

BYLAWS

WISCONSIN PHYSICAL THERAPY ASSOCIATION, INC.

ARTICLE I. NAME

The name of this organization is the Wisconsin Physical Therapy Association, Inc., a chapter of the American Physical Therapy Association hereinafter referred to as the Chapter and the Association. The geographic jurisdiction of the Chapter is within the boundaries of the state of Wisconsin.

ARTICLE II. OBJECT

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

ARTICLE III. FUNCTION

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

ARTICLE IV. MEMBERSHIP

Section 1: Categories and Qualifications of Members

The Chapter membership categories and qualifications for Physical Therapist, Retired Physical Therapist, Life Physical Therapists, Student Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, Life Physical Therapist Assistant, Student Physical Therapist Assistant, and in addition, the Chapter shall maintain a single Corresponding Member category and a single Corresponding Student Member category with rights and privileges as stated in the Association bylaws.

Section 2: Rights and Privileges of Members

The rights and privileges of the Chapter's member shall be identical to those

established in the Association's bylaws except that Physical Therapist Assistants, Retired Physical Therapist Assistants, and Life Physical Therapist Assistants shall have one vote at the Chapter level.

Section 3: Admission to Membership

Admission to chapter membership is by assignment by the Association 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 of the Chapter 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. COMPONENTS:
DISTRICTS AND SPECIAL INTEREST
GROUPS**

Section 1: Districts

- A.** To form a new district, a written application signed by five or more Physical Therapist, Life Physical Therapist or Retired Physical Therapist members should be sent to the Board of Directors of the Chapter. The Board of Directors of the Chapter will act on this application at their first following Board of Directors meeting. If approved, the territorial boundaries of the new district will be determined by the Board of Directors of the Chapter and the members who sign the application for the new district.
- B.** Actions on matters of policy, must conform with the Chapter and Association Bylaws and must be submitted to the Board of Directors of the Chapter who must act on these matters at the next Board of Directors meeting. If such matters of policy are not approved by the Board of Directors of the Chapter, the affected district may appeal to the membership of the Chapter at the next annual meeting. The Board of Directors must then act on the matter as instructed by the membership.
- C. Membership**
The criteria for district membership shall be consistent with that of the Chapter. Petitions to the contrary shall be determined by the Board of Directors of the Chapter.
- D. Obligation**
The district is obligated to support the Association and Chapter as described in these Bylaws.
- E. Finances**
(1) The allocation of the Chapter dues to each district shall be determined by the Board of Directors.

- (2) The district shall not establish dues, and special assessments may be levied as approved by the Board of Directors of the Chapter providing they do not carry punitive action or loss of good standing.

F. Organization

- (1) The District Officers shall consist at a minimum of Chair, Vice Chair, and Secretary.
- (2) The Chair shall serve as the official head and public spokesperson of the district; shall preside at all meetings of the district; shall serve on the Board of Directors of the Chapter and shall serve a term of at least two years.
- (3) The Vice Chair shall assume the duties of the Chair in the absence of the Chair; shall succeed the Chair for the unexpired portion of the term in the event of vacancy of the office of the Chair and shall oversee the continuing education commitments of the district.
- (4) The Secretary shall maintain meeting minutes for all District business and assist with District correspondence.
- (5) The district shall hold a minimum of two continuing education courses annually. The district shall hold a minimum of one business meeting annually.

G. Dissolution

- (1) A district which fails to comply with these Bylaws may be abolished providing it is given an opportunity to be heard in its own defense following at least one month's notice and at least 2/3 of the Board of Directors concur. A district so disciplined shall have the right to appeal to the Chapter membership at its next meeting for the decision of the membership. The decision of the

membership shall be final.

- (2) A district may be voluntarily dissolved by:
 - a. A petition signed by a majority of its members eligible to vote. Multiple copies of the petition may be used, but all copies of the petition must be filed with the Board of Directors of the Chapter within six months after the petition is first promulgated, which date shall be stated on each copy thereof. The Board of Directors of the Chapter shall examine the petition to determine if it has been signed by a majority of the members of the district. If the Board of Directors of the Chapter determines that a majority of the district's members has signed the petition, it shall certify to the district that it is dissolved. Otherwise, it shall certify to the district that the petition failed for lack of majority.
 - b. A 2/3 vote of those voting by mailed ballot.
- (3) Property and Records. In the event that the district is dissolved for any reason, all property and records in the possession of the district shall be conveyed to the Chapter. In the case of two or more districts merging, all property and records will be turned over to the continuing district without being returned to the Chapter.

