Bylaws of the AMERICAN PHYSICAL THERAPY ASSOCIATION OF NEW JERSEY


ARTICLE I. NAME & TERRITORIAL JURISDICTION
The name of this organization is the American Physical Therapy Association of New Jersey, A New Jersey Non Profit Corporation hereinafter referred to as the Chapter. The American Physical Therapy Association is hereinafter referred to as the Association. The territorial jurisdiction of this Chapter shall be the established geographical boundaries of the State of New Jersey.

ARTICLE II. OBJECT
The object of this Chapter shall be the object of the Association as stated in the Association Bylaws.

ARTICLE III. FUNCTIONS
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
A. The Chapter's categories and qualifications of Physical Therapist, Life Physical Therapist, Retired Physical Therapist, Physical Therapist Assistant, Life Physical Therapist Assistant, Retired Physical Therapist Assistant, Student Physical Therapist and Student Physical Therapist Assistant shall be the same as those of the Association.
B. In addition, the Chapter shall maintain a single Corresponding Member and a Student Corresponding 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 members shall be identical to those established in the Association Bylaws.

Section 3: Admission to Membership
Admission to Chapter membership is by assignment by the Association's 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 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 current Procedural Document on Disciplinary Action, attached hereto and incorporated herewith as Exhibit A.

Section 6: Reinstatement
Individuals are reinstated to Chapter membership in accordance with the Association’s current Standing Rules, attached hereto and incorporated herewith as Exhibit B. The Chapter may not charge a reinstatement fee.

ARTICLE V. DISTRICTS and SPECIAL INTEREST GROUPS

Section 1: Districts
A. Definition - A district consists of a group of members of the Chapter living or working in a specified geographical area. The following listing is for information only. The Council of Directors has full authority to add (Article V, Section 1, B) or dissolve Districts (Article V, Section 1, G). The Chapter consists of three districts known as Southern, Central and Northern. These districts geographical boundaries are as follows:
Southern - Ocean, Burlington, Camden, Gloucester, Salem, Cumberland, Cape May, and Atlantic counties.
Central - Mercer, Monmouth, Somerset, Hunterdon, Union, and Middlesex counties.

B. Formation - To form a new district, a written application signed by five or more Physical Therapist, Life Physical Therapist and Retired Physical Therapist members of the Chapter shall be sent to the Council of Directors of the Chapter. The Council of Directors shall act on this application at the following Council of Directors meeting. If approved, the territorial boundaries of the new district shall be determined by the Council of Directors and the members who signed the application for the new district.

C. Structure - Districts shall operate under Chapter Bylaws and standing rules and shall not act in a manner that is inconsistent with Association bylaws.

D. Membership - The criteria for district membership shall be consistent with those of Chapter and Association.

E. Organization
1. The officers of the District shall be Chairperson, Vice-Chairperson and Secretary.
2. The chairperson shall preside at all meetings and be an ex officio member of all committees except the nominating committee within the district.
3. Qualifications - District Chairs shall each have been a Physical Therapist, Retired Physical Therapist, Life Physical Therapist, Physical Therapist Assistant, Retired Physical Therapist Assistant, or Life Physical Therapist Assistant member of the Chapter for two years immediately preceding the election.
4. The district shall hold a minimum of three meetings annually.
5. A district quorum of eight district members is necessary to conduct business.
6. A written report of the district's activities shall be presented at the annual meeting and at other times on request of the Council of Directors of the Chapter.
F. Finance
1. The allocation of Chapter dues to each district is determined by the Council of Directors. Each district shall submit to the Council of Directors a request for approval of an annual action plan.
2. The district shall have no dues, but may levy assessments provided such assessments do not carry punitive action or loss of good standing and are approved by the Council of Directors.

