

BYLAWS OF THE SOCIETY FOR PHYSICIAN ASSISTANTS IN PEDIATRICS

ARTICLE I: NAME

The name of this organization shall be the Society for Physician Assistants in Pediatrics, herein referred to as SPAP.

ARTICLE II: MISSION, PURPOSE

Section 1: SPAP mission statement:

The mission of the SPAP is to improve the health care of children by supporting Physician/PA teams who provide cost effective, quality care to pediatric patients and by promoting a network for communication and education between providers dedicated to the well being of children.

Section 2: Purpose

The purpose of the SPAP is to engage in any lawful act or activity and, more specifically, to establish and maintain a professional organization for physician assistants (PAs) who are employed in, or have an interest in, pediatrics and to further the professional development of its members, while encouraging professionalism among its members.

Section 3: To provide the general membership of the organization with a forum for informal assembly regarding the issues that relate to physician assistants in pediatrics.

Section 4: The SPAP may gather and disseminate information affecting the practice of its members; provide or promote focused, quality continuing education programs; collect demographic data to share within the profession or with other agencies or organizations; act as a repository or clearinghouse for information affecting its members; advise its members regarding potential or actual changes in regulatory or statutory matters which have the potential to affect their practice; advise its members regarding all matters concerning credentials, certification, and recertification; assist in developing guidelines for physician assistant utilization in clinical settings; and promote liaisons with the American Academy of Pediatrics (AAP) and the American Academy of Physician Assistants (AAPA).

ARTICLE III: MEMBERSHIP

The SPAP shall be representative of physician assistants, students, and other interested individuals within the specialty organization, who meet the specified Bylaws and requirement specified by the Board of Directors.

Section 1: Membership categories are (a) AAP/SPAP joint member, (b) Fellow, (c) Associate, (d) Student, (e) Honorary and (f) Corporate members. All AAPA fellow members are eligible for membership in SPAP.

Section 2: An AAP/SPAP Joint member shall be a Fellow category member (see Section 4) who desires combined affiliation to the American Academy of Pediatrics as an AAP National Affiliate Member. AAP/SPAP joint members shall be entitled to privilege of the floor, to hold office, and shall have full voting rights within SPAP.

Section 3: A Fellow member shall be a an ARC-PA accredited PA program graduate or an NCCPA-certified PA, who shall be employed within, or participant of, the SPAP. Fellow members shall be entitled to privilege of the floor, to hold office and shall have full voting rights.

Section 4: An Associate member shall be a non-PA who desires to associate with the SPAP. Associate members shall be entitled to privilege of the floor, but shall not be entitled to vote nor hold office.

Section 5: A Student member shall be a person enrolled in a ARC-PA-accredited or provisional program. Student members shall be entitled to privilege of the floor, but shall not be entitled to vote for members of the Board, nor hold office except for their elected Student Representative. The Student Representative shall be elected and enjoy all rights and privileges including formal vote except in matters relating to AAPA.

Section 6: An Honorary member shall be a person who has rendered distinguished service to the physician assistant profession and/or the SPAP. Such members shall be nominated by an active SPAP member, approved by the Board of

Directors within one year, and approved by the general membership. Non-PA Honorary members shall be entitled to privileges of the floor, but shall not be entitled to vote or hold office. All Honorary members shall be exempt from the payment of dues.

Section 7: A Corporate Member shall include a person representing any organization with interest in and support for SPAP. Privileges pertain to exhibition and representation rights at the annual conference and on all SPAP communication with members. Corporate members may have ability to apply for scholarship sponsorship. Corporate members shall not be entitled to vote nor hold office.

Section 8: All applications for membership shall be made in writing or electronically on application forms provided by the SPAP. Applications shall be reviewed and approved or rejected by the Board of Directors or its designee. No applicant shall be denied on the basis of gender, age, race, handicap, creed, color, national origin, religion, or sexual orientation or identity. No fellow member of AAPA shall be denied an application of membership unless such membership has been revoked for reason of an ethical or judicial nature. Contested rejections shall go before the Board for a vote, which shall be considered final.

