

1 ACADEMY OF CARDIOVASCULAR AND PULMONARY PHYSICAL THERAPY, INC.
2
3 AMERICAN PHYSICAL THERAPY ASSOCIATION
4
5 BYLAWS
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8 ARTICLE I. NAME
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10 The name of this organization is the Academy of Cardiovascular and Pulmonary Physical
11 Therapy, Inc., also known as APTA Academy of Cardiovascular and Pulmonary Physical
12 Therapy or APTA Cardiovascular & Pulmonary, hereinafter referred to as the Academy, which
13 is a component of the American Physical Therapy Association, hereinafter referred to as the
14 Association.
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16 ARTICLE II. PURPOSE
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18 The purpose of the Academy shall be to provide a means by which Association members having
19 a common interest in cardiovascular and pulmonary physical therapy may meet, confer, and
20 promote these interests.
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22 ARTICLE III. OBJECTIVES
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24 The objectives of the Academy shall be:
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- 26 A. Those prescribed by the Association.
- 27 B. To provide, through professional meetings, educational offerings, and periodic
28 publications, a network of collaboration for physical therapy practitioners and students
29 interested in cardiovascular and pulmonary practice.
- 30 C. To promote the advancement of cardiovascular and pulmonary physical therapy through
31 science and scholarship.
- 32 D. To promote and improve the study of the cardiovascular and pulmonary systems in
33 programs of physical therapy education.
- 34 E. To further the relationship between the Academy and those organizations concerned with
35 cardiovascular and pulmonary practice.
- 36 F. To further the relationship between the Academy and other components of the
37 Association to promote clinical excellence and an integrative approach to care.
- 38 G. To engage in advocacy that improves patient access to, and clinician provision and
39 payment of, cardiovascular and pulmonary physical therapy.
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42 ARTICLE IV. MEMBERSHIP
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44 Section 1: Categories and Qualifications of Members
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46 The Academy membership categories and qualifications shall be consistent with those of the
47 Association Bylaws.

1 Section 2: Rights and Privileges of Members

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3 The rights and privileges of the Academy members shall be identical to those established in the
4 Association Bylaws. All members in good standing, other than Student Physical Therapist or
5 Student Physical Therapist Assistant, have one vote within Academy Business or Special
6 Meetings.
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9 Section 3: Admission to Membership

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11 The payment of Academy dues by all categories of members in good standing in the Association
12 shall constitute application for and admission to Academy membership.
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15 Section 4: Good Standing

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17 An individual member is in good standing within the meaning of these Bylaws, if the member is in
18 good standing in the Association.
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21 Section 5: Disciplinary Action

- 22
23 A. Any member of the Academy who is suspended by the Association shall have his or her
24 membership privileges suspended by the Academy.
25 B. Any member of the Academy who is expelled from membership in the Association shall
26 be expelled from Academy membership.
27 C. Any member of the Academy-who fails to make timely payments of required Academy
28 dues shall be expelled from Academy membership.
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31 Section 6: Reinstatement

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33 Any former member of the Academy-who is in good standing in the Association may be
34 reinstated to membership in the Academy by payment of the required Academy dues.
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38 **ARTICLE V. REGIONAL AND SPECIAL INTEREST GROUPS**

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40 Section 1: Regional Groups

- 41
42 A. A regional group shall:
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44 1. Operate under bylaws or rules of order that shall not be inconsistent with Academy or
45 Association Bylaws and that shall be approved by the Academy Board of Directors.
46 2. Not levy special assessments that carry punitive action or loss of good standing.

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

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5 Section 2: Special Interest Groups

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7 A. A special interest group shall:

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9 1. Operate under bylaws or rules of order that shall not be inconsistent with Academy or
10 Association Bylaws and that shall be approved by the Academy Board of Directors.
11 2. Not levy special assessments that carry punitive action or loss of good standing.