G. Dissolution
1. A district which fails to comply with Chapter policy or these bylaws may be abolished, provided it is given an opportunity to be heard in its own defense following at least one month's probation and at least two-thirds of the Council of Directors concur. A district so disciplined shall have the right to appeal to the Chapter membership at the next annual Chapter meeting and the decision of the Chapter membership shall be final.
2. A district shall be voluntarily dissolved by:
   a. A petition signed by a majority of members eligible to vote. Multiple copies of the petition may be used. All copies of the petition must be filed with the Council of Directors within six months after the petition is first promulgated which shall be stated on each copy thereof. The Council of Directors shall examine the petition to determine if it has been signed by a majority of the district members. If the Council of Directors determines that a majority of the district members have 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. Or, a two-thirds vote of those voting by mail ballot. A mail ballot will be mailed to each member eligible to vote. A return of 25% of the ballots mailed shall be required for validation.
3. All monies, properties and official documents of the District become the property of the Chapter on the date of dissolution.

Section 2: Special Interest Groups
A. Purpose - A special interest group may be organized to provide a means by which members having a common interest in special areas of physical therapy may meet, confer, and promote the interests of the respective special interest group.
B. Formation and Dissolution - Special interest groups of the Chapter may be established and dissolved in accordance with the rules and conditions set down by the Chapter Council of Directors.
C. Structure - Each special interest group shall operate under guidelines established by the Council of Directors of the Chapter. The group shall develop specific objectives for their operation.
D. Obligations - Each special interest group shall conduct its affairs as set forth in the Chapter bylaws and standing rules, maintain financial records and hold meetings.
E. Property and Records - In the event that a special interest group is dissolved, all property and records of whatever nature in possession of the group shall after payment of its bonafide debts be conveyed to the Chapter.

Section 3: Limitations
Districts and Special Interest Groups are subject to the following limitations:
A. Bylaws and policies of the Chapter and the Association.
B. No district or special interest group shall profess or imply that it speaks for or represents the Chapter or members other than those currently holding memberships in the district or special interest group unless authorized to do so by the Chapter's governing body.
ARTICLE VI. MEETINGS

Section 1: Annual Meetings
The Chapter shall hold at least two meetings (Fall and Spring) of its membership each year, and one meeting shall be held sufficiently far in advance to allow for main motions by the Chapter to be submitted to the House of Delegates.

Section 2: Written Notice
Written notice of all meetings shall be sent to all members at least ten days prior to the date of the meeting.

Section 3: Quorum
In order to conduct Chapter business a quorum must be present. Twenty-five Chapter members, excluding the Council of Directors, shall constitute a quorum.

Section 4: Special Meetings
A special meeting of the Chapter must be called upon written petition of 25% of all voting members.

Section 5: Meeting Minutes
All meeting minutes shall be submitted to the Association within 45 days of the meeting.

ARTICLE VII. COUNCIL OF DIRECTORS

Section 1: Composition
A. The Council of Directors shall be composed of the Chapter officers (4) specifically the President, Vice-President, Secretary, and Treasurer and also 3 Directors at Large and Chief Delegate. Each Officer, Director and the Chief Delegate will have only one vote even if one person holds two positions on the Council.

B. The President-Elect shall be a non-voting member on the Council of Directors.

Section 2: Qualifications
A. The President-elect and Vice President shall be a Physical Therapist, Life Physical Therapist or Retired Physical Therapist member of the APTA for five years immediately preceding the election.

B. Secretary, Treasurer, Directors at Large and Chief Delegate shall be a Physical Therapist, Life Physical Therapist or Retired Physical Therapist member of the Chapter for two years immediately preceding the election.

Section 3: Terms and Vacancies
A. All officers and directors shall serve two year terms or until the election and assumption to office by their successors, except President elect shall serve a one year term. Elections will occur in the Spring prior to the Annual Meeting.

B. The offices of President-elect, Vice President, Secretary and Chief Delegate shall be elected in even years.

C. The President-elect shall assume the role of President at the Spring meeting in odd years for a 2 year term.

D. All officers, Directors and Chief Delegate may serve no more than two consecutive terms in the same office in addition to any remaining portion of a term they may have served.
E. If the President dies, resigns, is removed from office or becomes disqualified, he or she will be succeeded by the President elect if the individual is in office. If there is not a President elect he or she will be succeeded by the Vice-President. The succeeding officer will serve the remaining portion of the presidential term.

