

1 BYLAWS OF THE ACADEMY OF CARDIOVASCULAR AND PULMONARY PHYSICAL
2 THERAPY, INC.

3
4 AMERICAN PHYSICAL THERAPY ASSOCIATION
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6 ARTICLE I. NAME AND RELATIONSHIP TO AMERICAN PHYSICAL THERAPY
7 ASSOCIATION
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9 The name of this organization is the Academy of Cardiovascular and Pulmonary Physical Therapy
10 Inc., also known as APTA Academy of Cardiovascular and Pulmonary Physical
11 Therapy or APTA Cardiovascular & Pulmonary, hereinafter referred to as the Academy, which
12 is a component of the American Physical Therapy Association, hereinafter referred to as the
13 Association.
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15 ARTICLE II. OBJECT
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17 The object of the Academy shall be the object of the Association.
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19 ARTICLE III. PURPOSE
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21 The purpose of the Academy shall be:

- 22 A. Those prescribed by the Association.
- 23 B. To provide, through professional meetings, educational offerings, and periodic
24 publications, a network of collaboration for physical therapy practitioners and students
25 interested in cardiovascular and pulmonary practice.
- 26 C. To promote the advancement of cardiovascular and pulmonary physical therapy through
27 science and scholarship.
- 28 D. To promote and improve the study of the cardiovascular and pulmonary systems in
29 programs of physical therapy education.
- 30 E. To further the relationship between the Academy and those organizations concerned with
31 cardiovascular and pulmonary practice.
- 32 F. To further the relationship between the Academy and other components of the
33 Association to promote clinical excellence and an integrative approach to care.
- 34 G. To engage in advocacy that improves patient access to, and clinician provision and
35 payment of cardiovascular and pulmonary physical therapy.
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37 ARTICLE IV. MEMBERSHIP
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39 Section 1: Categories and Qualifications of Members

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

43 Section 2: Rights and Privileges of Members

44 The rights of the Academy members shall not be in conflict with those established in the
45 Association bylaws.
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47 Section 3: Admission to Membership

48 Admission to Academy membership is chosen by a member as provided in the Association bylaws.
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50 Section 4 Dues:

51 A. Academy dues for twelve (12) months membership shall be determined annually by the
52 Executive Committee, in consultation with the Board of Directors. Annual increases
53 shall not exceed 10% of the previous year's dues.

54 B. All dues shall be for the period specified in the Association Bylaws.

55 C. New members wishing to join the Academy, or former members wishing to reinstate,
56 shall pay current dues which shall entitle the individual to membership in the Academy
57 until such time as the member is billed for national dues. At that time the member shall
58 be billed for Academy dues for the ensuing twelve (12) months of membership.

59 D. All dues changes approved by the Academy board and approved by the
60 Association Board of Directors before the Association's deadline will become effective
61 on the first of the Association's next fiscal year.

62 E. The Board of Directors may offer reduced rates for Academy dues as an incentive to
63 promote membership.

64 F. Mandatory special assessments may not be levied upon the members.
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66 Section 5: Good Standing

67 A member must be a member in good standing with APTA to be a member in the Academy. A
68 member of the Academy who is suspended by APTA shall have their membership privileges
69 suspended in the Academy. Any member who is expelled from membership by APTA shall be
70 expelled from Academy membership.
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72 Section 6: Disciplinary Action

73 The Academy shall follow the Association's binding ethical documents and any ethics complaints
74 against a member shall be processed in accordance with the Association's policies.
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76 Section 7: Reinstatement

77 The Academy shall reinstate members in accordance with APTA's policies. The Academy shall not
78 charge a reinstatement fee.
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80 ARTICLE V. GENERAL MEMBERSHIP MEETINGS

81 Section 1: Annual Business Meeting

82 A. The Academy shall hold an annual meeting for the conduct of business. Attendance shall be
83 limited to Academy members and invited guests approved by the Academy Board of Directors;
84 provided notice is given to all members at least forty-five (45) days prior to the meeting date.