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

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17 Section 3: Limitations

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

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21 A. Regional and special interest groups shall operate under the Bylaws and policies of the
22 Association and the Academy.
23 B. No regional or special interest group shall profess or imply that it speaks for or
24 represents the Academy or members other than those currently holding membership in
25 the regional or special interest group unless authorized to do so in writing by the
26 Academy Board of Directors.
27 C. No regional or special interest group shall levy dues. A voluntary contribution may be
28 solicited by the regional or special interest groups' officers from the members attending
29 the group meetings.

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33 ARTICLE VI. MEETINGS

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35 Section 1: Annual Business Meeting

- 36
37 A. The Academy- shall hold an annual meeting for the conduct of business.
38 Attendance shall be limited to Academy members and invited guests approved by
39 the Academy Board of Directors; provided notice is given to all members within
40 forty-five (45) days prior to the date of the meeting date. The annual Business
41 Meeting shall take place at the site of the national meeting of Association
42 academies/sections and at the time designated by the Academy Board of Directors.
43
44 B. Use of Telecommunications Equipment:
45 To the extent authorized or permitted by state law, the Executive Committee may
46 permit any or all members of the Executive Committee to participate in a meeting
47 by any means of communications equipment the use of which enables all Officers

1 participating in the meeting to hear each other. Electronic methods may also be
2 used in official voting procedures.

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5 Section 2: Special Meeting(s)

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7 Special meeting(s) may be called by the Academy Board of Directors or any ten (10) Academy
8 members, provided notice is given to all members within forty-five (45) days prior to the date of
9 the meeting. Attendance is limited to Academy members and invited guests approved by the
10 Academy Board of Directors. The meetings, including membership voting, can occur in-person
11 or electronically, with the provision that all participants are able to hear each other.

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14 Section 3: Meeting Contents

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

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20 Section 4: Quorum

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22 At any meeting, a quorum shall consist of twenty (20) Academy members with voting privileges,
23 including at least two (2) Academy officers.

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26 Section 5: Minutes

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

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33 **ARTICLE VII. OFFICERS, EXECUTIVE COMMITTEE, BOARD OF DIRECTORS**

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35 Section 1. Officers: Rights, Duties and Responsibilities

36
37 The officers of the Academy shall be the President, the Vice-President, the Secretary, and the
38 Treasurer, and the Chief Delegate.

39
40 A. The President shall:

- 41
42 1. Preside at all meetings of the Academy, its Board of Directors, and its Executive
43 Committee and serve as ex-officio member of all standing committees except the
44 Nominating Committee.
45 2. Create and appoint all standing, special and advisory committees necessary to
46 accomplish the functions of the Academy with the advice and counsel of the
47 Executive Committee or Board of Directors.

3. Submit to the Association an annual report in writing of the activities of the Academy within forty-five (45) days of the date of the Annual meeting.
4. Serve or appoint a designee as the official spokesperson of the Academy .
5. Serve or appoint a designee (in the absence of the Vice President) as an Academy Delegate to the Association House of Delegates.
6. Perform other duties as identified by the Association and/or the Academy's Executive Committee and/or Board of Directors.

B. The Vice-President shall:

1. Participate in activities as directed by the President or Board of Directors.
2. Assume the duties of the President if the President is absent or incapacitated.
3. Serve as liaison to such committees and task forces as directed by the President.
4. Serve as the Academy Delegate to the Association House of Delegates in the absence of the President.
5. Perform other duties as identified by the Association and/or the Academy's Executive Committee and/or Board of Directors.

C. The Secretary shall:

1. Record the minutes of all Academy ~~Section~~, Board of Directors and Executive Committee meetings and submit these minutes to the Association within forty-five (45) days of the date of the meeting. In the absence of the Secretary a designee shall be appointed by the officer presiding over the meeting in order to record minutes.
2. Distribute the meeting notices to members of the Academy, its Board of Directors and its Executive Committee.
3. Maintain records of all official actions of the Academy ~~Section~~, its Board of Directors and its Executive Committee.
4. Serve as liaison to such committees and task forces as directed by the President.
5. Perform other duties as identified by the Association and/or the Academy's Executive Committee and/or Board of Directors.