Section 9: Annual dues shall be established and approved by the Board of directors for each class of membership. The Board of Directors may offer complimentary membership for financial or personal hardship on a case-by-case and yearly basis.

Section 10: A member of the SPAP is not, as such, personally liable for the debts, liabilities, or obligations of the society.

Section 11: The membership of a member shall terminate upon the occurrence of any of the following events:

- (1) Upon his/her notice of such termination delivered to the President or Secretary of the SPAP

personally or by mail, such membership is to terminate upon the date of delivery.

- (2) Upon failure to renew his/her membership by paying dues on or before the due date.
- (3) By action of the Board of Directors pursuant to Article ~~X~~ IV.

Section 12: All rights of a member in the SPAP shall cease on termination of membership as herein provided.

Section 13: AAPA members who belong to more than one constituent organization may vote on AAPA issues in only one constituent organization.

ARTICLE IV: DISCIPLINE

Section 1: The SPAP holds its members to the AAPA's Code of Ethics.

Section 2: Any member who, for any reason, believes that another member should not remain a member of the SPAP may refer such concerns to the Board, specifying the basis for concern and must be signed by the referring member.

Section 3: All such referrals must be filed with the Secretary of the SPAP and a copy sent to the member in question. A date shall be set for a meeting of the Board of Directors for the purpose of considering such referrals; within one hundred eighty (180) days after the date such referrals are filed with the Secretary.

Section 4: The Board of Directors shall, after having given to the referring member and the member in question every opportunity to be heard, including oral arguments and the filing of any written brief, conclude the hearing. No technical rules of evidence shall apply at such hearing and all parties to the referral shall be given a full opportunity to present evidence. Within thirty (30) days thereafter the Board shall render a decision by an affirmative vote of a majority of the Board of Directors present during said hearing and otherwise constituting a quorum. The decision of the Board shall exonerate, censure, suspend, or expel the accused from the

society. The Board's decision shall be in writing and shall state its decision without statement or opinion about the case.

Section 5: The Board may rehear any such matter if, within one hundred eighty (180) days after such decision, any member who has been censured, suspended, or expelled provides written notice of his or her desire for appeal. The Board of Directors shall designate a time and place for the hearing of such appeal and shall give the appealing member and any representative of such member reasonable opportunity to be heard. The majority vote of a quorum of the Board shall sustain, modify or reverse such censure, suspension or expulsion. Such decision of the Board shall be final.

Section 6: Any member who is under sentence of suspension or expulsion shall not be entitled to any of the rights or benefits of the organization or be permitted to take part in any of the proceedings until he or she has been reinstated.

ARTICLE V: MEETINGS OF MEMBERS

Section 1: The SPAP shall hold its annual meeting during its annual CME conference or another date and at such place as the Board of Directors may designate and shall be held for the purpose of transacting such business as may properly come before said meeting.

Section 2: The Board of Directors shall meet at least once a year. Notice of the date, time and place of all meetings of the Board of Directors shall be given to members in a timely fashion. A majority of members of the Board of Directors shall constitute a quorum for conducting business. Members of the Board of Directors may participate in such meetings telephonically or via electronic communication.

Section 3: Special meetings of the SPAP may be called for any purpose, by a majority of the Board of Directors. The President shall determine the time and

place of such meetings, and written notice shall be sent to each members of the SPAP not less than fourteen (14) days prior to the meeting.

Section 4: Each Board member and the Student Representative are entitled to one vote on meeting motions.

Section 5: Fifty-one (51) percent of the voting membership in attendance shall constitute a quorum.

Section 6: Whenever in the judgment of the Board of Directors any questions shall arise that the Board of Directors believes should be put to a vote of the active members entitled to vote, and when the Board of Directors deem it inexpedient to call a special meeting for such purpose, the Board of Directors may, unless required by the bylaws or Articles of Incorporation otherwise, submit such a vote to the membership in writing by mail or via electronic communication, and the question thus presented shall be determined according to a majority of the votes received within three weeks after such submission to the membership. Any and all actions taken pursuant to a majority mail or electronic vote in each case shall be binding upon the SPAP in the same manner as would action taken at a duly called meeting.