85 The Annual Business Meeting shall take place at the date and time designated by the Academy
86 Board of Directors.
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88

89 B. Use of Telecommunications Equipment: To the extent authorized or permitted by state law,
90 the Executive Committee may permit any or all members of the Executive Committee to
91 participate in a meeting by any means of communications equipment, the use of which enables
92 all Officers participating in the meeting to hear each other. Electronic methods may also be
93 used in official voting procedures.
94

95 Section 2: Special Meeting(s)

96 Special meeting(s) of the membership shall be called by the Academy Board of Directors or upon
97 request of at least ten (10) percent of the membership. Academy members notice is given to all
98 members at least forty-five (45) days prior to the date of the meeting. Attendance is limited to
99 Academy members and invited guests approved by the Academy Board of Directors. The meetings,
100 including membership voting, can occur in-person or electronically, with the provision that all
101 participants are able to hear each other.

102
103 Section 3: Meeting Contents

104 The meetings shall consist of a business meeting and may have a professional program in
105 accordance with the objectives of the
106 Academy.

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108 Section 4: Quorum

109 At any meeting, a quorum shall consist of twenty (20) Academy members with voting privileges,
110 including at least three (3) Academy officers.

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112 Section 5: Minutes

113 All meeting minutes shall be submitted to the Association within forty-five (45) days of
114 the date of the meeting.

115
116 ARTICLE VI. BOARD OF DIRECTORS

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118 Section 1. Authority

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

121
122 Section 2. Composition

123 The elected officers of the Academy shall be the President, the Vice-President, the Secretary, the
124 Treasurer, the Chief Delegate and the four elected Directors of Education, Membership, Research,
125 and Visibility & Awareness.

126
127 Section 3: Officer Positions and
128 Duties

129
130 A. The President shall:

131 Preside at all meetings of the Academy, its Board of Directors, and its Executive Committee
132 and serve as ex-officio member of all standing committees except the Nominating
133 Committee.

134
135 B. The Vice-President shall:

136 Assume the duties of the President if the President is not available.

137
138 C. The Secretary shall:

139 Be responsible for minutes of the meetings of the voting membership and of the Board of

140 Directors as well as for overseeing the maintenance of records of the Academy.

141
142 D. The Treasurer shall:

143 Be the financial officer of the Academy

144
145 E. The Chief Delegate shall:

- 146 1. Maintain eligibility to be an Association Delegate, according to Association Bylaws.
- 147 2. Serve as the Academy Chief Delegate and voting representative to the Association
- 148 House of Delegates.

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150 F. The Four Directors shall

151 Attend all board meetings and provide oversight of committees within the Academy.

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153 Section 2: Terms and Vacancies of Officers

154
155 A. The term of each elected officers shall be three (3) years or until the election

156 and installation of successors.

157 B. No member shall serve more than two (2) complete consecutive terms in the same elected

158 executive committee position or more than three (3) consecutive terms on the

159 Executive Committee with the exception of a member who has served as President who

160 may serve no more than twelve (12) consecutive years. The President shall not be a member

161 of the Board of Directors for at least one elected term once they have completed their two

162 (2) consecutive terms as President. No member shall serve more than twelve (12) years on

163 the Executive Committee in a lifetime.

164 C. No member shall service more than two (2) complete consecutive terms in the same

165 elected director position or more than three (3) consecutive terms as a Director. No member

166 shall serve more than 9 years as a Director in a lifetime.

167 D. The officers and directors of the Academy shall assume office at the end of the annual

168 Academy membership Business Meeting held (in person or electronically) at the national

169 meeting of the Association's academies/sections. except for Chief Delegate, discussed

170 elsewhere in these Bylaws.

171
172 E. Filling of vacancies shall be as follows:

- 173 1. If a vacancy occurs in the office of President, the Vice President shall succeed to the
- 174 Presidency for the unexpired portion of the term. The office of Vice-President shall
- 175 be filled by appointment by the new President with the advice and consent of the
- 176 Executive Committee. A replacement shall be elected at the next regularly scheduled
- 177 election of any officer positions.
- 178 2. If a vacancy occurs in the office of Vice President, Secretary, Treasurer or Director
- 179 the position shall be filled by appointment by the President with the advice and
- 180 consent of the Executive Committee. A replacement shall be elected at the next regularly
- 181 scheduled election of any officer positions.
- 182 3. Vacancy of the Chief Delegate Position shall be filled, as described in Article X
- 183 Delegates to the Association House of Delegates.
- 184 4. The body that fills vacancies is authorized to accept them, when tendered.