D. The Treasurer shall:

1. Maintain financial reports that shall be audited annually by a peer or professional audit.
2. Report in writing on the financial status of the Academy.
3. Prepare an Academy ~~Section~~ budget for approval by the Board of Directors as part of the Academy's annual strategic planning and budgeting process.
4. Publish the annual budget in writing or electronically upon approval by the Board of Directors.
5. Serve as Chair of the Finance Committee.
6. Serve as liaison to such committees and task forces as directed by the President.
7. Perform other duties as identified by the ~~APTA~~ Association and/or the Academy's Executive Committee and/or Board of Directors.

1 E. The Chief Delegate shall:

- 2 1. Maintain eligibility to be an Association Delegate, according to Association Bylaws.
- 3 2. Serve as the Academy Chief Delegate and voting representative to the Association
- 4 House of Delegates.
- 5 4. Perform other duties as identified by the Association and/or the Academy's Executive
- 6 Committee and/or Board of Directors.

7
8 Section 2: Terms and Vacancies

- 9
10 A. The term of each elected officer shall be three (3) years or until the election and
- 11 installation of successors, except for Chief Delegate, discussed elsewhere in these
- 12 Bylaws.
- 13 B. No member shall serve more than two (2) complete consecutive terms in the same elected
- 14 office or more than three (3) consecutive terms on the Executive Committee with the
- 15 exception of a member who has served as President who may serve no more than twelve
- 16 (12) consecutive years. The President shall not be a member of the Board of Directors for
- 17 at least one elected term once they have completed their two (2) consecutive terms as
- 18 President.
- 19 C. The officers of the Academy shall assume office at the end of the annual Academy
- 20 membership Business Meeting held (in person or electronically) at the national meeting
- 21 of the Association's academies/sections.
- 22 D. Filling of vacancies shall be as follows:
- 23 1. If a vacancy occurs in the office of President, the Vice President shall succeed to the
- 24 Presidency for the unexpired portion of the term. The office of Vice-President shall
- 25 be filled by appointment by the new President with the advice and consent of the
- 26 Executive Committee. A replacement shall be elected at the next regularly scheduled
- 27 election of any officer positions.
- 28 2. If a vacancy occurs in the office of Vice President, Secretary or Treasurer the office
- 29 shall be filled by appointment by the President with the advice and consent of the
- 30 Executive Committee. A replacement shall be elected at the next regularly scheduled
- 31 election of any officer positions.
- 32 3. Vacancy of the Chief Delegate Position shall be filled, as described in Article X
- 33 Delegates to the Association House of Delegates.

34
35 Section 3: Qualifications

- 36
37 A. Only such members of the Academy as are provided for in the Association Bylaws,
- 38 Article IV, Section 2, subparagraph B(3)b, who have been members in good standing for
- 39 a period of at least two (2) years immediately preceding their election, and who have
- 40 consented to serve, shall be eligible for election to office.
- 41 B. Physical Therapist Assistants, Retired Physical Therapist Assistants, and Life Physical
- 42 Therapist Assistants may hold office subject to the limitations specified in the
- 43 Association Bylaws.
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1 Section 4. Executive Committee

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3 A. Composition

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5 The Executive Committee shall consist of the Academy’s officers – President,
6 Vice President, Secretary, Treasurer and Chief Delegate.
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8 B. Duties and Responsibilities

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10 As the elected officers of the Academy, the Executive Committee has the legal and
11 fiduciary duty to serve the Membership of the Academy. The Executive Committee shall:
12

