



**BYLAWS OF OREGON PHYSICAL THERAPY ASSOCIATION INC.
CHAPTER OF AMERICAN PHYSICAL THERAPY ASSOCIATION**

March 2017

ARTICLE I. NAME

The name of the organization is the Oregon Physical Therapy Association, Inc. (OPTA), a chapter of the American Physical Therapy Association (APTA), hereinafter referred to as the Chapter/OPTA, which is a chapter of the American Physical Therapy Association, hereinafter referred to as the Association.

ARTICLE II. MISSION AND OBJECT

The object of the Oregon Physical Therapy Association, (OPTA), is to support, promote, and advocate for the profession of physical therapy by striving to further the profession's role in the prevention, diagnosis, and treatment of conditions that affect movement and function.

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 those prescribed by the Association as established in its Bylaws and to:

Section 1: Promote public policy to protect the interests of the public and the rights of qualified individuals practicing physical therapy.

Section 2: Represent physical therapy in the geographic area served by the Chapter.

Section 3: Promote a professional interest and exchange of information to enhance the understanding of physical therapy in the geographic area served by the Chapter.

Section 4: Provide those services which would further the object and the functions of the Chapter and the Association.

ARTICLE IV. MEMBERSHIP

Section 1: Categories and Qualifications of Members

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 Corresponding Member category and a Student Corresponding Member category with rights and privileges as stated in the Association bylaws.

Section 2: 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 and Chapter Assignment

Admission to Chapter membership is by assignment by the Association's Board of Directors.

Section 4: Good Standing

An individual member 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 his or her membership privileges suspended in 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.

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, AND SPECIAL INTEREST GROUPS

Subject to rules and conditions set down by the Association or Chapter Board of Directors, districts and special interest groups, may be established within the territorial jurisdiction of the Chapter.

ARTICLE VI. MEMBERSHIP MEETINGS

Section 1: Regular and Annual Meetings

Two regular meetings of the Chapter shall be held every fiscal year, one meeting to be held in the first six months of the year, and the other within the second six months of the year. The second of the two meetings each year will be considered the Annual Meeting. Notice of these meetings shall be sent to the members as outlined in Article VI Section 3 below.

Section 2: Special Meetings

Special meetings of the membership may be held at any time upon the call of the President or the Board of Directors either directly, or in response to a request to the Board by twenty members, provided that a notice is sent to the membership as outlined in Article VI Section 3 below.

Section 3: Notice of Meeting Requirements

Notice of these meetings shall be sent to the members at least thirty (30) days prior to the date of the meetings.

Section 4: Quorum

A quorum shall consist of five percent (5%) of the voting membership.

Section 5: All meeting minutes shall be submitted to the Association within forty-five (45) days after the date of the meeting.

Section 6: Voting

A. Voting of motions and resolutions may be made by any form of voting that the chapter chooses to employ that is congruent with Robert's Rules of Order Newly Revised, latest edition.

If a vote must be taken between meetings, the Board of Directors may, by a majority vote, determine that the voting members be polled. Notice of proposed membership votes shall be transmitted to all voting members via mail, email, facsimile or other similar electronic communication directed to each voting member at least thirty (30) days prior to the date of voting. The voting members shall be polled by mail or an electronic communications ballot. The majority of the votes cast shall determine the outcome of the vote. The Board shall provide for adequate procedures so that unauthorized votes will be invalidated.

ARTICLE VII. OFFICERS, BOARD OF DIRECTORS, EXECUTIVE COMMITTEE

Section 1: Officers: Rights, Duties, and Responsibilities

A. The officers of the Oregon Physical Therapy Association include the President, President Elect, Vice President, Secretary, and Treasurer.

1. The President shall preside at all meetings of the Chapter, Board of Directors, and Executive Committee and can serve as a delegate to the House of Delegates.

2. The President Elect shall assume the duties of the President in the vacancy of the President. The President Elect shall automatically assume the office of President at the end of the President Elect term.
3. The Vice President shall assume the duties of the President in the absence or incapacitation of the President when there is no President Elect.
4. The Secretary shall record, or cause to be recorded, the proceedings of all Chapter, Board of Directors, and Executive Committee meetings.
5. The Treasurer shall report on the financial status of the Chapter and ensure that the Chapter maintains solvent financial standing.
6. The Board of Directors may employ an Executive Director and/or staff who shall be empowered to manage the day-to-day affairs of the Chapter including, but not limited to, the hiring and dismissal of all other Chapter employees, negotiation and execution of contracts on behalf of the Chapter and fiscal operations of the Chapter. The Executive Director shall undertake such duties as the Board of Directors shall determine and define in policies, and who shall act under its supervision. The Executive Director shall provide advice and counsel to the Board and its officers but shall not have a vote on any matters to come before the Board or any of its committees.