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Section 3: Qualifications

A. Only such members of the Academy as are provided for in the Association Bylaws, who have been members in good standing for a period of at least two (2) years immediately preceding their election, and who have consented to serve, shall be eligible for election to office.

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

Section 4: Meetings and Actions of the Board

The Board of Directors meets at least annually at the times and places designated by the Board. Notice of meetings is given pursuant to policies established by the Board or as otherwise required by applicable state law. A majority of voting directors forms a quorum, and a majority of votes is required to carry an action where a quorum is present, unless otherwise required by these bylaws or applicable state law. Proxy voting is not permitted. At the discretion of the Board, meetings may be held virtually, or decisions may be made by the Board electronically to the fullest extent allowed by law.

ARTICLE VII. COMMITTEES

Section 1 Executive Committee

1. Composition: The Executive Committee shall consist of the Academy's officers – President, Vice President, Secretary, Treasurer and Chief Delegate.

2. Duties: Between meetings of the Board, the Executive Committee has the authority to act consistent with established Section or Academy policies or decisions, and to take action on behalf of the Board in emergencies, reporting to the Board at its next succeeding meeting any action taken.

Section 2: Finance Committee

1. The Finance Committee shall consist of the Chair and two (2) eligible Academy members.

2. The Chair of the Finance Committee shall be the Treasurer.

3. The Finance Committee is responsible for advising the Board of Directors on matters pertaining to financial needs, growth and stability, preparation and presentation of an annual budget to the Board of Directors, investment policies, and compliance with financial obligations to APTA.

Section 3: Nominating Committee

1. The Nominating Committee shall consist of three (3) eligible Academy members. One member, elected each year, shall serve a term of three (3) years or until the election of his or her successor.

2. The senior member of the committee shall serve as Chair and serve as an ex-officio to the Board of Directors.

3. The Nominating Committee is responsible for nominating candidates for open director

229 and officer positions; a Nominating Committee Report shall be made available to all
230 members at least a month prior to the Annual Meeting. The Nominating Committee is also
231 responsible for compiling a slate of candidates to serve as delegates to the House of
232 Delegates, representatives to the PTA Council and Student Council, and representatives to
233 Academy committees.
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235 Section 4: Ethics Committee

236 The Ethics Committee shall consist of three members elected by the membership. The Ethics
237 Committee is responsible for interacting with the APTA Ethics and Judicial Committee, to refer
238 ethics complaints to the Ethics Judicial Committee, and to promote ethics related educational
239 resources to members. In lieu of an Ethics Committee, the Board of Directors may elect to
240 designate an Ethics Liaison to interact with the APTA Ethics Committee, to refer ethics complaints
241 to the Ethics Judicial Committee, and to promote ethics related educational resources to members.
242

243 Section 5: Such other committees standing or special, may be appointed by the President with the
244 approval of the Executive Committee, as the Board of Directors, and/or Executive Committee
245 deems necessary to establish in order to carry on the work of the Academy.
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247 ARTICLE VIII. PUBLICATIONS

248 Section 1: Official Publications

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- 251 A. The Cardiopulmonary Physical Therapy Journal is an official peer-reviewed publication
252 of the Academy of Cardiovascular and Pulmonary Physical
253 Therapy.
- 254 B. The Editor-in-Chief of the Cardiopulmonary Physical Therapy Journal shall:
255 1. Be selected by the Executive Committee.
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257 ARTICLE IX. REGIONAL AND SPECIAL INTEREST GROUPS

258 Section 1: Regional Groups

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- 261 A. A regional group shall:
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- 263 1. Operate under bylaws or rules of order that shall not be inconsistent with Academy or
264 Association Bylaws and that shall be approved by the Academy Board of Directors.
 - 265 2. Not Establish dues or levy assessments to Academy members.
 - 266 3. Not Profess or imply that it speaks for or represents the Academy or its members unless
267 authorized by the Academy's Board of Directors.
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- 269 B. A regional group may be established and/or dissolved in accordance with the rules and
270 conditions specified by the Academy Board of Directors.
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272 Section 2: Special Interest Groups