- 13 1. Place the Mission of the Academy at the forefront of its operations, including
14 strategic planning and fiscal operations.
- 15 2. Uphold the Bylaws of the Academy and propose amendments as necessary.
- 16 3. As the elected representatives, serve as the voting constituents pursuant to Academy
17 Bylaws.
- 18 4. Be good stewards of the Academy resources, including the creation, maintenance and
19 transparency to membership of the Academy budgets and annual financial statements.
- 20 5. Conduct the business of the Academy and exercise the powers of the Board of
21 Directors between the Board’s scheduled meetings, including recommendations and
22 evaluations related to the activities, policies and procedures of the Academy.
- 23 6. Submit a report of its activities, in writing, to the Board of Directors at the Board of
24 Directors meetings.
- 25 7. Select the Editor-in-Chief of the Academy’s journal and oversee any related
26 contracts.
- 27 8. Approve any appointments made by the President to fill unexpired terms.
28

29 C. Meetings, Notice Requirements and Quorum

- 30
31 1. The Executive Committee shall meet/confer between regular meetings of the Board
32 of Directors, at least twice a year, with at least seven (7) days’ notice given to all
33 Executive Committee members.
- 34 2. Meetings of the Executive Committee shall be called by the President or his/her
35 designee.
- 36 3. A quorum of the Executive Committee shall consist of at least three (3) officers.
- 37 4. Use of Telecommunications Equipment:
38 To the extent authorized or permitted by state law, the Executive Committee
39 may permit any or all members of the Executive Committee to participate in a
40 meeting by any means of communications equipment the use of which enables
41 all Officers participating in the meeting to hear each other.
- 42 5. Action without a Meeting:
43 To the extent authorized or permitted by state law the Executive Committee
44 may act without a meeting if all members of the Executive Committee consent
45 to the action in writing or by electronic transmission.
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1 Section 5. Board of Directors

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4 A. Composition

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6 The elected Officers of the Executive Committee and the Chairperson of each
7 Committee shall constitute the Board of Directors.
8

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10 B. Duties and Responsibilities

11 The Board of Directors shall:

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- 14 1. Carry out the mission, strategic operations, policies, procedures and objectives of the
15 Academy as determined by the membership and the Executive Committee. Between
16 Academy Business meetings, the Board of Directors may make and enforce such
17 policies and procedures, as is consistent with the mandates and objectives of the
18 membership with these Bylaws.
 - 19 2. Conduct business and financial affairs on behalf of the Academy, in accordance with
20 the mission and strategic operations, and not commit the Academy to any financial
21 obligation in excess of its resources.
 - 22 3. Advise the President regarding appointments to fill all vacancies occurring on the
23 Board of Directors, and other committees or task forces, except as otherwise provided
24 by these bylaws.
 - 25 4. Submit a written report of its activities to the Academy membership at the Academy
26 business meetings.
 - 27 5. Perform other duties as identified by the Association.
28

29
30 C. Meetings, Notice Requirements and Quorum

- 31
- 32 1. The Board of Directors shall meet at a minimum of two (2) times a year, at a
33 time, in person or electronically, to be determined by the Board of Directors,
34 with at least thirty (30) days' notice given to all Board of Director members.
 - 35 2. The President may call a special meeting of the Board of Directors and must
36 call a special meeting on written request of three members of the Board of
37 Directors.
 - 38 3. A quorum of the Board of Directors shall consist of five (5) members,
39 including at least two (2) Executive Committee members.
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1 ARTICLE VIII. COMMITTEES

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3 Section 1: Standing Committees

4
5 A. Finance Committee

- 6
7 1. The Finance Committee shall consist of the Chair and two (2) eligible
8 Academy members.
9 2. The Chair of the Finance Committee shall be the Treasurer.
10 3. The Chair shall appoint, with approval of the Executive Committee, the
11 members of the Finance Committee.
12 4. The Finance Committee shall perform review of and recommend fiscal
13 policies and procedures of the Academy.
14 5. The Finance Committee shall assist the Treasurer as appropriate with
15 development of the annual Academy budget.
16 6. The Finance Committee shall advise the Board of Directors with respect to
17 compliance with financial obligations to the Association.
18