F. If the President-Elect's position becomes vacant other than by assumption of the presidency, a special election will be held to fill the President-Elect's office. The Council of Directors will determine when this election will be held.

G. If any other officer's or director's position becomes vacant, the Council of Directors shall appoint a qualified member to fill the vacant position for the portion of the term remaining.

Section 4: Duties of the Council of Directors
The Council of Directors shall, in addition to the duties otherwise imposed by these bylaws and the standing rules:

A. Act as trustees of this corporation.
B. Carry out the mandates and policies of the Chapter as determined by the membership.
C. Have full power and authority to perform all acts and to transact business for and on behalf of the Chapter, subject only to the provisions, of these bylaws and the bylaws of the Association, and all resolutions and enactments of the membership.
D. Approve the annual budget prepared by the Treasurer, authorize expenditures of funds and appoint annually a committee of three members to audit the treasurer's accounts or have the accounts audited by a certified public accountant.
E. Create special committees and task forces, and direct the activities of all committees, except the Nominating and Ethics committees.
F. Appoint and fill vacancies of chairpersons and members of committees in accordance with bylaws and standing rules.
G. Bring before the membership for their information, opinion and vote at any regular or special meeting correspondence/communication from the Association.
H. Receive written annual reports of officers, directors, and committee chairpersons at the annual meeting of the Chapter.
I. Be responsible for filling vacancies on the Council of Directors.
J. Act on all applications for the formation of district, special interest groups and assembly subsidiary groups.
K. Be responsible for the program, time, and place of the annual meeting of the Chapter.
L. Be responsible for the publication of the Chapter newsletter.
M. Provide for the development and maintenance of procedural documents related to these bylaws.
N. Review and revise existing Chapter policies, except in these Bylaws, for consistency of intent and language with such new policies as may be adopted from time to time by the Council of Directors.

Section 5: Officers
A. The President shall serve as official spokesperson for the Chapter, preside at all meetings of the Chapter and Council of Directors, serve as Chapter delegate, and as an ex-officio member of all committees, except Nominating and Ethics committees, and have such other responsibilities as described in the standing rules.
B. The Vice President shall assume the duties of the President in his or her absence. He or she shall be responsible for Chapter operations and other tasks as described in the standing rules.
C. The Secretary shall manage the agenda, reports and documents for Chapter, Executive and
Council of Directors meetings. He or she shall assume all other duties as described in the standing rules.

D. The Treasurer shall be custodian of all funds of the Chapter and shall be bonded by the Chapter. He or she shall present an annual budget to be approved by the Council of Directors, assure true and accurate accounts of all receipts and disbursements, which shall be the property of the Chapter, and make a written report to the Chapter annually and other such reports as may be required by the Council of Directors.

Section 6: Conduct of Business
A. The President may call regular and special meetings of the Council of Directors. A special meeting may be requested by 50% of the Council members.
B. The Executive Committee and Council of Directors may conduct business by mail telecommunications, or electronic mail, when necessary. A report of any action taken by mail, telecommunications, or electronic mail shall be verified and made a part of the minutes at the next meeting. Meetings conducted via electronic mail shall be conducted in the manner set forth below in Section 6.D.
C. The Council of Directors must meet twice annually. A quorum of all Council of Directors meetings will be six (6).

D. Regular and Special Meetings of the Council of Directors may be held by electronic mail subject to the following:
1. The technology used for the electronic meetings shall allow the Directors full access to and full participation in all meeting transactions either continuously or intermittently throughout the specified time of the meeting.
2. All of the Directors attending the meeting shall have access to the appropriate electronic meeting media. The number of Directors participating at a meeting shall be equal to or exceed the quorum.
3. The affirmative vote of a majority of the quorum number shall be the numerical minimum vote requirement for the adoption of any motion during electronic meetings. A majority of the votes cast, or a greater proportion as indicated by these Bylaws, shall be necessary for the adoption of motions.
4. Procedural rules related to the conduct of electronic meetings shall be established and promulgated by the Council of Directors.

