

## **BYLAWS**

### **AMERICAN ACADEMY OF PODIATRIC SPORTS MEDICINE**

#### **Article 1.0 NAME**

The name of this organization shall be the “American Academy of Podiatric Sports Medicine” hereafter known as the Academy.

#### **Article 2.0 INCORPORATION**

The Academy is a not-for-profit corporation, 501(c), organized and existing under the laws of the state of Maryland. The office is located in the state of Maryland. Other offices as determined by the board of directors may be established.

#### **Article 3.0 PURPOSE AND OBJECTIVES**

##### **MISSION STATEMENT:**

The AAPSM serves to advance the understanding, prevention and management of lower extremity sports and fitness injuries. We believe that providing such knowledge to the profession and the public will optimize the enjoyment and safe participation in sports and fitness activities. We will accomplish this mission through professional education, scientific research, public awareness and membership support.

The major objectives of the Academy are:

1. To increase the awareness of podiatric sports medicine to the medical profession, athletic population and general public.
2. To promote and disseminate educational information regarding podiatric sports medicine to the medical profession, athletic population and general public.
3. To support programs for research and education and to encourage publication of such research.
4. To coordinate student chapters and to expose the podiatric medical student to all levels of podiatric sports medicine.

**Article 4.0 MEMBERS**

**4.1 CLASSIFICATION:**

The members of this organization shall be classified as follows:

- 4.1.1 Fellows
- 4.1.2 Associate Members
- 4.1.3 Senior Members
- 4.1.4 Student Members
- 4.1.5 Postgraduate Resident Members
- 4.1.6 Honorary Members
- 4.1.7 Affiliate Members

**4.2 QUALIFICATIONS:**

**4.2.1 FELLOWS**

Fellow status is granted to a licensed podiatrist and Academy associate member in good standing fulfilling criteria as determined by the Credentials Committee and listed in the Application for Fellowship.

**4.2.2 ASSOCIATE MEMBERS:**

Shall be a member in good standing of the American Podiatric Medical Association and shall have earned a degree from an accredited college of podiatric medicine.

**4.2.3 SENIOR MEMBERS:**

4.2.3.1 A Fellow or Associate Member who has reached retirement age as established by the Social Security Administration and is receiving such benefits, or who has been forced into practice curtailment because of illness, and

4.2.3.2A Fellow or Associate Member who is actively engaged in practice no more than twenty (20) hours per week.

**4.2.4 STUDENT MEMBERS:**

A Student attending one of the accredited Colleges of Podiatric Medicine and a member of one of the Academy's student chapters.

#### **4.2.5 POSTGRADUATE RESIDENT MEMBERS:**

A podiatrist who is serving as a resident or is in a fellowship in a program that has been approved by the Council on Podiatric Medical Education, the Joint Residency Review Committee, or the Academy or who is a full time postgraduate student may be classified as a Postgraduate member. Said member must be a member in good standing with the APMA, if a podiatrist. A DPM who has not entered practice, may remain in such membership category for a maximum period of one year or until said member enters practice, whichever occurs earlier.

#### **4.2.6 HONORARY MEMBERS:**

The Board of Directors may grant Honorary Membership to such qualified individuals who may be deemed worthy thereof, by virtue of outstanding contributions to the art and science of podiatric sports medicine or who have performed distinguished service to the podiatric sports medicine community, in accordance with such rules and regulations as the Board of Directors may, from time to time, adopt or prescribe. Honorary members do not pay dues

#### **4.2.7 AFFILIATE MEMBERS:**

Shall have a degree from an accredited college or university in the United States in a health related field, and a member in good standing of their respective national organization and licensed by their respective state.

### **4.3 WAIVER OF QUALIFICATIONS:**

The qualifications for membership, except for podiatrists who must be members in good standing of the American Podiatric Medical Association, may be waived by the Board of Directors in individual cases. The propriety of such waiver shall rest in the discretion of the Board of Directors.

### **4.4 PRIVILEGES:**

**4.4.1** Fellows, Associates and Senior Members shall be entitled to all privileges of the Academy. Honorary, Affiliate, Student and Postgraduate Members shall be entitled to all privileges of the Academy except the right to vote or hold office in the Academy and shall have no right or title to any property of the Academy.