Section 2: Vacancies

Vacancies created by death, resignation, succession or disqualification of any directors or elected officers other than the President or President-Elect, shall be filled by Chapter Board appointment to fill the unexpired portion of the term. If the position of President-Elect becomes vacant, a special election shall be held. The Board of Directors shall nominate at least one person for the position of President-Elect and notify the membership accordingly.

Section 3: Qualifications

- A. Only such members of the Chapter as are provided for in the Association Bylaws, Article IV, Section 2, sub-paragraph B(3).b, who have consented to serve, shall be eligible for election to office.
- B. Physical Therapist Assistant, Life Physical Therapist Assistant, and Retired Physical Therapist Assistant may hold office subject to the limitations specified in the Association Bylaws, Article V, Section 5, Sub-paragraph C.
- C. The President-Elect and Chief Delegate shall have been a Physical Therapist member of the Association for the last three years, and a member of the OPTA for two years immediately preceding the election. The Chief Delegate shall have been a delegate to the House of Delegates at least once. In addition, the offices of President and President-Elect, must have served a minimum of 1 year on the OPTA Board of Directors within the past 2 elective years.

- D. All other Board of Directors members shall have been a member of the Association for at least one year and OPTA for at least six months.

Section 4: BOARD OF DIRECTORS

A. Composition and Terms

The Board of Directors of the Chapter shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, Chief Delegate, PTA Representative, and four (4) directors. Officers shall serve a one year term, the Chief Delegate and PTA Representative shall serve a one year term, and directors shall serve a one year term or until the election and assumption of office of his successor. The combined service of President-Elect and President shall be considered as serving one term in office. All members of the Board of Directors are full voting members. The Executive Director shall be an ex-officio, nonvoting member of the Board of Directors.

Terms of the Board of Directors shall begin on January 1 and expire on December 31 of the year their term expires. No member of the Board of Directors shall serve more than three consecutive terms in the same elected office on the Board of Directors. No member of the Board of Directors shall serve more than ten (10) consecutive years in any elected office.

B. Duties and Responsibilities

The Board of Directors shall have general supervision over the policies and affairs of the Chapter, and shall be the final authority in interpreting the meaning and intent of the bylaws. The governance of the Chapter shall be vested in the Board of Directors as further provided in these bylaws. Members of the Board of Directors shall serve without compensation. Directors shall attend and take part in Board of Directors meetings called by the President or an authorized substitute. Directors shall perform such other tasks as assigned by the President or Board of Directors.

- C. Meetings of the Board of Directors shall be held at any time upon call of the President, or a majority of the members of the Board. A special meeting of the Board shall be called by the President upon written petition of 50% of the Board. The Board of Directors shall meet a minimum of four times per year. A majority of the elected Directors shall constitute a quorum. Board of Directors and Executive Committee business and voting can be conducted by meeting in person, mail, email, fax, telephone, electronic communication methods or any other form of communication at the Board's discretion.

Section 5: Executive Committee

- A. Composition - The Executive Committee shall consist of the President, President-Elect, Secretary, and Treasurer.
- B. Duties and Responsibilities - The Executive Committee shall carry out the mandates and policies of the Chapter between scheduled Board meetings.
- C. Meeting - The Executive Committee shall meet as called upon by the President with a minimum of three days notice to the Executive Committee members. A majority of the Executive Committee shall constitute a quorum.

ARTICLE VIII. COMMITTEES

Section 1. Standing Committees and Chairmen

- A. The standing committees of the Chapter shall be:

- 1. Finance Committee. The Finance Committee shall be chaired by the Chapter Treasurer. It shall advise the Board of Directors on matters pertaining to financial needs, growth and stability, present an annual budget to the board of directors for approval, monitor investment policies, and maintain compliance with financial obligations to APTA.
- 2. Ethics Committee. The Ethics Committee shall be a three person committee, one person appointed annually by the Executive Committee. The individual with the most seniority in the committee shall serve as chairperson. The committee shall be charged with investigating any ethics complaints according to the Chapter's stated procedures.
- 3. Executive Committee, comprised of the elected Officers of the Chapter and the Executive Director, chaired by the President. See Article VII, Section 5.
- 4. Nominating Committee. See Article VIII, Section 3.

Section 2. Duties and Terms

The President can appoint committees at any time with the approval of the Board of Directors. The President shall be an ex-officio member of all committees except the nominating and ethics committees.