19 B. Nominating Committee

- 20
21 1. The Nominating Committee shall consist of three (3) eligible Academy
22 members. One member, elected each year, shall serve a term of three (3)
23 years or until the election of his or her successor.
24 2. The senior member of the committee shall serve as Chair.
25 3. Any vacancies shall be filled by appointment by the President with advice and
26 consent of the Board of Directors until the next regular election at which time
27 the vacant position shall be filled for the remainder of the term.
28 4. The outgoing Chair shall be an ex-officio member of the Nominating
29 Committee for the year following the expiration of his or her term of office.
30 This member shall serve in an advisory capacity so long as such service does
31 not preclude other Academy activity.
32 5. The Nominating Committee shall:
33 a. Seek out candidates for vacant offices, review their qualifications,
34 ascertain their willingness to serve, and nominate eligible and
35 interested members for each available elected office.
36 b. Administer elections for officer and elected positions, as described in
37 ARTICLE XI.
38

39 Section 2: Other Committees

- 40
41 A. The Academy shall have standing committees which serve the multiple projects and areas
42 of interest in which the Academy is involved. The Academy President will establish other
43 committees and appoint Academy members to committees with the advice and counsel of
44 the Executive Committee.
45
46 B. Specific responsibilities of these appointed committees shall be delineated by the Board
47 of Directors.

1 ARTICLE IX. PUBLICATIONS

2
3 Section 1: Official Publications

- 4
5 A. The *Cardiopulmonary Physical Therapy Journal* is an official peer-reviewed publication
6 of the Academy of Cardiovascular and Pulmonary Physical Therapy.
7
8 B. The Editor-in-Chief of the *Cardiopulmonary Physical Therapy Journal* shall:
9 1. Be selected by the Executive Committee.
10 2. Be an ex-officio member of the Board of Directors.
11 3. Appoint and regularly communicate and coordinate with members of the Journal
12 Editorial Board.
13 4. Coordinate and fulfill the Academy obligations for publication of the Journal with
14 the contracted publisher.
15 5. Advise and coordinate with the Board of Directors regarding all aspects of the
16 Journal, including the annual budget, the number of issues per year, including a
17 submitted, annual written summary report.
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20 Section 2: Publication as Notice

21
22 Publication in *Cardiopulmonary Physical Therapy Journal*, the Academy of Cardiovascular and
23 Pulmonary Physical Therapy official website, Academy newsletter, or email to membership from
24 the official Academy email address shall constitute official notice of events, nomination call for
25 elections or awards, posting of election slates, call for volunteers, or any other official Academy
26 business. Slate of nominees shall be posted in advance, as stipulated in Article XI Elections.
27

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

29
30 Section 1: Selection and Qualifications

- 31
32 A. Per Association Bylaws, Academies will be represented by two (2) Delegates at the
33 Association House of Delegates
34 1. The Academy Chief Delegate will be an elected representative that also serves on
35 the Executive Committee, per Article VII.
36 2. The Academy President will serve as the additional Academy Delegate; serving
37 as Academy Chief Delegate if the elected Chief Delegate is not available for
38 House of Delegate duties.
39 3. The Vice President shall serve as the Academy Alternate Delegate, serving as a
40 Delegate in the absence of the Chief or additional Delegate.
41 4. Any vacancy in an Academy Delegate position shall be filled for the remainder of
42 the term by (a) appointment by the President with advice and consent of the
43 Executive Committee if fewer than two years are left in the term, or (b) at the next
44 regular election for Chief Delegate position if two or more years are left in the
45 term. No member shall serve as Chief Delegate more than nine (9) consecutive
46 years.