**4.5 APPLICATION FOR MEMBERSHIP:**

- 4.5.1 Application for membership shall be made on forms provided by the Academy.
- 4.5.2 Candidates who are podiatrists, except Affiliate and Student applicants, must be members in good standing of the American Podiatric Medical Association.
- 4.5.3 The completed application is to be returned to the Executive Director with the initial application fee.
- 4.5.4 The Executive Director shall process all applications for membership in the Academy on the basis of the criteria stated in these Bylaws.
- 4.5.5 The Executive Director shall inform the candidate of the acceptance or rejection of the application.

**4.6 FELLOW CERTIFICATE AND PLAQUE:**

- 4.6.1 Candidates successfully completing the Fellowship examination are granted a Fellow certificate, which is presented to the new Fellow upon meeting all requirements.
- 4.6.2 A Fellowship plaque is awarded to new Fellows.
- 4.6.3 The certificate and plaque shall remain the property of the Academy and shall be subject to recall if the recipient is no longer a member in good standing.
- 4.6.4 A Fellow must attend one (1) or more Academy sponsored meetings and/or special events (e.g. Special Olympic events, etc.) once in five (5) years to retain Fellowship status. Special events must be pre-approved by the board.

**4.7 IN GOOD STANDING:**

Any member whose dues and special assessments for the current fiscal year are current shall be considered a member in good standing.

**4.8 DUES**

Dues and dues structure shall be set by the Academy Board of Directors.

**Article 5.0 ELECTED OFFICERS**

**5.1 NUMBER AND TITLES:**

There shall be six (6) or seven (7) elected officers of the Academy. These officers shall be a President, President-Elect, Vice-President, Treasurer, Immediate Past President and one (1) or two (2) Directors.

**5.2 ELIGIBILITY:**

Only Fellow Members in good standing shall be eligible to serve as elected officers of the Academy.

**5.3 NOMINATIONS AND ELECTIONS:**

Nominations and elections shall be made in conformity with Chapter VI of these Bylaws.

**5.4 TENURE:**

Elected officers shall be elected as necessary to serve a term of one (1) year and until their successors have been elected and assumed office, but in no case shall an elected officer serve in the same capacity for more than two (2) years consecutively. The President-Elect shall assume the office of the President immediately upon the expiration of the term of the President. All elected officers shall assume their respective offices and duties as of the close of the annual meeting.

**5.5 VACANCIES:**

5.5.1 In the event that the office of President becomes vacant for reason of death, incapacity, or resignation, the President-Elect shall serve as acting President for the unexpired term. Said individual shall retain all duties and responsibilities of the office of President Elect until the completion of the unexpired term. In the event the office of President-Elect becomes vacant, the office of President for the ensuing year shall be filled at the next Annual Meeting of the Academy in the same manner as provided for the nomination and election of officers, except that the ballot shall read "President for the ensuing year" and further, that such nomination and election shall take place prior to that for President-Elect.

5.5.2 In the event of any other vacancy in an officer position, the vacancy shall be filled by a majority vote of the Board of Directors with an individual currently serving on the Board until a successor is elected at the next Annual Meeting.

5.5.3 In the event of vacancy in the position of the Board Directors, the President shall appoint, with the approval of the Board of Directors, a qualified member to serve until a successor is elected by the next Board of Directors to serve for the remainder of the term.

## **5.6 DUTIES:**

5.6.1 President: the President shall preside at all meetings of the general membership, the Board of Directors and at all convocations for conferring Fellowship plaques to Fellows. Within sixty (60) days after assuming office, he/she shall appoint members of all standing committees and shall, from time to time, appoint such other committees as may be necessary to carry on the activities of the Academy. He/she shall name the chairman of each committee unless otherwise provided for in these Bylaws. He/she shall direct the activities of each committee and be an ex-officio member of each committee except the Nominating Committee.

5.6.2 President-Elect: The President-Elect shall serve as a member of the Board of Directors. During the absence of the President, he/she shall assume the duties of the President pro tempore. He/she shall perform such other duties as are assigned to that office by the President or the Board of Directors.

5.6.3 Vice-President: The Vice-President shall serve as a member of the Board of Directors. He/she shall be responsible for the coordination of activities residing within the usual domain of his/her professional category. In the absence of the President and the President-Elect, he/she shall assume the duties of the President pro tempore.