Section 2: Special Interest Groups (SIGs)

- A. Special Interest Groups shall promote and develop their objectives as they relate to the objectives of the Chapter, provided the members of such groups are not required to

belong to the Association section of like nature or with similar interests.

- B. Upon written petition of Physical Therapist, Retired Physical Therapist and Physical Therapist Assistant members to the Board of Directors of the Chapter stating the purpose of the SIG and eligibility for membership therein, a special interest group may be established when the following criteria are met:
 - (1) Demonstration of group interest by at least 20 members.
 - (2) Recommendation by a majority vote of the Board of Directors of the Chapter.
 - (3) Approval by a majority vote of the voting body, at the next Chapter business meeting.
- C. Each special interest group may make rules for its membership provided these shall in no way conflict with the Bylaws of this Chapter or the Bylaws of the Association.
- D. Dissolution
 - (1) A SIG may be voluntarily dissolved by a 2/3 vote of its voting body.
 - (2) A SIG may be dissolved by the Board of Directors of the Chapter for failing to comply with the Chapter's Bylaws and Policies and Procedures.
- E. Property and Records. In the event that the SIG is dissolved for any reason, all property and records in the possession of the SIG shall be conveyed to the Chapter.

Section 3: Limitations

Districts and SIGs, are subject to the following limitations:

- A. The only bylaws that govern Districts and SIGs are those of the Association and Chapter.
- B. No District or SIG, shall profess or imply that it speaks for or represents the Chapter or members other than those

currently holding membership in the District or SIG, unless authorized to do so in writing by the Chapter's governing body.

ARTICLE VI. MEETINGS

Section 1: Number of Meetings

A minimum of two business meetings shall be held during the year, the time and place to be selected by the Board of Directors and to be arranged by the Conference committee. The spring business meeting shall be designated as the Annual Meeting. Such other additional meetings as are necessary may be called by the President, by the Board of Directors or on the request of 20 members. Notices of a meeting shall be sent to all members at least two weeks prior to the date of the meeting. Notice of the Annual Meeting shall be sent to all members at least four weeks prior to the meeting.

Section 2: Quorum

A minimum of twenty (20) members eligible to vote shall constitute a quorum.

Section 3: All meeting minutes shall be submitted to the Association within 45 days of the date of the meeting.

ARTICLE VII. BOARD OF DIRECTORS

Section 1: Composition

- A. The Board of Directors shall consist of President, Vice-President, Secretary, Treasurer, 2 Directors, the immediate Past-President or 3rd Director, Chief Delegate, district chairpersons, and the representative elected to the PTA Caucus.
- B. The Executive Committee shall consist of President, Vice-President, Secretary, Treasurer and a fifth member elected by the remaining Board of Director members from among themselves.

Section 2: Qualifications

- A. No member shall be eligible for service on the Board of Directors unless they have been a member of the Association for two years immediately preceding election or appointment and a member in good standing of the Chapter for not less than one year. No member shall serve two Board of Directors positions concurrently.
- B. Physical Therapist, Life Physical Therapist and Retired Physical Therapist members are eligible for nomination as President and Vice-President.
- C. Physical Therapist, Life Physical Therapist, Retired Physical Therapist, Physical Therapist Assistant Life Physical Therapist Assistant and Retired Physical Therapist Assistant members are eligible for nomination for the offices of Secretary, Treasurer and Director.

Section 3: Terms and Vacancies

- A. The President and Vice-President shall be elected in the fall of every third year, and shall take office at the end of the Spring business meeting of the following year to serve a three-year term, or until their successors take office.
- B. The Secretary and Treasurer shall be elected in the fall of every third year and shall take office at the end of the Spring business meeting of the following year to serve a three-year term, or until their successors take office.
- C. The immediate Past-President shall serve a one-year term. In the event that a President is elected to a second term, a third director shall be elected with the fall ballot. The two Directors shall be elected in the fall of alternating years and shall take office the end of the Spring business meeting of the following

year and serve a two year term, or until their successors take office.

- D.** In the event of a vacancy in the office of the President, the Vice-President shall succeed to the Presidency for the unexpired portion of the term. Other officer vacancies, except District Chairs, shall be filled by the Board of Directors for the unexpired portion of their term.
- E.** The Chief Delegate and shall serve a term of three years, or until their successors take office.
- F.** The fifth member of the Executive Committee shall serve a term of one year with no more than two consecutive terms being held by the same person.
- G.** Elected officers shall not serve more than two consecutive terms in the same office.