ARTICLE VI: BOARD OF DIRECTORS

Section 1: The Board of Directors shall consist of President, President Elect, Immediate Past President, Secretary, Treasurer, Student Representative, and Member-at-Large. The number of Members-at-Large may be determined by the Board. In addition, the AAPA liaison to the American Academy of Pediatrics (AAP) shall serve as a non-voting members of the Board of Directors.

Section 2: All officers of SPAP must be Fellow members of the AAPA in good standing at the time of election and remain fellow members in good standing with the AAPA for the duration of their term in office.

Section 3: These officers shall perform the duties prescribed by these Bylaws and by parliamentary authority adopted by SPAP, and shall control and manage the affairs of the organization.

Section 4: The President, President Elect, Immediate Past President, Student Representative shall serve for a period of one year or until his/her successor is elected. The Secretary, Treasurer and Members-at-Large shall serve for a period of two years. The AAPA-AAP liaison shall serve for the duration of his or her term as designated by the AAPA. Elections shall be held annually in May. All terms of office shall begin in July following the elections. No member shall hold more than one office at a time with the exception of combining the positions of Secretary and Treasurer if deemed necessary by majority vote of the Board of Directors.

Section 5: The Board of Directors, at any meeting thereof, may appoint such additional officers with such title, authority, and duties as it may deem advisable. If a position was not filled by the election, the Board is the authority to find a candidate and appoint them to the position. The Board will set the amount of any compensation for additional officers or office personnel and will have the right to remove or replace any appointees at the Board's discretion.

Section 6 : Any officer may be removed from office, for cause, at any time by the affirmative vote of a majority of the Board provided that the affected officer shall have been given written notice of the charges and offered an opportunity to appear and be heard on the matter before the Board of Directors take final action.

Section 7: The officer may appeal such action, in writing, within six months after notice of removal is given and the board has taken action to remove the officer. The Board of Directors shall designate a time and place for the hearing of the appeal. After giving the officer and representative's reasonable opportunity to be heard, the Board of Directors shall, by a majority vote either sustain or reverse

the removal of the officer. The decision of the Board of Directors shall be final.

Section 8: There shall be such committees as may be specified by the Board of Directors with such authority and responsibility as delegated by the Board of Directors or specified in the bylaws.

ARTICLE VII: ELECTION OF THE BOARD OF DIRECTORS

Section 1: The Board shall establish rules and regulations governing the elections.

Section 2: The offices to be filled are the Board of Directors.

Section 3: A member seeking office with the Board of Directors must submit, in writing, evidence of their long-term commitment to the care and well-being of children, by way of employment, community service, or other means regarded as acceptable by the majority of the Board residing in office. This requirement may be waived if approved by the Board in unopposed contests.

Section 4: The President Elect shall automatically succeed the preceding President as President of the SPAP and the outgoing President shall remain as a voting member of the Board for one year as the Immediate Past President.

Section 5: Eligible voters include Fellow members, AAP/SPAP joint members, and the Student Representative.

Section 6: The election of officers shall be conducted annually. The SPAP membership will be sent an electronic ballot. The elected officials will be determined after the electronic ballots are counted.

Section 7: The elected officers will take office on July 1. Their term of office runs from July 1 to June 30 for the tenure detailed in Article VI, Section 4.

Section 8: All current Board members shall also be Delegates to the AAPA House of Delegates. The President-Elect

shall serve as Chief Delegate. In the event the President Elect is unable to represent SPAP in any House of Delegates another Board member may assume the position and/or duties of the Chief Delegate at the discretion of the President.

ARTICLE VIII: DUTIES OF OFFICERS

Section 1: The President shall preside at all business meetings of the SPAP and of the Board of Directors. He or she shall make a full report of the year's activities at the annual meeting of the SPAP. He or she shall coordinate agendas for future meetings, preside at meetings and maintain order, and set up forums for discussion. He or she shall appoint all standing committees and designate their chairs, subject to the approval of the Board of Directors.

