended balance remaining in the budget allotment at the end of the fiscal year shall revert to the general fund, unless monies have been previously designated for a specific charitable cause.

- Section 5. Dues Changes – All dues changes passed by the Chapter before August first (1) shall become effective on the first of the Chapter’s fiscal year following the Chapter vote and approval of the Board of Directors of the Association.
- Section 6. The Chapter shall submit its annual financial Statements, tax returns, and audit report to the Association when and as directed by APTA Headquarters.

Article XII. Nominations and Elections

- Section 1. Chapter Elections
- A. The nominating committee shall present a slate consisting of one (1) or more nominees for each office to be vacated. Nominations may also be made from the floor at the meeting in which elections are held. The slate shall be sent to all members thirty (30) days prior to the meeting in which elections are held.
 - B. Officers shall be elected at the Chapter’s Spring business meeting.
 - C. Election shall be by ballot, unless there is but one (1) nominee when a voice vote may be called.
 - D. Officers shall be elected by a majority of the votes cast. Nominating Committee members and Chief Delegate to the House of Delegates of the Association shall be elected by a plurality of the votes cast.
 - E. In the event of a tie, reballoting shall be held to determine the election.
 - F. A minimum of two (2) tellers shall be appointed by the President.
- Section 2. Tenure
- A. No officer shall serve a third consecutive term in the same office.
 - B. An interval of two (2) years shall elapse before a member is eligible for a re-election to the same office.
 - C. A minimum of one (1) year shall be considered a term of office in determining eligibility for re-election.
- Section 3. Election Results
- A. Results of the election shall be forwarded to the Association within forty-five (45) days.

Article XIII. Dissolution of Chapter

Section 1. The Chapter membership may dissolve the Chapter. Voluntary dissolution of this Chapter requires an affirmative vote by two-thirds (2/3) of voting members, a quorum being present, and having been provided with notification of this intent to dissolve by mail to members thirty (30) days prior to the meeting.

Section 2. Property and Records – In the event that the charter of the Chapter is revoked or in the event the Chapter is dissolved or its existence otherwise terminated, all property and records of whatsoever nature in the possession of the Chapter shall, after payment of its bona fide debts, be conveyed to the Association. In the case of two or more Chapters merging, all property and records will be turned over to the continuing Chapter without being returned through headquarters.

Article XIV. Amendments

Section 1. Procedure

A. These bylaws may be amended in whole or part by a two-thirds (2/3) vote of the members present and voting, a quorum being present, at any meeting of the Chapter, providing notice of the proposed amendment has been sent to all members thirty (30) days prior to the meeting.

B. Such amended bylaws must be submitted to the Board of Directors of the Association for approval.

C. Amendments to the Chapter Bylaws become effective upon approval in writing by the Association's Board of Directors. (Exception: Changes in Chapter dues become effective on the first of the Chapter's next fiscal year following approval.)

Section 2. Consent

A. Revised or amended Bylaws shall be consistent with the articles of incorporation of the Chapter.

B. If the intent of an amendment is editorial or to bring the Chapter's bylaws into agreement with those of the Association, the amendment shall be made as required by the Bylaw committee and shared with the Board of Directors. The Bylaws committee shall notify the Missouri Physical Therapy Association's membership that such amendments have been made.

Article XV. Association as Higher Authority - In addition to these Bylaws, the Chapter is governed by the Association Bylaws and Standing Rules, and by Association policies.

(amended 4/99)(amended 10/99)(amended 4/2000)(amended 7/2000)(amended 8/2000)(amended 4/2001)(amended 4/2002) (amended 4/2004) (amended 4/2007) (amended 4/2013) (amended 4/2016) (amended 4/2017) (amended 4/2018)