Section 4: Officers

- A.** The President shall serve as the official head and public spokesperson of the Chapter, the Executive Committee and the Board of Directors. The President will act as a neutral member of the Board of Directors in voting matters and will exercise the right to vote to make a tie vote or break a tie vote or when vote is by secret ballot. The President shall be an ex-officio member of all committees, except the Nominating Committee. The retiring President shall automatically become the immediate Past-President.
- B.** The Vice-President shall assume the duties of the President in the President's absence, and may have other responsibilities as designated by the President.
- C.** The Secretary shall be the Secretary of the Executive Committee, Board of Directors, and of all Chapter Meetings.
- D.** The Treasurer shall be responsible for the finances of the Chapter. The

Treasurer shall be the Chair of the Finance Committee and the office manager. The Treasurer shall prepare the Chapter annual financial report for the Association, and report to the Chapter at each business meeting.

- E.** The Directors shall assume all duties assigned to them by the Board of Directors, and shall become members of the Finance Committee.

Section 5: Duties

- A.** Duties of the Executive Committee
 - (1) The Executive Committee shall exercise the power of the Board of Directors between meetings of the Board.
 - (2) The Executive Committee shall present a report at each Board of Directors meeting summarizing the action and activities of the Executive Committee between Board of Directors meetings.
- B.** Duties of the Board of Directors
 - (1) Shall carry out the mandates and policies of the Chapter determined by the membership.
 - (2) Shall appoint and direct the activities of the standing committees.
 - (3) May appoint, subject to the approval of the voting body, an advisory council of three who may be physicians, educators, hospital administrators and other non-physical therapists.
 - (4) Shall bring before the members at any regular or special meeting or by correspondence, communication of the Board of Directors of the Association, the Association Office, the House of Delegates and other matters pertaining to policy and procedures for their information, opinion and/or vote.
 - (5) Shall fill vacancies occurring in its

own body, which shall stand for the duration of their term.

- (6) Shall keep records and files of business transacted for the Chapter, and shall make a report at each annual meeting.
- (7) Between meetings of the general Chapter membership shall carry out business of the Chapter and determine policy not in conflict with these Bylaws.
- (8) Shall submit an annual report of the Chapter's activities to the Board of Directors of the Association and such other reports as may be requested from time to time.
- (9) Shall provide for an annual audit of the Chapter's financial record. This may be done by a Certified Public Accountant or review by committee. Shall submit a copy of the annual audit of the Chapter's financial records to Association headquarters.

Section 6: Conduct of Business

- A. The Board of Directors shall meet a minimum of three times annually and such other times as are necessary to conduct the affairs of the Chapter.
- B. The presence of more than 1/2 of the board members constitutes a quorum.
- C. All members of the Board of Directors shall have one vote each.
- D. Special meetings of the Board of Directors may be called by written petition of three members of the Board or by the President of the Chapter.

ARTICLE VIII. STANDING COMMITTEES

Section 1: The Standing Committees of the Chapter shall be:

- A. Finance Committee
- B. Nominating Committee
- C. The Board of Directors may establish

such other Standing Committees as necessary to carry on the work of the Chapter.

Section 2: Duties and Composition

- A. To make a report to the Board of Directors of the Chapter when requested.
- B. To perform such other duties as may be directed by the Board of Directors of the Chapter.
- C. The seven-member Nominating Committee shall prepare a slate of candidates for those positions open per bylaws for each election.
- D. The Finance Committee will be a special committee of the Board of Directors consisting of the Treasurer as Chair; the three Directors, and the District Chairs or designee. The Committee is charged with the tasks of preparing the annual budget, reviewing and managing Chapter finances on an ongoing basis, and recommending to the Board of Directors appropriate investments for Chapter monies.

Section 3: Elections/Appointments and Terms

- A. The Nominating Committee will have three Physical Therapist, Life Physical Therapist, or Retired Physical Therapist, Physical Therapist Assistant, Life Physical Therapist Assistant, or Retired Physical Therapist Assistant members elected in the fall of each odd numbered year and four Physical Therapist, Life Physical Therapist or Retired Physical Therapist, Physical Therapist Assistant, Life Physical Therapist Assistant, or Retired Physical Therapist Assistant members elected in the fall of the even numbered years. All members shall serve a two-year term and take office at the end of the Spring business meeting of the following year. At the first

meeting of the Nominating Committee, the members shall elect a chair from among the members who have already served one year on the Nominating committee. The previous chair shall serve until the new chair is selected. Vacancies occurring on the Nominating Committee shall be filled by Board appointment. No elected member of the Board of Directors shall serve concurrently on the Nominating Committee.

