

Constitution
And
Bylaws
of the
Public Health Service
Academy of Physician Assistants
(Adopted 2004, amended 2015, amended 2016)

A Constituent Chapter of the
American Academy of Physician Assistants

3 February 2004

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CONSTITUTION

Article I Name

The name and title of this organization shall be the Public Health Service Academy of Physician Assistants (PHSAPA), herein referred to as the Academy.

Article II Purposes of the Academy

The purposes of this academy are to render loyal and honest service to the medical profession and to the public, to develop and enforce continuing Medical Education (CME) programs for the Physician Assistant (PA) and Academy membership, to promote the PA concept within the Public Health Service through education of professional and lay people, to promote similar interests in the student academies, and to encourage membership and participation in both the PHSAPA and the American Academy of Physician Assistant (AAPA).

Article III Composition of the Academy

The academy shall consist of fellow members and such other members as the Bylaws may provide.

Article IV Board of Directors

The Board of Directors, whose duties are executive and judicial, shall have charge of all property and all financial affairs of the Academy, and shall perform such other duties as are prescribed by the laws governing the directors of not-for-profit corporations, or as may be prescribed in the Bylaws.

Article V Conventions and Meetings

The academy shall hold an annual meeting during which there shall be a business meeting of the Board of Directors and general elections of the officers shall be conducted. This meeting will be in conjunction with the AAPA national convention or associated with other CME as deemed feasible by the Board of Directors.

Article VI Officers

The officers of the Academy shall be President, Vice President, Secretary, Treasurer, and such other officers as the Bylaws may provide.

Article VII Amendments

The Constitution may be amended by a two-thirds majority of the voting members present or voting by proxy at the annual meeting or general membership responding to a ballot.

BYLAWS

PREAMBLE

This academy shall be representative of uniformed and civil service physician assistants employed by an agency within the United States Department of Health and Human Services, Department of Homeland Security, or the National Oceanic and Atmospheric Administration. The academy shall also represent PAs employed by federally recognized Native American/Alaskan Indian entities. Retired PAs from these agencies may also belong and have full voting privileges and be able to hold office. The primary objective of this organization is to enhance quality medical care through a process of continuing medical education both to the membership and to the public.

Article I Membership

Section 1

Membership in this organization shall consist of persons who are cognizant of their obligation to the public and who meet the requirements for membership prescribed by the Board of Directors as herein defined.

Section 2

Membership shall consist of (a) fellow members, (b), student members, (c), affiliate members, (d) honorary members, and (e) physician members and (f) such other members as may be recognized by the Board of Directors.

Section 3

A fellow member shall be employed by an agency within the United States Department of Health and Human Services, Department of Homeland Security, National Oceanic and Atmospheric Administration, or a federally recognized Native American/Alaskan Indian entity, and be a fellow member in good standing of the American Academy of Physician Assistants, or be eligible for fellow membership and can verify A.A.P.A membership within one (1) year.

A non-fellow member will be defined as a PHSAPA member who either has decided to not join the AAPA or cannot join the AAPA. All non-fellow members can be active in PHSAPA affairs but can not hold office and may not participate in issues relating to the AAPA, such as the following: voting for HOD delegates, submitting resolutions, or representing the PHSAPA at the AAPA House of Delegates or other AAPA sponsored events/conferences.

Section 4

A student member shall be enrolled in an Accreditation Review commission on Education for the PA, Inc. (ARC-PA) approved physician assistant training program. Student members shall be entitled to the privilege of the floor of the Academy but have no vote nor hold any office except that one student member shall be elected by his/her peers to the Board, enjoying all rights and privileges including formal vote except in matters relating to the A.A.P.A.

Section 5

An affiliate member shall be a person from the health professions who desires to associate with the academy and who is approved by the Board. Affiliate members shall be entitled to the privilege of the floor but shall not be entitled to vote nor to hold office.

Section 6

An honorary member shall be a person who has rendered distinguished service to the Physician Assistant concept and/or to the Academy. Such members shall be nominated by an active academy member, approved by the Board of Directors within one (1) year, and approved by the general membership. They shall be entitled to the privilege of the floor but shall not be entitled to vote nor to hold office. They shall be exempt from the payment of dues.