Section 7: Executive Committee
A. Composition -The Executive Committee shall be composed of the President, Vice President, Secretary and Treasurer. Each shall have one vote in Executive Committee meetings.
B. Duties and Responsibilities -The Executive Committee is responsible for all staff management issues of the Chapter association.
C. Meetings -The Executive Committee shall meet at least twice a year.
D. Quorum -Three (3) members of the Executive Committee shall constitute a quorum.

ARTICLE VIII. COMMITTEES

Section 1: Appointments, Terms and Duties
A. Committee chairs and members shall be appointed by the Council of Directors, except for the Nominating committee.
B. Terms of committee members and chairs may be set forth in the Chapter standing rules.
C. Duties of each committee are set forth in the Chapter standing rules.
Section 2: Nominating Committee
A. Physical Therapist, Retired Physical Therapist and Life Physical Therapist members who have been Chapter members for the two years preceding the election will be eligible to serve on the Nominating committee.
B. The Nominating committee shall consist of three (3) members. Two are to be elected in the even numbered years (Northern & Southern District) and one is to be elected in the odd numbered years (Central District) at the annual Spring Meeting.
C. No member shall serve more than two consecutive terms.
D. The Nominating committee shall elect its own chairperson.

Section 3: Ethics Committee
A. The Ethics committee shall consist of three (3) members.
B. Members are appointed annually by the Council of Directors immediately after the Spring meeting.
C. The Ethics committee shall elect its own chairperson.
D. The Ethics committee shall be charged with investigating any ethics complaints according to the Association's stated procedures.

Section 4: Finance Committee
A. The Finance Committee shall consist of at least three (3) members and be chaired by the Treasurer.
B. The Committee shall perform financial reviews and recommend fiscal policies and procedures.

Section 5: Special Committees
The Council of Directors shall decide which committees are needed to conduct the activities of the Chapter and appoint the necessary committee members.

Section 6: Meetings
Meetings of all standing and special committees shall be open to the membership except:
A. Nominating committee when nominees are being considered.
B. Ethics committee meetings.
C. Other committee meetings as stated in the standing rules.

ARTICLE IX. DELEGATES TO THE ASSOCIATION'S HOUSE OF DELEGATES

Section 1: Qualifications
A. To serve as a delegate, a delegate shall be a Physical Therapist member and shall have been a member in good standing in any class of membership of the Association for no less than two years immediately preceding the start of the House session.
B. To serve as Chief Delegate, the Chief Delegate shall have served as a delegate at least twice previously and demonstrate active involvement with the Association at national, chapter or district level.

Section 2: Elections
A. The Chapter President shall be appointed as a delegate.
B. The Chapter membership shall elect the Chief Delegate and the delegates. The number of delegates shall be determined annually based upon the number of delegates allocated to the Chapter by the Association.
D. Alternate delegates will be those nominated, but not elected as delegates at-large. The alternate delegate with the highest number of votes will be offered the first opportunity to fill any vacancy in the delegation. Successive vacancies are offered to alternate delegates in descending order of votes. If a delegate chooses not to accept an available delegate position in the order in which it was offered, he/she may still be considered an alternate for the current term and may be appointed to a vacant delegate position at a later date after all alternate delegates are utilized.

E. If, after all alternate delegates have been utilized, a vacancy occurs in the delegation prior to a scheduled Chapter membership meeting, an election will be held to fill that vacancy. If the vacancy occurs after the last scheduled Chapter meeting prior to the House of Delegates, the Council of Directors may either appoint an eligible member to fill the vacancy, or may authorize the Chief Delegate and/or designated delegates to carry the vote(s).

Section 3: Term
A. Delegates shall serve for a term of two years. All delegates shall take office immediately upon election and serve until their successors are elected and assume office. A delegate may serve multiple terms.
B. The Chief Delegate shall serve as Chief Delegate for a term of 2 years, including 2 sessions of the House of Delegates, and may only serve 2 consecutive terms.
C. The term of an alternate delegate shall be one year, unless called upon to fill a vacancy in the delegation, in which case the alternate completes the remainder of the original delegate’s term.

