

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.  
46

47 Section 3: Admission to Membership

48 Admission to Academy membership is chosen by a member as provided in the Association bylaws.  
49

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.  
65

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.  
71

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.  
75

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.  
79

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.  
107

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.  
111

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  
117

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.  
149

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.  
234

#### 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.
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- 266 2. Not Establish dues or levy assessments to Academy members.
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- 268 3. Not Profess or imply that it speaks for or represents the Academy or its members unless  
269 authorized by the Academy's Board of Directors.

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- 271 B. A regional group may be established and/or dissolved in accordance with the rules and  
272 conditions specified by the Academy Board of Directors.  
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#### 274 Section 2: Special Interest Groups

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A. A special interest group shall:

1. Operate under rules of order that are not inconsistent with Academy or Association Bylaws and that shall be approved by the Academy Board of Directors
2. Establish dues or levy assessments to Section or Academy members.
3. Not Profess or imply that it speaks for or represents the Academy or its members unless authorized by the Academy’s Board of Directors.

B. A special interest group may be established and/or dissolved in accordance with the rules and conditions specified by the Academy Board of Directors.

Section 3: Limitations

Regional and special interest groups are subject to the following limitations:

- A. Regional and special interest groups shall operate under the Bylaws and policies of the Association and the Academy.
- B. No regional or special interest group shall profess or imply that it speaks for or represents the Academy or members other than those currently holding membership in the regional or special interest group unless authorized to do so in writing by the Academy Board of Directors.

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

Section 1: Qualifications

- A. The qualifications of delegates shall not conflict with the Association’s bylaws.
- B. An Academy Delegate may not serve concurrently as a delegate for any other delegation.
- C. The Academy shall notify Association headquarters of the names of Academy Delegates as required by the Association’s policies and procedures, including the Standing Rules of the House of Delegates.
- D. The Academy shall be represented in each session of the House of Delegates unless a waiver is approved by the Association’s Board of Directors.

Section 2: Selection

- A. Per Association Bylaws, Academies will be represented by two (2) Delegates at the Association House of Delegates
  1. The Academy Chief Delegate will be an elected representative that also serves on the Executive Committee, per Article VII.
  2. The additional Academy Delegate will be an elected representative serving as Academy Chief Delegate if the elected Chief Delegate is not available for House of Delegate duties.
  3. The President shall serve as the Academy Alternate Delegate, serving as a Delegate in the absence of the Chief or additional Delegate.
  4. The Academy Delegates shall act as voting representatives of the Academy in Association House of Delegates business.
- B. The qualifications of the Academy Delegates shall not conflict with the Association’s Bylaws.

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

- 327 A. The term of each Academy Delegate shall be three (3) years or until the election and  
328 installation of successors.  
329 B. No member shall serve more than two (2) consecutive terms in each Academy Delegate  
330 position. No member shall serve more than twelve (12) years as an Academy Delegate.  
331 C. The Academy delegates shall assume office at the end of the calendar year.  
332

333 Section 3: Duties of Delegates  
334

- 335 A. To prepare for and attend the annual and special meetings of the House of Delegates of  
336 the Association.  
337 B. To present to the House of Delegates such matters as are ordered by the  
338 of Directors &/or the Voting body.  
339

340 ARTICLE XI. ELECTIONS  
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342 Section 1: Nominations and Offices  
343

344 The Nominating Committee shall prepare a slate of candidates for all elected positions  
345 Only those members who have given written consent to serve may be slated. The slate shall  
346 be published on the official Academy website.  
347

348 Section 2: Election Ballot  
349

350 A. Academy Elections:

- 351 1. Elections for officers and non-officer positions shall be conducted via electronic ballot  
352 and coordinated by the Nominating Committee. Ballots shall permit voters to write in  
353 the name of a member who is qualified per Academy bylaws and has given written  
354 consent to serve if elected.  
355 2. The Nominating Committee will present its slate via electronic  
356 mailing to all voting Academy members and post on the official Academy  
357 Web Site at least ninety (90) days in advance of the voting deadline.  
358 3. Additional candidates may be nominated by written petition of 25 members, for each  
359 candidate and must be submitted no more than 60 days after the slate has been  
360 posted. The petition candidates would be on the ballot along with the  
361 candidates slated by the Nominating Committee.  
362 4. Elections shall be open for no less than fourteen (14) days. A paper ballot will be  
363 sent via US mail to any member requesting one.  
364

365 Section 4: Elections Results and Reporting

- 366 A. At least ten (10) percent of eligible members must return ballots for the election to be  
367 valid. If the number of ballots fails to meet this requirement, the election will be declared

368 invalid and another election shall be required.