Section 2: The President Elect shall preside at the meetings of the SPAP in the absence of the President; shall succeed to the office of President at the expiration of the President's term or earlier should that office become vacant for any reason; and shall perform such other duties as assigned by the President or the Board of Directors. The President Elect shall also serve as the Chief Delegate SPAP representative at the AAPA House of Delegates.

Section 3: The Immediate Past President shall maintain an active liaison to the SPAP; shall attend Board meetings; and shall perform such duties as may be delegated by the President or Board of Directors.

Section 4: The Secretary shall keep minutes of all meetings of the organization, be responsible for all organization communications, assist the other Board members with duties, notify all members of all meetings, and maintain a database of all members and their applications (these duties may also be performed by a management company determined by the Board of Directors). He or she shall perform such other duties

as shall be assigned by the President or the Board of Directors.

Section 5: The Treasurer shall oversee the records of the financial status of the SPAP. The collection of yearly dues from all members, depositing in the organization's account all money received by the SPAP, paying all bills approved by the organization, and recording all receipts of those payments may be handled by a third party management service. The treasurer shall update the board on the financial situation of the SPAP when asked, approve any payments made over \$500, and approve monthly invoice payments for management services. He or she shall perform such other duties as shall be assigned by the President or the Board of Directors.

Section 6: The Student Representative shall act as a liaison between the Board of Directors and all student members of the SPAP. The Student Representative shall assist in conducting affairs of the organization as designated by the President and Board of Directors. He or she shall encourage student participation and involvement on all the SPAP committees, teams, and/or projects.

Section 7: The Member-at-Large shall participate in board meetings, serve as an advisor on topics related to the SPAP and shall perform such other duties as shall be assigned by the President of Board of Directors.

Section 8: The AAPA liaison to the American Academy of Pediatrics (AAP) shall serve as an ex officio member of the Board of Directors for the duration of his or her term as AAPA-AAP liaison. The liaison will have privileges of the floor during Board of Directors meetings, but will not have a vote on issues raised during Board of Directors meetings. The liaison retains his or her vote as a Fellow member during SPAP General Membership meetings. The liaison shall make a full report to the SPAP membership annually on AAPA-AAP interactions.

ARTICLE XI: FINANCE

Section 1: The fiscal year shall be determined by a resolution of the Board of Directors.

Section 2: The amount of annual dues, late fees, and assessments, as well as the manner of payment shall be determined from time to time by the Board of Directors.

Section 3: Annual Membership dues shall be due one year from previous payment date.

Section 4: Any member whose dues, late fees, 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 non-payment of dues, late fees, and assessment as they become due.

ARTICLE XII: PARLIAMENTARY AUTHORITY

Section 1: The rules contained in the current edition of *Sturgis Rules of Order* shall govern the SPAP in all cases to which they are applicable and which they are not inconsistent these bylaws and any special rule of order the SPAP may adopt.

Section 2: This constituent organization is part of the parent organization AAPA. As such, the organization and its members are required to meet all provisions outlined in the AAPA's constitution, bylaws, and charter policy. This organization will not write or pass any bylaws and/or policies in conflict with AAPA 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 XIII: ETHICS AND JUDICIAL AFFAIRS

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

Section 2: The SPAP will adhere to the AAPA policy 1301-01-01, the *Code of Ethics of the PA Profession*.

ARTICLE XIV: AMENDMENT OF BYLAWS

Section 1: Minor edits to these bylaws may be made by the majority vote of the SPAP Board of Directors.

Section 2: Major amendments to these bylaws may be made at any regular or special meeting of the membership by a majority vote of all voting members present, via electronic vote, or by proxy provided that the amendment has been submitted to the Policies and Procedures committee and/or has been distributed in writing to the members at least thirty (30) days prior to the respective vote on the proposed amendment.

Section 3: These bylaws shall be reviewed and edited by a committee approved by the SPAP Board of Directors at least every 5 years.

ARTICLE XV: DISSOLUTION OF THE ORGANIZATION

Section 1: In the event of the dissolution, the remaining monies will be disbursed through donation to the PA Foundation.

REVISED 7/02, 4/08, 5/12, 6/12, 2/17

APPROVED BY MEMBERSHIP
7/02, 5/08, 5/12