



## **CONSTITUTION**

### **ARTICLE I - NAME**

The name of the organization shall be the Connecticut Academy of Physician Associates, or the Connecticut Academy of PAs abbreviated as ConnAPA, herein referred to as the Academy.

### **ARTICLE II - PURPOSE**

The purposes of this Academy are to render loyal and honest service to the medical profession and the public by developing continuing medical and medically related educational programs and promoting the PA profession through education of professional and lay people.

### **ARTICLE III - MEMBERS**

The Academy shall have such members as prescribed by the Articles of Incorporation and the Bylaws.

### **ARTICLE IV - BOARD OF DIRECTORS**

The Board of Directors, whose duties are executive and judicial, shall have charge of all properties and financial affairs of the Academy, and shall perform such duties as prescribed by the laws governing the Directors of corporations, or as may be prescribed in the Bylaws.

### **ARTICLE V - POLICY**

Organizational policy will be voted upon by the membership at the time of the Annual Meeting or other such meeting as called by the Board of Directors. The Board of Directors may adopt interim organizational policies with a 2/3 vote in favor of the measure.

### **ARTICLE VI - CONFERENCES AND MEETINGS**

The Academy shall hold an Annual Meeting.

### **ARTICLE VII - OFFICERS**

The officers of the Academy shall be President, President-Elect, Immediate Past President, Secretary, Treasurer, and such other officers as the Bylaws may provide.

### **ARTICLE VIII - AMENDMENTS**

The Constitution shall be amended or repealed, or a new constitution adopted by a two-thirds majority of total votes cast.

## **BYLAWS**

### **ARTICLE I - NAME**

*Section 1:* The name and title by which this organization shall be known is the Connecticut Academy of Physician Associates, abbreviated as the Connecticut Academy of PAs or ConnAPA, herein referred to as the Academy.

### **ARTICLE II - PURPOSE AND MISSION**

*Section 1.* The Academy is organized and shall operate exclusively for educational and scientific purposes. To represent PAs and those in training effectively, the academy shall:

- Promote the delivery of quality health care
- Act on behalf of PAs regarding legislation pertaining to PA practice, licensure, and other matters deemed pertinent to the profession
- Promote and provide continuing medical education
- Promote and provide public education regarding the PA profession to other medical professionals and the general public
- Maintain liaison relationships with other health care organizations

*Section 2.* The Mission: The Academy supports, advocates for, and is the collective voice of the Connecticut PA Profession in the delivery of cost-effective, accessible, patient-centered, and high-quality healthcare.

*Section 3.* The Academy is a constituent chapter of the American Academy of PAs (AAPA). As such, the organization and its members are required to meet all provisions outlined in the AAPA's constitution, bylaws and/or policies. This organization will uphold the principles, purposes and philosophy for which AAPA was founded. If the organization is unable to uphold the principles and purposes, or passes conflicting bylaws and/or policies, it must work through AAPA to change the philosophy by altering the organization's constitution and bylaws.

### **ARTICLE III - CLASSES OF MEMBERSHIP**

*Section 1.* Membership in this Academy shall consist of individuals who are cognizant of their obligation to the public and who meet the requirements for membership as herein defined. The categories of membership are Fellow, Student, Pre-PA Student, Affiliate, Associate, Honorary, and Retired members.

*Section 2.* A Fellow member shall be a PA who, in accordance with Connecticut state law, is eligible for licensure in the state of Connecticut. Fellow members must maintain Fellow membership status in the American Academy of PAs.

*Section 3.* A Student member shall be a person who is enrolled in an ARC-PA or successor agency recognized program. Student board members shall vote on issues as per policy of the AAPA.

*Section 3A.* A Pre-PA Student member shall be a person who is actively seeking education in the PA profession so as to pursue acceptance to a PA program.

*Section 4.* An Affiliate member is a PA who meets the membership criteria in Article III, Section 2, in the Bylaws except the maintenance of AAPA Fellow membership. Affiliate members may serve as Directors and shall have no vote on issues pertaining to the AAPA. Affiliate members may not serve as delegates to the AAPA House of Delegates.

*Section 5.* An Associate member shall be any person, not qualified for other membership categories who has demonstrated a desire to assist the Academy in furthering the goals and objectives of the Academy and the PA profession. Associate members may not hold office or vote. Such membership shall be approved by a majority vote of the Board of Directors.

*Section 6.* An Honorary member shall be a lifetime member and person of distinction who has rendered outstanding service to the PA profession. All honorary memberships shall be subject to approval by the Board of Directors.

*Section 7.* A Retired member is a PA who meets the membership criteria in Article III, Section 2, in the Bylaws except that the individual has retired from active clinical practice and appeals for such status. Such membership shall be approved by a majority vote of the Board of Directors upon recommendation from the Membership Committee. Retired Members shall possess the same privileges for voting and holding office as granted to Affiliate Members.

*Section 8.* ConnAPA will be non-discriminatory in granting membership to the Academy.

#### **ARTICLE IV: BOARD OF DIRECTORS**

*Section 1:* The officers of the Academy shall be a President, President-Elect, Secretary, Treasurer, and Immediate Past President.

*Section 2:* There will be at least ten, and no more than thirteen members of the Board of Directors: five officers as listed in Article IV, Section 1, a minimum of five and maximum of eight Directors. An additional combined vote on the board will be comprised of all student board members, as listed in Article XI, Section 2.

#### *Section 3:* Duties of Officers and Directors

The property and business affairs of the company shall be managed by the board of directors and officers, which exercises all powers and does all things subject to these bylaws and/or organizational policy and procedures, or by any vote of the membership to the contrary, in order to protect said property and manage said business interests.