369 B. Election shall be determined by majority vote, except when there are more than two (2)  
370 candidates for an office, a plurality vote shall determine the election. In the case of a tie,  
371 the President shall draw lots to determine the election.

372 C. The results of the election shall be announced electronically and at the annual  
373 Academy Business Meetings  
374

## 375 ARTICLE XII. FINANCE

### 376 Section 1: Fiscal Year

377  
378 The fiscal year of the Academy shall be the same as that of the Association, January 1 to  
379 December 31.  
380

### 381 Section 2: Limitation on Expenditures

382  
383 No officer, employee, or committee shall expend any money not provided in the budget as adopted  
384 or spend any money in excess of the budget allotment, except by order of the Academy Board of  
385 Directors or as dictated by Academy policy.  
386

### 387 Section 3: Financial Statements

388  
389 The Academy shall submit their annual financial statements, tax returns, and audit report to the  
390 Association when and as directed by the Association.  
391

## 392 ARTICLE XIII. DISSOLUTION OF THE ACADEMY

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395 A. The Academy shall dissolve in accordance with the Association's bylaws and applicable state  
396 law.  
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399 B. The Academy may be dissolved or merged with another academy(ies) by two-thirds (2/3) vote  
400 of the members at the annual Business Meeting, provided that at least thirty (30) days prior to  
401 this meeting a copy of the proposal to dissolve has been electronically mailed to all members  
402 and that a quorum is present.  
403

## 404 ARTICLE XIV: MISCELLANEOUS

### 405 Section 1: Books and Records

406  
407 A. The Academy shall keep correct and complete books and records of account and shall also keep  
408 minutes of the proceedings of its members, Board, and Board committees, and shall keep a record  
409 giving the names and addresses of the members entitled to vote.  
410  
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412 B. If the Academy is dissolved, its property and records shall be conveyed to the Association after  
413 payment of any bona fide debts. The Association shall not be obligated for any Academy debts  
414 unless the Academy has been specifically authorized by the Board to act on behalf of the  
415 Association.

#### 416 Section 2. Parliamentary Authority

417 The rules contained in the current edition of Robert's Rules of Order Newly Revised, where not in  
418 conflict with the Academy's corporate articles, bylaws, or other policies, or applicable state law,  
419 shall govern meetings and actions of the membership and of the Board.  
420

#### 421 Section 3: Association as Higher Authority

422 The Academy shall submit minutes of all proceedings of its members to the Association within  
423 forty-five (45) days of such meeting. In addition, the Academy shall maintain records related to  
424 membership, programming, publications, and other activities and operations, and shall provide  
425 them for review by the Association upon request. In addition to the Academy's corporate articles  
426 and bylaws, the Academy is governed by the Association as its higher authority, the Association's  
427 bylaws, standing rules, and all applicable policies and procedures.  
428

#### 429 Section 4: Amendments

430 Subject to the provisions of these bylaws, the Academy's corporate articles, and applicable state  
431 law, the power to amend these bylaws and to adopt new bylaws may be exercised by 2/3 majority  
432 vote of the established quorum of the membership. Amendments to the Academy's bylaws become  
433 effective upon approval in writing by the Association's Board of Directors. (Exception: changes in  
434 Academy dues become effective on the first day of the Association's fiscal year following  
435 approval.)  
436

#### 437 Section 5: Association Amendments

438 If the intent of the Association's amendment is editorial or to bring the Academy Bylaws into  
439 agreement with those of the Association's bylaws, the amendment shall be made as required by  
440 the Academy President or an individual designated by the Academy President and approved by  
441 the Executive Committee. The Secretary shall notify the Academy's membership of such  
442 amendment.  
443

### 444 ARTICLE XVI. ASSOCIATION AS HIGHER AUTHORITY

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

448 Adopted 1975

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

450 Reviewed 1995, 1997, 2009, 2010

451  
452 Incorporation, State of Georgia 2003