- A. DUTIES. Committees shall have such duties as their titles indicate and as are determined by the adoption of committee policy documents by the Board of Directors or assigned to them by the President. All actions of committees shall be subject to the approval of the Board of Directors.
- B. APPOINTMENT AND TERM. Subject to the policies developed for the committee's purposes and structure, committees and committee chairs shall be appointed by the President with the approval of the Board of Directors. All committee chairs shall be members of the Chapter as are provided for in the

Association Bylaws, Article IV, Section 2, sub-paragraph B.(3).b, and who have consented to serve, shall be eligible for committee chair positions. Physical Therapist Assistant, Life Physical Therapist Assistant, and Retired Physical Therapist Assistant may hold office subject to the limitations specified in the Association Bylaws, Article V, Section 5, Sub-paragraph C. Committee members must be members of OPTA in good standing. The chairs of each committee shall serve for a term as designated by the committee and the committee's work, subject to approval by the Board of Directors, with a maximum of four (4) consecutive years. The chair shall report to the Board of Directors as needed, or at the request of the Board of Directors. All committee requests for finances or policy approval must be submitted to the Board of Directors for final approval. All committee appointments are subject to the approval of the Board of Directors, and can be removed from their committee appointments by the Board of Directors.

- C. Additional special committees or task forces may be formed on an as needed basis by the President with the same requirements and criteria outlined in Article VIII. Members on all committees and task forces shall be approved, discharged, and serve at the pleasure of the Board of Directors.

Section 3: Nominating Committee

A. The Nominating Committee shall consist of three elected members. The chairman shall be the most senior member of the committee. All members of the Nominating Committee shall have been Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, or Life Physical Therapist Assistant members of the Association for a period of two years and of the OPTA for one year preceding the election. Each member shall serve a three year term commencing at the time of the Annual Meeting at which the election takes place. One member per year shall retire and one member per year shall be elected at the time of the Annual Meeting, with a new member being nominated each year.

1. Responsibilities:
 - Prepare and announce a slate of one or more candidates for each office not later than 60 days prior to the Annual Meeting.
2. Vacancies of any nominating committee members, shall be filled by Chapter Board appointment to fill the unexpired portion of the term.

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

Section 1: Qualifications

A. Only Physical Therapist members who have been members in good standing of the Association in any category of membership for no fewer

than two years immediately preceding the start of the House session may serve in the House of Delegates, consistent with the Association Bylaws. The Chief Delegate shall have been a Physical Therapist member of the Association and a member of the OPTA for two years immediately preceding the election. The Chief Delegate shall have been a delegate to the House of Delegates at least once. A Chapter Delegate may not, in the same year, serve as Section or Assembly Delegate.

Section 2: Elections and Terms

- A. All delegates, including the Chief Delegate, shall serve one (1) year terms.
- B. During the election process of the Chapter, the members shall elect the number of delegates allotted to the Chapter after accounting for the position of Chief Delegate. After the election of the remaining delegates, the person receiving the next highest number of votes will be appointed an alternate for a one year term. The Chapter shall notify the Association headquarters of the names of the Chapter delegates as required by the Association and the Standing Rules of the House of Delegates.
- C. A Chapter shall be represented in the House of Delegates at least every third year.

Section 3: Rights and Responsibilities

- A. All delegates shall attend the annual meetings and special meetings of the APTA House of Delegates representing the OPTA in such matters as are ordered by the Chapter. In case of temporary indisposition of the Chief Delegate, an acting Chief Delegate may be elected by those delegates attending the session.
- B. The Chief Delegate shall call a caucus of the Chapter delegates prior to attending the House of Delegates for the purpose of discussing House of Delegates issues. Delegates shall review motions to be presented to the House with the OPTA Board at the Board meeting immediately prior to the House of Delegates meeting. The Chief Delegate shall attend the Annual Meeting as well as special meetings of the House of Delegates, and shall present to the House of Delegates such matters as are ordered by the Board of Directors and/or the membership. The delegates shall vote on issues with consideration of the instructions of the membership. The Chief Delegate shall present to OPTA all materials and information from the House of Delegates. The OPTA shall confer to the Chief Delegate the right to cast the vote or votes of any delegates not attending the House of Delegates.

ARTICLE X. 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 required by the Association.

Section 2: Election and Term

- A. During the election process of the Chapter, the members of the Chapter shall elect the Representative to which the Chapter is entitled. After the election of the representative, the person receiving the next highest number of votes will be appointed the representative alternate for a one (1) 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 Board of Directors, Physical Therapist Assistant members, and voting body.
- C. To vote at meetings of the PTA Caucus in accordance with the instructions and policies of the Chapter.