5.6.4 Treasurer: The Treasurer shall serve as a member of the Board of Directors. In the event the Academy does not have an Executive Director, the Treasurer shall perform the duties generally pertaining to that office together with those prescribed by law and:

Member of the Finance Committee shall be responsible to the Board of Directors. No monies shall be drawn from the treasury except for such purposes as shall have been approved by the Academy at an annual meeting, or shall have been authorized by the Board of Directors to provide for the proper conduct of the business and the furtherance of the objects and purposes of the Academy.

All disbursements over the amount of one thousand dollars (\$1,000.00) shall have a minimum of two (2) signatures from those officers authorized to sign such disbursements, unless authorized by the Board of Directors.

Shall present a report of the transactions of the Board of Directors to the Academy at the Annual Meeting.

Shall organize and administer the affairs of the Academy in accordance with the Bylaws and policies established by the Board of Director.

Shall be bonded in an amount determined by the Board of Directors with the Academy paying from its treasury the costs involved.

Shall make financial information available to the membership.

- 5.6.5 Director: The Academy Director shall serve as a member of the Board of Directors and shall assist the Academy when necessary as directed by the Board.
- 5.6.6 Immediate Past President: The Immediate Past President shall serve as a member of the Board of Directors. He/she shall assist the President. He/she shall be the chairman of the Nominating Committee and Annual Meeting Committee.
- 5.6.7 Executive Director: Shall be the executive head of the Academy office and shall engage all employees except as otherwise provided by these Bylaws. The Executive Director shall cooperate with, advise and coordinate all the activities of the committees, except the Nominating Committee and shall be ex-officio member of all standing committees and the Board of Directors without voting privileges. Further duties shall be prescribed by contract under the direction of the Board of Directors. The Executive Director shall be bonded in an amount to be determined by the Board of Directors and the cost shall be paid by the Academy. Tenure and salary of the Executive Director shall be determined by the Board of Directors.

**Article 6 NOMINATIONS AND ELECTIONS**

6.1 Nominations:

The Chairman of the Nominating Committee (Immediate Past President) shall present a report of the Nominating Committee at the Annual Meeting. Additional nominations may be made from the floor.

6.2 Elections:

Elections shall be by closed ballot except where there is but one person nominated for a particular office; that person may be elected by acclamation. The Executive Director shall provide all materials for voting at the time indicated the agenda of the Annual Meeting.

**Article 7 MEETINGS**

7.1 An annual business meeting of the Academy shall be held for the election of officers and for the transaction of such other business as the Board of Directors may designate. Reports as required by these Bylaws shall be made at the Annual Meeting.

The Academy shall conduct scientific sessions at each Annual Meeting, which shall be devoted to various aspects of sports medicine.

The Program Committee appointed by the President shall make arrangements for the annual scientific program.

A Meeting Coordinator shall be appointed by the President and work with the Executive Director. The Coordinator shall have responsibility for recommending site selection and dates; for contacting potential exhibitors; for arranging exhibit space; and for arranging with the hotel and/or meeting facility for scientific and business sessions and social and meal functions.

The Academy may sponsor, or co-sponsor with other organizations, regional meetings or national meetings. Sponsorship shall be granted on approval of the Board of Directors.

**Article 8 BOARD OF DIRECTORS**

8.1 Composition:

The Board of Directors shall be composed of the President, President Elect, Vice-President, Treasurer, Immediate Past President and one (1) or two (2) Directors elected in conformity with Chapter V of these Bylaws.



The Executive Director of the Academy shall be a non-voting, ex-officio member of the Board of Directors.