Section 7

A physician member of the public Health Service Academy of Physician Assistants shall be a doctor of medicine or osteopathy who wishes to associate with the Academy. They shall have the privilege of the floor but shall not be entitled to vote nor hold office. They shall not be exempt from paying dues.

Section 8

All applications for memberships shall be made in writing on application forms provided by this organization. The application will be reviewed and approved or rejected by the Membership Committee. Appeals will be acted upon by the Board of Directors whose decision will be final.

Section 9

Any member who is under sentence of suspension or expulsion shall not be entitled to any of the rights or benefits of this academy, nor be permitted to take part in any of the proceedings until he/she has been reinstated.

Section 10

Membership in this academy shall not be denied or abridged in accordance with Federal Equal Employment Opportunity standards.

Section 11

To protect the public against misconduct, any member may, in good faith, prefer charges against any other member who is believed to have violated the principles of medical ethics or the rules and regulations of the Academy, or who is believed to be otherwise guilty of conduct justifying censure, suspension, or expulsion from the American Academy of Physician Assistants, Inc. Such charges shall be brought in writing and signed by the accuser or the accusers and must state the acts or conducts complained of. Such charge must be filed with the Secretary of the PHSAPA and a copy sent to the president and each officer. A date shall be set for a meeting of the officers for the purpose of considering such charges. Said meeting shall be held not later than thirty (30) days after the date such charges were filed with the Secretary. The officers shall, after having given the accuser and the accused every opportunity to be heard, including oral arguments and the filing and consideration of any written brief, conclude the hearing and within thirty (30) days thereafter render a decision. The affirmative vote of a majority of the members of the Board shall constitute the censure, suspension, or expulsion of the accused from the Public Health Service Academy of Physician Assistants. The Board shall issue a resolution which shall contain its decision without other statement or opinion about the case and shall be signed by the president and vice president of the Public Health Service Academy of Physician Assistants.

Section 12

Any member who has been censured, suspended or expelled by the Board of Directors may appeal such action within six months after notice is given in writing by the Board of Directors. The Board of Directors shall designate a time and place for the hearing of the appeal and after giving the appellant and representatives reasonable opportunity to be heard, shall, by a majority vote either sustain or reverse such censure, suspension, or expulsion. The decision of the Board shall be final.

Article II Elections

Section 1

The election of the Board of Directors shall occur by ballot of the membership with the elected individuals announced as part of the annual meeting of the Academy. Written notice of the annual meeting shall be given to all members no less than sixty days prior to the annual meeting, listing the date, time, and place.

Section 2

At the annual AAPA meeting, the membership shall elect those board members whose terms expire as of the following annual meeting. All board members, excluding the Chief Delegate will be considered voting members.

1. President-Elect for a one year term; the next year being President for a one year term.
2. Vice President for a one year term.
3. Secretary for a one year term.
4. Treasurer for a one year term.
5. Director seat for a two year term in odd election years for civil service affairs.
6. Director seat for a two year term in odd election years for commissioned corps affairs.
7. Director seat for a two year term in even election years.
8. Student Director for a one year term.
9. Chief Delegate will serve as a non-voting board member for a one year term.
10. One additional primary HOD Delegate will be elected for one year term This position will not be seated on the Board of Directors or allowed to serve as a voting member. Additional Delegates (as many as may be required) will be elected for one year terms and will also not be seated on the Board of Directors or serve as voting members.

The President-Elect shall automatically succeed the preceding President as President of the Academy and the outgoing President shall remain as a voting member of the board for one year as the Immediate Past President.

Section 3

The Vice President or designee shall distribute a ballot to each member prior to the annual meeting. If a member is unable to vote in person, that member shall be allowed to vote by an absentee or proxy ballot. The elections committee shall establish all rules and regulations governing the elections.