#### **ARTICLE V – POLICY**

Organizational policy will be voted upon by the Board of Directors, with adoption of said policy after a majority vote in favor of the measure.

#### **ARTICLE VI: MEETING OF THE ACADEMY**

*Section 1:* The Board of Directors shall meet at such time designated by the President, at least quarterly. All Board meetings are open to ConnAPA members. A quorum is achieved with the presence of four board members either in person or electronically.

*Section 2:* General membership meetings shall be held at least annually as designated by the Board of Directors. Fifteen Fellow members constitute a quorum.

*Section 3:* Special meetings of the membership may be called at any time by the President, other Board members or upon request of fifteen percent of the voting membership.

#### **ARTICLE VII – ELECTIONS AND OFFICERS**

*Section 1. Offices to be filled* - The Academy shall elect the officers of the Academy to include the President-Elect, Treasurer, and Secretary. The Academy shall also elect a minimum of five and a maximum of eight Directors, and Delegates to the AAPA House of Delegates, as apportioned by the AAPA. The President-Elect shall succeed to the office of President at the expiration of the President's term, or sooner if a vacancy occurs.

*Section 2. Term of Office* - The term of office for President, President-Elect. And Immediate Past President is one year. The terms of office for Secretary, Treasurer and Director will be two years. There is a two-term consecutive limit for the offices of Secretary, Treasurer and Director. No officer shall hold more than one officer position concurrently. Officers and Directors will assume office on July 1 and end on June

30. Four Directors at Large and the Secretary will be elected in even years, and four Directors at Large and the Treasurer in odd years.

*Section 3. Eligibility and Qualifications of Candidates - All Board members except Directors must be Fellow members of the AAPA. No member may hold more than one Academy office simultaneously. Directors may be Fellow, Affiliate, Honorary, or Retired members. To qualify as a candidate for election, one must hold Academy membership and AAPA membership (if required for the position) prior to declaring candidacy. To qualify for the office of President-Elect one must be a member of the Board for at least two years.*

*Section 4. Declaration of Candidacy - Declaration of candidacy and nominations for elected office must precede the appointed date of election by at least forty-five (45) days. Nominations may be made by voting members or the nomination committee.*

*Section 5. A Nominations and Elections Committee will be composed of the Immediate Past President and a minimum of two additional members. If the Immediate Past President is unable to serve as chairperson, the President will appoint an alternate. The Nominations and Elections Committee will define the election rules necessary to implement the bylaws provisions for the nomination and election.*

*Section 6. Time of Elections - The election date shall be May 15 each year.*

*Section 7: Voter Eligibility - If there is a contested election, the Nominations and Elections Committee shall distribute a ballot at least thirty (30) days prior to the appointed date of election to each Fellow, Affiliate and Honorary member listed on the Academy roster as of forty-five (45) days prior to the election date. Ballots must be received no later than ten (10) days prior to the date of election. The ballot may be electronic or paper.*

*Section 8: Vote Necessary to Elect Officers - Officers, Directors and AAPA delegates shall be elected by a plurality of votes cast. The President shall call for a special election in the case of a tie vote. If there is an uncontested slate of candidates, any Fellow member may move to direct the Secretary of the Academy to cast the ballot for the membership to elect the slate at a meeting of the membership prior to July 1.*

*Section 9: Vacancies in Office - In the event of a vacancy in the office of President, the President-Elect shall become President to serve the unexpired term in addition to a successive term as President. A special election will be held to elect a new President-Elect. In the event of a vacancy in the office of President-Elect, the duties shall be fulfilled by the Immediate Past President. Vacancies in other offices, with the exception of the office of Immediate Past President, shall be decided by a majority vote by the Board of Directors. Temporary appointments may be made by the President.*

#### **ARTICLE VIII: AMENDMENTS**

*Section 1: The Constitution and Bylaws shall be amended by a two-thirds majority of the total votes cast.*

#### **ARTICLE IX: COMMITTEES**

*Section 1: The following committees are the standing committees of the Academy: Conference Planning & Education, Communications & Outreach, Membership, Audit & Financial Review, Legislative, Student Engagement, Nominations & Elections and Constitution, Bylaws & Policy.*

*Section 2: Ad hoc committees shall be designated by the President, Board of Directors, or on a majority vote of the general membership.*

*Section 3: Any committee may be made temporarily inactive as decided by the President.*

**ARTICLE X: DUES AND ASSESSMENTS**

*Section 1:* The amount of the annual dues shall be determined by a majority vote of the Board of Directors. Dues are waived for honorary members.

**ARTICLE XI - STUDENTS**

*Section 1.* Membership in the Academy shall be granted to Students registered in an ARC-PA or successor agency approved PA training program.

*Section 2.* Each school will have student representation on the Board of Directors collectively equaling one vote.

**ARTICLE XII - PRE-PA STUDENTS**

*Section 1.* Membership in the Academy shall be granted to Pre-PA Students who are seeking education and are interested in pursuing acceptance to a PA program.

**ARTICLE XIII: JUDICIAL AFFAIRS**

*Section 1:* The Board of Directors shall serve as the judicial body of the organization.

*Section 2:* The Connecticut Academy of PAs has adopted the American Academy of PAs guidelines for ethical conduct of the PA profession and all members of ConnAPA are urged to follow and abide by this code of ethics

*Section 3:* The Standard Code of Parliamentary Procedure (A. Sturges), shall be the parliamentary authority and reference for all matters of procedure not specifically addressed by these by-laws.

**ARTICLE XIV: REMOVAL AND RESIGNATION**

Any officer or director may be removed, with or without cause, by a vote of the membership. As well in the event that a Board member consistently fails to fulfill their responsibilities, they can be released from their position by majority vote of the Board of Directors. Any officer may resign at any time by giving written notice to the Board of Directors or to the President.