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- 274 A. A special interest group shall:
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- 276 1. Operate under rules of order that are not inconsistent with Academy or Association
277 Bylaws and that shall be approved by the Academy Board of Directors
278 2. Establish dues or levy assessments to Section or Academy members.
279 3. Not Profess or imply that it speaks for or represents the Academy or its members
280 unless authorized by the Academy’s Board of Directors.
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282 B. A special interest group may be established and/or dissolved in accordance with the rules
283 and conditions specified by the Academy Board of Directors.
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285 Section 3: Limitations
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287 Regional and special interest groups are subject to the following limitations:
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- 289 A. Regional and special interest groups shall operate under the Bylaws and policies of the
290 Association and the Academy.
291 B. No regional or special interest group shall profess or imply that it speaks for or
292 represents the Academy or members other than those currently holding membership in
293 the regional or special interest group unless authorized to do so in writing by the
294 Academy Board of Directors.

295 ARTICLE X. DELEGATES TO THE ASSOCIATION'S HOUSE OF DELEGATES
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297 Section 1: Qualifications
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- 299 A. The qualifications of delegates shall not conflict with the Association’s bylaws.
300 B. An Academy Delegate may not serve concurrently as a delegate for any other delegation.
301 C. The Academy shall notify Association headquarters of the names of Academy Delegates as
302 required by the Association’s policies and procedures, including the Standing Rules of the
303 House of Delegates.
304 D. The Academy shall be represented in each session of the House of Delegates unless a waiver is
305 approved by the Association’s Board of Directors.

306 Section 2: Selection
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- 308 A. Per Association Bylaws, Academies will be represented by two (2) Delegates at the
309 Association House of Delegates
310 1. The Academy Chief Delegate will be an elected representative that also serves on
311 the Executive Committee, per Article VII.
312 2. The additional Academy Delegate will be an elected representative serving as
313 Academy Chief Delegate if the elected Chief Delegate is not available for House of
314 Delegate duties.
315 3. The President shall serve as the Academy Alternate Delegate, serving as a
316 Delegate in the absence of the Chief or additional Delegate.
317 4. The Academy Delegates shall act as voting representatives of the Academy in
318 Association House of Delegates business.
319 B. The qualifications of the Academy Delegates shall not conflict with the Association’s
320 Bylaws.

321 Section 2: Election and Terms
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323 The Academy Chief Delegate will be elected by the Academy Membership. An additional
324 Academy Delegate will be elected by the Academy Membership.

- 325 A. The term of each Academy Delegate shall be three (3) years or until the election and
326 installation of successors.
327 B. No member shall serve more than two (2) consecutive terms in each Academy Delegate
328 position. No member shall serve more than twelve (12) years as an Academy Delegate.
329 C. The Academy delegates shall assume office at the end of the calendar year.
330

331 Section 3: Duties of Delegates 332

- 333 A. To prepare for and attend the annual and special meetings of the House of Delegates of
334 the Association.
335 B. To present to the House of Delegates such matters as are ordered by the
336 of Directors &/or the Voting body.
337

338 ARTICLE XI. ELECTIONS 339

340 Section 1: Nominations and Offices 341

342 The Nominating Committee shall prepare a slate of candidates for all elected positions
343 Only those members who have given written consent to serve may be slated. The slate shall
344 be published on the official Academy website.
345

346 Section 2: Election Ballot 347

348 A. Academy Elections:

- 349 1. Elections for officers and non-officer positions shall be conducted via electronic ballot
350 and coordinated by the Nominating Committee. Ballots shall permit voters to write in
351 the name of a member who is qualified per Academy bylaws and has given written
352 consent to serve if elected.
353 2. The Nominating Committee will present its slate via electronic
354 mailing to all voting Academy members and post on the official Academy
355 Web Site at least ninety (90) days in advance of the voting deadline.
356 3. Additional candidates may be nominated by written petition of 25 members, for each
357 candidate and must be submitted no more than 60 days after the slate has been
358 posted. The petition candidates would be on the ballot along with the
359 candidates slated by the Nominating Committee.
360 4. Elections shall be open for no less than fourteen (14) days. A paper ballot will be
361 sent via US mail to any member requesting one.
362