- 8.2** Qualifications: All officers and directors must be a Fellow in good standing. Loss of privileges while in office forfeits membership on the Board of Directors and the President, with approval of the Board of Directors, shall fill such vacancy as herein provided.
- 8.3** Powers and Duties:
- 8.3.1 The Board of Directors shall conduct the business of the Academy and be the administrative body of the Academy. The Board shall conduct its business, manage its affairs and properties, and control the disbursement of its funds subject to the Bylaws of this organization and the mandates of the membership determined at the Annual Meeting, and as such:
  - 8.3.2 The Board shall develop and oversee implementation of the strategic plan and determine priorities of the strategic plan and operational management of the Academy.
  - 8.3.3 The Board shall have the power to establish committees, rules and regulations, govern its organization and conduct provided such rules and regulations are not inconsistent with the bylaws.
  - 8.3.4 Shall maintain and supervise all properties owned by the Academy.
  - 8.3.5 Shall provide for the publication of all official publications, documents and journals of the Academy.
  - 8.3.6 Shall determine the time and place of the Annual Meeting and meetings of the Board of Directors as provided for in these Bylaws.
  - 8.3.7 Shall recommend the annual membership dues.
  - 8.3.8 Shall provide for the bonding of officers and staff as required, the preparation of an annual budget, and the professional reconciliation of the accounts.
  - 8.3.9 Shall establish rules and regulations for its conduct. Each Academy Board of Director, Member, or representatives thereof, shall disclose the existence of any financial and/or other relationship(s), such as, employee, consultant, speakers bureau, grant recipient, research support, which he/she might have with the manufacturer(s) of any commercial products(s) to be discussed

during his/her presentation and/or any commercial contributors of the activity.

8.3.10 Shall perform any other duties as prescribed in these Bylaws and such other duties as are designed to it at the Annual Meeting.

#### **8.4 Meetings:**

8.4.1 The Board of Directors shall meet at the time and place of the Annual Meeting of the Academy. Interim meetings may be called by the President and shall be called if requested by a majority of the members of the Board of Directors. Notice of any interim meetings shall be given to all members of the Board at least ten (10) days in advance of the meeting.

8.4.2 Quorum: A majority of the voting members of the Board shall constitute a quorum.

8.4.3 The Board of Directors may suspend or remove any director or officer for neglect of duty or misconduct in office by an affirmative vote of two-thirds of the members of the Board of Directors. Any vacancy thus created will be filled in accord with these bylaws.

### **Article 9**

#### **AMENDMENTS**

9.1 The voting members of the Academy may amend these Bylaws, by the affirmative vote of at least two-thirds of the members present and voting at the Annual Meeting, provided the members shall be notified of the proposed amendments and the amendments shall be available for review at least sixty (60) days prior to the Annual Meeting.

9.2 Proposed amendments shall be submitted in writing to the Executive Director of the Academy at least ninety (90) days prior to the Annual Meeting who will relay them to the Chair of the Bylaws Committee. The amendment must be reviewed and approved by the Bylaws committee as per Article 11.

**Article 10**                    **APPOINTED OFFICERS**

10.1                    Number and Title:

The appointed officers of the Academy may be an Executive Director and/or others.

10.2                    Nominations and Appointments:

The Board of Directors may appoint eligible individuals for any appointed office in the Academy.

**Article 11**                    **COMMITTEES**

11.1                    The core committees of the Academy shall be:

- 11.1.1 Credentialing
- 11.1.2 Nominating and Awards
- 11.1.3 Bylaws
- 11.1.4 Finance
- 11.1.5 Newsletter

11.2                    The members of all core committees shall hold office until their qualified successors have been duly appointed.

11.3                    All committees of the Academy shall be appointed by the President with the consent of the Board.

11.4                    All core committees shall consist of one Board member and a minimum of two (2) Academy members

11.5                    Committee chairmen shall report, when requested, at meetings of the Board of Directors or at other times as requested by the President.

11.6                    Additional and Special Committees may be appointed by the President as the need arises. The number of members and designation of the chairman shall be determined by the President.

11.7                    Composition and Duties of Core Committees

11.7.1 Credentials: The Credentials Committee shall include one member from the Board of Directors who shall serve as liaison with the Board. The committee will be comprised of two non-Board members and two past presidents. The

Credentials Committee shall have the responsibility of making recommendations regarding any changes to membership applications to the Board, preparing the annual Fellowship examination, assisting in the administration of the examination and determining passing scores.