- B. All standing committee chairs, with the exception of the Finance Committee and the Nominating Committee, shall be appointed by the Board of Directors of the Chapter and shall serve for two-year terms.

Section 4: Ad Hoc committees

Ad hoc Committees may be established by the Board of Directors of the Chapter.

ARTICLE IX. DELEGATES TO THE HOUSE OF DELEGATES

Section 1. Selection and Term of Delegates

- A. The Chapter President shall be one of the delegates. In the fall, the Chapter shall elect one-half of the delegates to which the Chapter is entitled for a term of two-years that shall begin in the following June, with the House of Delegates. The delegates will participate in the following year's House of Delegates. The delegates will select an alternate Chief Delegate from among themselves, who will have the same qualifications as those required of the Chief Delegate. If an elected delegate cannot attend the annual session, or delegates are needed, additional delegates will be selected on the basis of rank ordering of

election results. In cases of tie votes, the Chief Delegate will make the final selection among those with the highest rank order. If the apportioned number of delegates still will not be represented, the Chapter shall confer on the Chief Delegate the right to cast the vote or votes of delegates not attending the session.

- B. The Chief Delegate shall be elected by the membership in the fall every three years for a term of three-years. The Chief Delegate-Elect will assume the duties of the Chief Delegate as of July 1.

Section 2. Qualifications

- A. To serve as a Chapter Delegate one must be a Physical Therapist member who has been an association member in good standing in any class of membership for a minimum of the two years immediately preceding the start of the House Session. A Chapter Delegate may not, in the same year, serve as a section delegate.
- B. To serve as Chief Delegate one must be a Physical Therapist member, have been an association member in good standing in any category of membership for a minimum of the 2 years immediately preceding the start of the House session, and must have two years experience as a delegate.

Section 3. Rights and Duties

- A. All delegates are to attend the annual and special meeting of the House of Delegates of the Association. They are to attend all on-site floor sessions as well as all other sessions related to the House of Delegates to include caucuses, discussion groups,

candidate interviews and other meetings from which a delegate may have been pre-excused by the Chief Delegate, with the objective that a delegate shall have no more than one excused absence in State per year. They are to vote at the meeting of the House of Delegates according to the best interests of the membership and in accordance with the policies of the Chapter. They are to represent the Chapter on such matters as are ordered by the voting body.

- B. The Chapter shall be represented in the House of Delegates at least every third year.

Section 4: The Chapter shall notify Association Headquarters of the name of the Chapter delegate(s), as required by the Association and the Standing Rules of 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. In the fall, the Physical Therapist Assistant, Life Physical Therapist Assistant and Retired Physical Therapist Assistant members shall elect a PTA Caucus Representative to serve as the Chapter Representative to the PTA Caucus for a term of two years. This

Representative shall serve as an elected member of the Board of Directors of the WPTA.

- B. The PTA_Caucus Representative shall be elected by the membership in the fall every three (3) years for a term of three (3) years. The PTA Caucus Representative-Elect will assume the duties of the PTA Caucus Representative as of July 1.”

Section 3: Duties of Representative

- A. To attend the meetings of the PTA Caucus.
- B. To present to the PTA Caucus such matters as approved by the Executive Committee (or Board of Directors and/or voting body.

ARTICLE XI. NOMINATIONS, ELECTIONS AND VOTING BODY

Section 1.

- A. Nominations for Executive Officers
The Nominating Committee shall prepare a slate of one or more names of eligible members for the offices of President and Vice-President, in the fall of every third year. They shall prepare a slate of one or more names of eligible members for the offices of Secretary and Treasurer in the fall of every third year. Only those members consenting to serve, if elected, shall be nominated.
- B. Nominations for Director
The Nominating Committee shall prepare a slate of one or more names composed of eligible members for director in the fall of each year. Only those members consenting to serve, if elected, shall be nominated.
- C. Nominations for Chief Delegate and Delegates
The Nominating Committee shall prepare a slate of one or more names of

eligible members for Chief Delegate in the fall of every third year. The Nominating Committee shall prepare a slate of, names for delegate to the House of Delegates in the fall of each year. Only those members consenting to serve, if elected, shall be nominated.

Section 2.

Elections shall be by mail ballot or by utilizing electronic technology provided all members have an opportunity to participate. A plurality vote is necessary for election. A minimum of 10% of the ballots from the members eligible to vote must be returned for the election to be valid.

Section 3.