Section 4

Declaration of candidacy for elected office on the Board of Directors, including the student seat, must precede the appointed date of election by sixty days. If there are no declarations of candidacy, then nominations may be allowed during the annual meeting. If there are no candidates for a particular office, the previous member may be appointed by the board of directors to fulfill the vacancy in the position" for another term of office.

Section 5

The Student Directors seat shall be elected annually from qualified student members, in accordance with Board policy, to be seated for one year starting at the annual board meeting or as soon as possible thereafter.

Article III Powers of Directors

Section 1

Without prejudice to the powers conferred by the Bylaws, it is expressly declared that the Board of Directors shall have the following powers:

- (a) To appoint and employ, and, at its discretion, to remove and suspend, permanently or temporarily, such managers, subordinate managers, assistants, clerks and any agents as it may, from time to time, choose, and to determine, and fix their duties, and from time to time to fix and change their salaries and emoluments, and to require such security in such instances and in such amounts as it may determine, and to confer by resolution upon any officer of the academy the right to choose, remove or suspend all managers, subordinate managers, assistants, clerks or agents and to fix and change their salaries.
- (b) To determine who shall authorize to sign, on the organization's behalf, bills, endorsements, checks, releases, contracts, and documents.
- (c) To impose such charges, dues, and /or assessments as it may deem advisable for purposes of furthering the Academy's objectives.
- (d) To fill all vacancies occurring in their number between annual elections.

Section 2

Dissolution provision. Upon dissolution of the PHSAPA, all lawful liabilities of the chapter will be promptly paid and any remaining assets of the organization will be given to the non-profit entity for scholarships: PA Foundation, Scholarship fund, 950 N. Washington Street, Alexandria Virginia 22314.

Article IV Meeting of Membership

Section 1

The Board of Directors shall designate the time and place of the annual meeting of the Public Health Service Academy of Physician Assistants and shall have the Secretary notify members of such meeting sixty days before said meeting each year. At this meeting, reports on the affairs of the organization since the preceding meeting will be given by the officers of the organization.

Section 2

Special meetings of the organization may be called by the President, or by the order of a majority of the Board of Directors.

Section 3

Ten percent (10%) of the voting membership shall constitute a quorum.

Section 4

Proxy voting at any membership meeting shall be permitted when evidenced by a written consent of the voter prior to, and for, that particular meeting.

Article V Meeting of the Board of Directors

Section 1

The Board of Directors shall hold meetings at such times and at such places as may be designated by the President, but in no event shall there be less than one such meeting in any calendar year, and an absolute majority of the membership of the Board shall constitute a quorum for purposes of transacting business.

Section 2

Special meetings may be called by the Secretary at the request of the President or upon written request to the President of either a majority of the board or of at least twenty-five percent of the membership. The object of special meetings shall be stated in the call and no other business shall be transacted. Notice of special meetings shall be transmitted by mail or e-mail no less than fourteen days and no more than twenty-eight days prior to such meetings.

Article VI Duties of the Officers

Section 1

The president shall preside at all business meetings of the organization and of the Board of Directors. He/She shall make a full report of the year's activities at the annual meeting of the academy. He/She shall appoint all standing committees and designate their chairperson, subject to the approval of the Board. The President, or the presiding director, shall not vote at any meeting of the Board except in the event of a tie vote. The President will also serve as an HOD delegate at the AAPA Annual House of Delegates meeting for the elected leadership year.

Section 2

The President-Elect, in the absence of both the President and Vice President, shall assume the duties of the President. The President-Elect will organize and conduct, with the assistance of the Secretary and Vice President, all annual elections and be chairperson of the Elections

Committee. The President-Elect will also serve as an HOD delegate at the AAPA Annual House of Delegates meeting for the elected leadership year.

Section 3

The Vice President shall assume the duties of the President in his absence or vacancy. The Vice President shall assume also the chairperson position of the Publications Committee and produce a regular newsletter unless the position is otherwise designated by the President. The Vice-President will also serve as an HOD delegate at the AAPA Annual House of Delegates meeting for the elected leadership year.

Section 4

The immediate Past President shall attend Board meetings as all other members and shall perform such duties as may be delegated by the President. The Immediate Past President will also serve as an HOD delegate at the AAPA Annual House of Delegates meeting for the elected leadership year.