ARTICLE XI. ELECTIONS

Section 1: Elections

Not later than (60) sixty days prior to the Annual Meeting or as soon thereafter as practical, the Chapter shall announce the nominating committee's nominations to each member via mail, association publications, email, fax, or any form of electronic communication and also shall announce that additional nominations may be made by written petition containing the signatures of no fewer than five (5) voting members. Such nominating petitions must be received by the Chapter office not later than twenty (20) days after the announcement is sent out. The nominating committee chair shall immediately notify each member who has been nominated by petition and ascertain the nominee's willingness to serve if elected. Final election ballots shall consist of all candidates who were either nominated by the nominating committee or by the nominating petition and who have expressed willingness to serve.

Ballots shall be transmitted to all voting members by mail or electronic communications to each voting member at least thirty (30) days prior to the deadline for voting. The plurality of the votes cast shall determine the outcome of the election. Results of the election must be forwarded to the Association within forty five (45) days.

ARTICLE XII. FINANCE

Section 1: Fiscal Year

The fiscal year of the OPTA shall be from January 1 through December 31.

Section 2: Limitations 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. The Board of Directors shall not commit the Chapter to any financial obligations in excess of its financial resources.

Section 3: Chapter Dues and Assessments

- A. The annual dues of the Chapter shall be according to membership classification as follows:
 1. Physical Therapist - \$125
 2. Physical Therapist - Post Professional Student - \$65
 3. Physical Therapist Assistant -- \$75
 4. Student Physical Therapist & Student Physical Therapist Assistant - \$20
 5. Life Physical Therapist - \$0
 6. Life Physical Therapist Assistant - \$0
 7. Retired Physical Therapist & Retired Physical Therapist Assistant - \$50
 8. Corresponding Physical Therapist & Corresponding Physical Therapist Assistant - \$50
 9. Corresponding Student - \$20
- 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 the following dues rate schedule for the Association and chapter dues rate for a Physical Therapist or Physical Therapist Assistant member.

<u>Year Postgraduation</u>	<u>Dues Rate</u>
Year 1	50% discount
Year 2	40% discount
Year 3	30% discount
Year 4	20% discount
Year 5	Full Dues

- C. All dues shall be for the period specified in the Association Bylaws.
- D. All dues changes approved by the Chapter membership and approved by the Association's Board of Directors before the Associations deadline will become effective on the first day of the Association's next fiscal year.

Section 4: Annual Financial Reporting

The Chapter shall submit its annual financial statements, tax returns, and audit reports to the Association headquarters.

ARTICLE XIII. DISSOLUTION

The Chapter may be dissolved subject to a recommendation to dissolve supported by no less than a two-thirds vote of the membership of the Chapter and adopted by the present and voting Chapter's members. Any residual funds on dissolution shall be dispensed as determined by the Board.

ARTICLE XIV. PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Newly Revised, latest edition, shall govern the Chapter in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order adopted by the Chapter.

ARTICLE XV. AMENDMENTS

Section 1: Bylaws Changes

These bylaws may be amended by a two-thirds vote at any meeting of the Chapter, provided that at least thirty (30) days prior to that meeting a copy of the proposed amendment has been sent out to members of the Chapter.

The bylaws may also be amended by a two-thirds vote of the membership, voting by mail or electronic ballot, provided that at least thirty (30) days prior to the vote a copy of the proposed amendment has been sent out to members of the Chapter.

Section 2: Editorial Changes

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 President and approved by the Board of Directors. The President shall notify the Chapter's membership that such amendments have been made.

Section 3: Effective Date

Amendments to the Chapter's bylaws become effective upon approval in writing by the Association's Board of Directors with the exception of changes in chapter dues which become effective on the first day of the fiscal year following approval.

ARTICLE XVI. ASSOCIATION AS HIGHER AUTHORITY

In addition to these Chapter bylaws, the Chapter is governed by the Association's bylaws and standing rules, and by the Association's House of Delegates and Board of Directors policies.

ARTICLE XVII. ETHICS

The Code of Ethics of the Association shall be the Code of Ethics of the OPTA and shall be binding on the members of the Chapter.

Approvals:

Approved by APTA parliamentarian 1-21-09

Approved by OPTA membership 3-14-09

Approved by APTA board of directors 5-11-09

Reviewed and approved by OPTA board of directors 4-12-13

Sent to APTA parliamentarian 4-17-13

Further revisions based on APTA parliamentarian comments received 6-18-13

Further revisions based on APTA parliamentarian comments received 9-11-13

Approved by APTA parliamentarian 11-23-13

Approved by OPTA membership 10-18-13

Approved by APTA board of directors 12-13-13

Reviewed and approved by OPTA board of directors 1-29-2016

Sent to APTA parliamentarian 2-3-2016

Approved by APTA parliamentarian 2-11-2016

Approved by OPTA membership 3-12-2016

Reviewed and approved by OPTA board of directors 1-17-2017

Sent to APTA parliamentarian 1-18-2017

Approved by OPTA membership 3-11-2017

Approved by APTA board of directors 5-31-17