363 Section 4: Elections Results and Reporting

- 364 A. At least ten (10) percent of eligible members must return ballots for the election to be
365 valid. If the number of ballots fails to meet this requirement, the election will be declared
366 invalid and another election shall be required.
367 B. Election shall be determined by majority vote, except when there are more than two (2)

368 candidates for an office, a plurality vote shall determine the election. In the case of a tie,
369 the President shall draw lots to determine the election.

370 C. The results of the election shall be announced electronically and at the annual
371 Academy Business Meetings
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373 ARTICLE XII. FINANCE

374 Section 1: Fiscal Year

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377 The fiscal year of the Academy shall be the same as that of the Association, January 1 to
378 December 31.

379 Section 2: Limitation on Expenditures

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382 No officer, employee, or committee shall expend any money not provided in the budget as adopted
383 or spend any money in excess of the budget allotment, except by order of the Academy Board of
384 Directors or as dictated by Academy policy.
385

386 Section 3: Financial Statements

387
388 The Academy shall submit their annual financial statements, tax returns, and audit report to the
389 Association when and as directed by the Association.
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391 ARTICLE XIII. DISSOLUTION OF THE ACADEMY

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394 A. The Academy shall dissolve in accordance with the Association's bylaws and applicable state
395 law.
396
397 B. The Academy may be dissolved or merged with another academy(ies) by two-thirds (2/3) vote
398 of the members at the annual Business Meeting, provided that at least thirty (30) days prior to
399 this meeting a copy of the proposal to dissolve has been electronically mailed to all members
400 and that a quorum is present.
401

402 ARTICLE XIV: MISCELLANEOUS

403 Section 1: Books and Records

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405
406 A. The Academy shall keep correct and complete books and records of account and shall also keep
407 minutes of the proceedings of its members, Board, and Board committees, and shall keep a record
408 giving the names and addresses of the members entitled to vote.
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410 B. If the Academy is dissolved, its property and records shall be conveyed to the Association after
411 payment of any bona fide debts. The Association shall not be obligated for any Academy debts

412 unless the Academy has been specifically authorized by the Board to act on behalf of the
413 Association.

414

415 Section 2. Parliamentary Authority

416 The rules contained in the current edition of Robert's Rules of Order Newly Revised, where not in
417 conflict with the Academy's corporate articles, bylaws, or other policies, or applicable state law,
418 shall govern meetings and actions of the membership and of the Board.

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420 Section 3: Association as Higher Authority

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

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428 Section 4: Amendments

429 Subject to the provisions of these bylaws, the Academy's corporate articles, and applicable state
430 law, the power to amend these bylaws and to adopt new bylaws may be exercised by 2/3 majority
431 vote of the established quorum of the membership. Amendments to the Academy's bylaws become
432 effective upon approval in writing by the Association's Board of Directors. (Exception: changes in
433 Academy dues become effective on the first day of the Association's fiscal year following
434 approval.)

435 Section 5: Association Amendments

436 If the intent of the Association's amendment is editorial or to bring the Academy Bylaws into
437 agreement with those of the Association's bylaws, the amendment shall be made as required by
438 the Academy President or an individual designated by the Academy President and approved by
439 the Executive Committee. The Secretary shall notify the Academy's membership of such
440 amendment.

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442 ARTICLE XVI. ASSOCIATION AS HIGHER AUTHORITY

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444 In addition to these Bylaws, the Academy is governed by the Association Bylaws and standing
445 rules, and by Association's policies.

446 Adopted 1975

447 Amended 1986, 1991, 1993, 1998, 2000, 2002, 2003, 2010, 2011, 2014, 2020, 2026

448 Reviewed 1995, 1997, 2009, 2010

449

450 Incorporation, State of Georgia 2003