Section 5

The Secretary shall keep minutes of all meetings of the academy, be responsible for all organization communications, except those delegated to the Publications committee, assist the Vice President on elections, notify all members of all meetings, and attempt to send applications for membership to all eligible physician assistants and students. The Secretary will also serve as an HOD delegate at the AAPA Annual House of Delegates meeting for the elected leadership year.

Section 6

The treasurer shall maintain accurate records of the financial status of the organization collect yearly dues from all members, deposit into the organization's account all money received by the organization, and with the President's approval, pay all bills approved by the organization and record all receipts of those payments. Treasurer will complete and submit annual taxes by Internal Revenue submission due date. The Treasurer's records shall be audited every year and/or upon leaving office. The method of audit is to be determined by the Board of Directors. The Treasurer will also serve as an HOD delegate at the AAPA Annual House of Delegates meeting for the elected leadership year.

Section 7

Director Seats will serve as advisory members with full voting privileges. They will also serve as a HOD delegates at the AAPA Annual House of Delegates meeting for the elected leadership year.

Section 8

The Student Director shall act as liaison between the Board and all student members of the Academy. The Student Director shall assist in conducting the affairs of the Academy as designated by the President and enjoy full voting privileges.

Section 9

The Chief Delegate will serve on the board as a non-voting member, thus ensuring abatement of conflict of interest while performing delegate duties within the AAPA.

Article VII Committees

Section 1

Standing Committees may be designated by the Board of Directors or established by the President, by and with the consent of the Board of Directors.

Section 2

Each standing committee shall be responsible for the performance of the duties and functions delegated to it by the Board of directors or by the President.

Section 3

Standing committees shall hold regular meetings and shall make periodic written reports to the Board of Directors through the President.

Section 4

The Board of Directors shall have the power to establish ad hoc committee members necessary for the performance of its duties. Each ad hoc committee established by the Board of Directors shall be responsible for the performance of the duties and functions delegated to it by the Board.

Section 5

The following are hereby suggested as standing committees, although not exclusive or inclusive:

- (a) Continuing Medical Education
- (b) Employment
- (c) Finance
- (d) Legislative – Political Action Committee
- (e) Membership

- (f) Public Education
- (g) Publications

Article VIII Ethics and Judicial Affairs

Section 1

The board of Directors shall serve as the judicial body of the Academy.

Section 2

Judicial matters related to membership status, professional practice or other disciplinary Actions shall follow the AAPA Bylaws, Article X, Section 5.

Article IX Rules of Order

Section 1

In the absence of any provisions to the contrary in the Constitution and Bylaws, all meetings of the Academy shall be governed by the parliamentary rules and usages contained in the current edition of Sturgis: Standing code of Parliamentary Procedure.

Article X Dues and Assessments

Section 1

Levy of Assessments. Assessments may not be levied except upon recommendation of the Board of Directors and by a majority vote of the general membership. Notice of such recommendation shall be sent to each member by mail or e-mail with the call for meetings no less than fourteen days and no more than twenty-eight days prior to such meetings.

Section 2

Academy applications shall be accompanied by evidence of proper credentials for new membership.

Section 3

Membership dues shall be determined and reviewed annually by the Board of Directors for the

the following year with any changes voted on by the general membership at the annual meeting of the Academy or by online vote. A majority vote is required to make such a change.

Membership dues shall be payable on a rolling basis as determined by the type of membership (annual, biennial and lifetime) and registration periods delineated by the Board of Directors. Membership choices will include initial, annual, biennial, and lifetime. Lifetime membership will be offered during a select annual period determined by the Board of Directors and approved through majority vote of voting members.

Section 4

Any member whose dues or assessments are unpaid at the time of any meeting shall be ineligible to vote or hold office. The Board of Directors may establish procedures and policies with regard to nonpayment of dues and/or assessments as they become due.

Article XI Amendments

Section 1

These bylaws may be amended at any regular or special meeting of the membership by a majority vote of all voting members present or by proxy.