- 1 5. The Academy Delegates shall act as voting representatives of the Academy in
2 Association House of Delegates business.
- 3 B. The qualifications of the Academy Delegates shall be as stated as in the Association’s
4 Bylaws.
- 5 C. An Academy Delegate may not, in the same year, serve as Chapter Delegate or as an
6 official Delegate for any other Association component.
- 7 D. The Academy shall notify the Association of the name of the Academy Delegates, as
8 required by the Association and the Standing Rules of the House of Delegates.
- 9 E. The Academy must be represented in the House of Delegates annually.
- 10 F. The Academy and its Delegates will comply with all other Association bylaws as it
11 pertains to House of Delegates.

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13
14 Section 2: Election and Terms

15
16 The Academy Chief Delegate will be elected by the Academy Membership, serving on the
17 Executive Committee as noted in Article VII.

- 18
19 A. The Chief Delegate first term, shall be four (4) years: one as Chief-Delegate-Elect and
20 three as Chief Delegate and Executive Committee member.
- 21 B. Chief Delegate may be elected for an additional term, serving up to six (6) years as Chief
22 Delegate.
- 23 C. Chief Delegate term will be staggered with the Academy President, with year one (1) of
24 three (3) as Chief Delegate falling on year three (3) of Presidential term, to ensure
25 continuity and mentorship within Association House of Delegates. This also coincides
26 with three (3) year term timelines of the Academy’s Vice President.

27
28
29 Section 3: Duties of Delegates

- 30
31 A. To prepare for and attend the annual and special meetings of the House of Delegates of
32 the Association.
- 33 B. To present to the House of Delegates such matters as are ordered by the Executive
34 Committee, or Board of Directors &/or the membership.

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38 ARTICLE XI. ELECTIONS

39
40 Section 1: Nominations and Offices

41
42 The Nominating Committee shall prepare a slate of candidates for officer and
43 non-officer elected positions. Only those members who have given written
44 consent to serve may be slated. The slate shall be published on the official
45 Academy website.

1 Section 2: Election Cycles

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3 In successive years the elections shall be as follows:

- 4
5 A. President and one (1) member of the Nominating Committee.
6 B. Treasurer, Secretary, Chief-Delegate Elect and one (1) member of the Nominating
7 Committee.
8 C. Vice President and one (1) member of the Nominating Committee.
9

10 **PROVISO:** *In 2020, in accordance with 2020 amendment to Association bylaws, election*
11 *will take place for a Chief Delegate, commencing a three (3) term serving in the Association as*
12 *Delegate for one-year (2021) and Chief Delegate for two (2) years (2022, 2023). This allows*
13 *Chief-Delegate Elect to be elected in 2022, serving as a Chief-Delegate Elect 2023 and as Chief*
14 *Delegate 2024-2026. Thus, beginning the on-going cycle of Chief Delegate first year in*
15 *Association House of Delegates to occur year three (3) of President's three (3) year term,*
16 *assuring continuity and mentorship in HOD activities.*
17
18

19 **Section 3: Election Ballot**

20
21 **A. Academy Elections:**

- 22 1. Elections for officers and non-officer positions shall be conducted via
23 electronic ballot in September of each year and coordinated by the
24 Nominating Committee. Ballots shall permit voters to write in the name of a
25 member who is qualified under Article VII, Section 3, and has given written
26 consent to serve if elected.
27 2. The Nominating Committee will present its slate in an August electronic
28 mailing to all voting Academy members and post on the official Academy
29 Web Site. Additional candidates may be nominated by written petition of 25
30 members, for each candidate. The petition candidates would be on the
31 September ballot along with the candidates slated by the Nominating
32 Committee.
33 3. Elections shall be open for no less than fourteen (14) days.
34
35