A slate of candidates will be presented with the mail ballot or by utilizing electronic technology.

Section 4: Voting

Voting members will cast their ballots by mail or by utilizing electronic technology for officers, directors, Nominating Committee, delegates and the Representative(s) to PTA Caucus.

Section 5: Results of the elections shall be sent to the Association within forty-five (45) days.

Section 6: Ties will be determined by a run-off election via ballot.

ARTICLE XII. FINANCES

Section 1: Fiscal Year

The fiscal year of the Chapter is from January 1 through December 31.

Section 2: Limitation on Expenditures

No officer, employee, independent contractor, board member, delegate, 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 the order of the Chapter's Board of Directors. The Board of Directors shall not commit the Chapter financial obligation in excess of its current financial resources.

Section 3: Dues

- A.** Physical Therapist and physical therapist assistant dues shall increase by no more than 4% per year at the discretion of the board.
- B.** Life physical therapists, retired physical therapists, life physical therapist assistant, student physical therapist assistant, student physical therapists, student physical therapist assistant, and corresponding member dues are at the discretion of the board.
- C.** Student Physical Therapist and Student Physical Therapist Assistant member dues are for 12 months from the time of renewal or join date. As of the last day of the graduation month, the Student Physical Therapist or Student Physical Therapist Assistant member automatically converts to the Physical Therapist or Physical Therapist Assistant member category for the remainder of the 12 months of membership. Once the membership remainder expires, these new Physical Therapist and Physical Therapist Assistant members are eligible for one year of membership at 50% of the Association and chapter dues rate for a Physical Therapist or Physical Therapist Assistant member.
- D.** All dues shall be for the period specified in the Association bylaws and shall be payable following the Association's schedule.
- E.** All dues changes approved by the Chapter membership and approved by the Association's Board of Directors before the Association's deadline will become effective on the first of the Association's

next fiscal year.

- F. The Board of Directors may offer reduced rates for Chapter dues as an incentive to promote membership. Any decision by the Board of Directors to reduce the dues as an incentive to promote membership requires the Board of Directors to communicate the decision and rationale to the membership no later than the next business meeting. The Board also will collect metrics to determine the effectiveness of the dues reduction on membership efforts.

Section 4: The Chapter shall submit its annual financial statements, tax returns, and audit report to the Association when and as directed by APTA Headquarters.

ARTICLE XIII.

The WPTA may become a member of other organizations at the discretion of the Board of Directors.

ARTICLE XIV. DISSOLUTION OF THE CHAPTER

Section 1

The Board of Directors of the Association may recall and annul the charter of the Chapter if the Chapter has failed to satisfy its obligations as set forth in the Association's Bylaws or has failed to observe the limitations upon its activities as set forth in the Association's Bylaws.

Section 2

The Chapter may voluntarily dissolve itself by conforming to Chapter 181 of the State of Wisconsin's Statute for dissolution of a corporate society. The Executive Committee will present the dissolution papers to the Board of Directors of the Association for approval and final decision.

Section 3: Property and Record

In the event that the charter of the Chapter is revoked or in the event that the Chapter is dissolved or its existence otherwise terminated, all property and records of whatsoever nature in the possession of the Chapter shall, after payment of its bonafide debts, be conveyed to the Association. If this Chapter would merge with another Chapter, all property and records will be turned over to the continuing Chapter without being returned to the Association.

ARTICLE XV. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts Rules of Order Newly Revised 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 the Chapter may adopt.

ARTICLE XVI. AMENDMENTS

Section 1

These Bylaws may be amended in whole or in part at any meeting of the Chapter by a two-third (2/3) vote, a quorum being present, provided that at least thirty (30) days prior to that meeting a copy of the proposed amendment has been sent out by mail or by electronic technology to members of the Chapter. The amended Bylaws must be submitted to the Board of Directors of the Association for approval.

Section 2

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 Bylaws chair and shared with the Executive Committee of the Board of Directors. The Bylaws chair will notify the Chapter's membership that such amendments have been made.

**ARTICLE XVII. ASSOCIATION AS
HIGHER AUTHORITY**

Section 1.

In addition to these Bylaws, the Chapter is governed by the Association Bylaws and Standing rules, and by Association

Section 2: Ethics

The code of ethics of the American Physical Therapy association, as it now exists and as it may hereafter be amended or supplemented shall be the code of ethics of this Chapter, and said code of ethics shall be binding on the members of the Chapter as though incorporated in these Bylaws.

rev 5/90

rev 5/91

rev 8/91

rev 5/92

rev 7/93

rev 10/93

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