- 11.7.2 Nominating and Awards: The Immediate Past President shall serve as chairman, and two other members who shall not be members of the Board of Directors. This committee shall present nominations of officers and directors at the Annual Meeting and make recommendations to the Board of Directors for possible award recipients.
- 11.7.3 Bylaws Committee: The By-Laws Committee will review the By-Laws biannually and recommend such amendments as deemed warranted. Any amendment to these By-Laws shall be submitted to the Committee in written draft form prior to the proposed meeting where it shall be voted upon. The Committee shall expeditiously review the content and parameters of the proposed amendment in context with existing By-Laws currently in force and lend its assurance that the proposed amendment bears no conflict in that regard. The Chair shall send a statement to the Executive Director and President stating the findings of the Committee no more than one month after receipt of the proposed amendment. If no conflict exists, the proposed amendment will be made available either by mail or placed via electronic means to the membership at least sixty (60), days prior to the meeting at which voting will take place.
- 11.7.4 Finance Committee: The Finance Committee shall consist of the Secretary/Treasurer of the Board serving as Chair and two members from the Academy who shall serve as a liaison with the Board. The Finance Committee shall have the responsibility of overseeing the annual financial report prepared by the Executive Director.
- 11.7.5 Newsletter Committee: The Newsletter Committee will oversee and recommend content for the Academy newsletter.

## **Article 12. FINANCES**

- 12.1 The fiscal year of the Academy shall be determined by the Board of Directors.

- 12.2 Dues shall be established by action of the Board of Directors and recommended to the general membership at the Annual Meeting for adoption along with the budget. Annual dues shall be due and payable July 1 of each calendar year and shall be delinquent 90 days thereafter. Application, examination, and other fees shall be established by the Board of Directors.
- 12.3 Any assessment, to become effective, must be recommended by the Board of Directors to the general membership and adopted by that body by a two-thirds vote of the members present and voting.

### **Article 13 DISCIPLINE**

Any Fellow or Member of the Academy may be disciplined or expelled for conduct which, in the opinion of the Board of Directors, is derogatory to the dignity of, or inconsistent with the purposes of, the Academy.

The expulsion of a Fellow or Member may be ordered only upon the affirmative vote of two-thirds of the members of the Board of Directors present at a regular or special meeting, provided a quorum is present, and only after such Fellow or Member has been informed of the charges against him/her and has been given an opportunity to refute such charges before the Board of Directors.

Any decision of the Board of Directors which shall result in disciplinary action against a Fellow or Member may be appealed with thirty (30) days to a special committee to hear such an appeal. The committee shall make a recommendation to the Board of Directors. The Board shall be the final authority in the matter.

No Member of the Academy is permitted to use the name of the Academy for the purpose of promoting commercial products or services, unless the member has received permission from the Board of Directors of the Academy.

In evaluating any charge against a member, the Board of Directors shall make appropriate references to the Bylaws and Code of Ethics of the American Podiatric Medical Association or, in the case of a non-APMA member, to the Bylaws and Code of Ethics of the professional organization to which the member belongs.

**Article 14      RULES OF ORDER**

The then current edition of Robert's Rules of Order shall govern the deliberations and actions of the Academy, its Board, and committees, when not in conflict with these Bylaws.

**Article 15      INDEMNIFICATION OF OFFICERS AND OFFICIAL REPRESENTATIVES**

The Academy shall indemnify and hold harmless each elected or appointed officer or representative, now or hereafter serving this Association from and against any and all claims and liabilities which one may become subject to by reason of having been an officer or representative of this Association. Any officer or committee member by reason of an alleged act or omission as an officer or representative shall be reimbursed for all legal and other expenses reasonably incurred, subject to approval by the Board, in connection with the defense against such claims or liabilities. No officer or representative shall be indemnified or reimbursed, however, for any expenses incurred in defending against any claim or liability arising out of willful negligence or misconduct.

The foregoing rights of officers and representatives of this Association shall not be exclusive of other rights to which they may be lawfully entitled.

**Article 16      ADOPTION**

The voting members of the Academy may amend these Bylaws, by the affirmative vote of at least two-thirds of the members present and voting at the annual meeting. These Bylaws shall become effective immediately upon adoption and supersede any and all prior Bylaws.

Adopted May 8, 1980, Dallas, Texas  
Amended June 3, 1981, Anaheim, California  
Amended June 10, 1982, New York, New York  
Amended May 22, 1987, Chicago, Illinois  
Amended August 9, 2001, Chicago, Illinois

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**August, 2008**