36 **Section 4: Elections Results and Reporting**

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38 A. At least ten (10) percent of eligible members must return ballots for the election to be
39 valid. If the number of ballots fails to meet this requirement, the election will be declared
40 invalid and another election shall be required.
41 B. Election shall be determined by majority vote, except when there are more than two (2)
42 candidates for an office, a plurality vote shall determine the election. In the case of a tie,
43 the President shall draw lots to determine the election.
44 C. The results of the election shall be announced electronically and at the annual
45 Academy Business Meeting.
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1 ARTICLE XII. FINANCE

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3 Section 1: Fiscal Year

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5 The fiscal year of the Academy shall be the same as that of the Association, January 1 to
6 December 31.
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9 Section 2: Limitation on Expenditures

10
11 No officer, employee, or committee shall expend any money not provided in the budget as adopted,
12 or spend any money in excess of the budget allotment, except by order of the Academy Executive
13 Committee. The Executive Committee, in consultation with the Board of Directors, shall not
14 commit the Academy to any financial obligation in excess of its current financial resources.
15

16
17 Section 3: Dues and Assessments

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19 A. Academy-dues for twelve (12) months membership shall be determined annually by the
20 Executive Committee, in consultation with the Board of Directors. Annual increases
21 shall not exceed 10% of the previous year's dues.
22 B. All dues shall be for the period specified in the Association Bylaws.
23 C. New members wishing to join the Academy, or former members wishing to reinstate,
24 shall pay current dues which shall entitle the individual to membership in the Academy
25 until such time as the member is billed for national dues. At that time the member shall
26 be billed for Academy dues for the ensuing twelve (12) months of membership.
27 D. All dues changes approved by the Academy-membership and approved by the
28 Association Board of Directors before the Association's deadline will become effective
29 on the first of the Association's next fiscal year.
30 E. The Board of Directors may offer reduced rates for Academy dues as an incentive to
31 promote membership.
32 F. Mandatory special assessments may not be levied upon the members.
33
34

35 Section 4: Financial Statements

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37 The Academy shall submit their annual financial statements, tax returns, and audit report to the
38 Association when and as directed by the Association.
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47 ARTICLE XIII. DISSOLUTION OR MERGER OF THE ACADEMY

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2 Section 1: Voting
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4 The Academy may be dissolved or merged with another academy(ies) by two-thirds (2/3) vote of
5 the members at the annual Business Meeting, provided that at least thirty (30) days prior to this
6 meeting a copy of the proposal to dissolve has been electronically mailed to all members and that
7 a quorum is present.
8
9

10 Section 2: Dissolution or Merger
11

12 The Academy may be dissolved or merged according to the Association Bylaws.
13

14 Section 3: Property and Records
15

16 In the event that the Academy is dissolved, all property and records of whatever nature in the
17 possession of the Academy shall, after payment of its bona fide debts, be conveyed to the
18 Association. If the Academy is merged with another academy(ies)/section(s), all property and
19 records shall be turned over to the continuing academy without being returned through the
20 Association.
21
22
23

24 ARTICLE XIV. PARLIAMENTARY AUTHORITY
25

26 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern
27 the Academy in all cases in which they are applicable and in which they are not inconsistent with
28 these Bylaws and any rules of order adopted by the Academy.
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32 ARTICLE XV. AMENDMENTS
33

34 Section 1: Voting Procedure
35

- 36 A. These Bylaws may be amended in whole or in part, at any meeting of the Academy
37 members by two-thirds (2/3) vote.
38 B. The text of the amendment(s) shall published in writing or electronically for Academy
39 member consideration at least forty-five (45) days prior to the meeting during which the
40 vote will occur.
41
42

43 Section 2: Amendment Approval
44

45 Amendments to the Academy Bylaws become effective upon approval in writing by the
46 Association Board of Directors.
47

1 Section 3: Association Amendments

2

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

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11 ARTICLE XVI. ASSOCIATION AS HIGHER AUTHORITY

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

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16 Adopted 1975

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

18 Reviewed 1995, 1997, 2009, 2010

19

20

21

22 Incorporation, State of Georgia 2003