Section 4: Notification
The Chapter shall notify Association Headquarters of the name of the Chapter delegates, as required by the Association and the Standing Rules of the House of Delegates.

ARTICLE X. REPRESENTATIVES TO THE ASSOCIATION’S 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
A. At a Chapter meeting prior to the annual session of the Representative Body, the Physical Therapist Assistant, Retired Physical Therapist Assistant and Life Physical Therapist Assistant members shall elect the Caucus Representative at large. The alternate Representative shall be the individual who receives the next highest number of votes.
B. If, after the alternate Representative has been utilized, a vacancy occurs prior to a scheduled chapter membership meeting, an election will be held to fill that vacancy. If the vacancy occurs after the last scheduled Chapter meeting prior to the annual session of the Representative Body, the Council of Directors may appoint an eligible member to fill the vacancy.

Section 3: Term
A Representative shall serve a term of two years. The Representative shall take office immediately upon election and serve until their successor is elected and assumes office. A Representative may serve multiple terms.
ARTICLE XI. ELECTIONS

A. Elections for chapter officers, directors at large, chief delegate, delegates, PTA Caucus Rep, and Nominating Committee members shall be conducted via electronic or by mail voting, beginning 30 days before the spring business meeting and will be completed prior to the start of that business meeting. Results of the election will be announced and the new officers will assume office at the close of the spring business meeting.

District officers shall be elected in accordance with APTAnj Standing Rules and policies prior to the Business Meeting

B. Election Schedule: The offices of President-elect, Vice President, Secretary and Chief Delegate and ½ of the apportioned delegates shall be elected in even years. The offices of Treasurer, Directors at Large and ½ the apportioned delegates shall be elected in odd years. The office of Caucus Rep will be elected in odd year. The Nominating committee shall consist of three (3) members. Two are to be elected in the even numbered years (Northern & Southern District) and one is to be elected in the odd numbered years (Central District).

C. The voting body shall be composed of all members of the Chapter who have voting privileges in the Association. A quorum for electronic and mail ballot elections shall be the same as the quorum for Chapter business meetings.

D. A slate of nominees shall be published by the Nominating committee and made available to all voting members at least sixty days prior to the elections. Except for write-in candidates, all candidate statements, including the statements of those nominated through petition in Section E below, shall be concurrently posted on the Chapter website, and written copies mailed to members on request.

E. On petition of 10 eligible voting members of the chapter, a qualified, consenting member shall be placed in nomination for a position as an officer, director, a member of the Nominating Committee, PTA Caucus Rep, or a delegate. Such a petition must be filed with the Nominating Committee no later than 30 days after the slate of candidates prepared by the Nominating Committee has been published and distributed to members. Members will be notified of candidates nominated by petition when that process is completed. A candidate nominated by petition shall be afforded similar opportunities for publication of candidacy to the membership as those afforded a candidate nominated by the Nominating Committee, except that this individual shall be identified as nominated by petition.

All ballots shall allow voting members the opportunity to vote for a candidate not on the ballot via a write-in vote.

F. Members requesting written ballots from the office of the Chapter may vote by mail in accordance with these bylaws. Write-in votes will be accepted in electronic or mail voting election processes for qualified consenting members.

G. A plurality of the votes cast is necessary for election as officers, directors, Chief Delegate, PTA Caucus Rep, and Nominating Committee members. If the vote fails to determine election for any office, a second election will be held for that office between the two candidates with the most votes.

H. District chairs will serve as tellers for the electronic election process and shall oversee the state-wide election. Within 30 days of the election, any candidate or member shall have the right to inspect the results of the election by prior arrangement. If the result of such inspection
reveals any error(s) that would change the outcome of the election, tellers shall report such errors to the Council. Upon receipt of such a report, the Council of Directors shall (1) void all elections whose outcome would have been altered by the error and (2) schedule new election(s) to be held within thirty (30) days in the manner set forth in these bylaws. In the event of a new election as set forth herein, the prevailing candidate(s) shall be sworn in and assume office at the Council of Director’s meeting immediately following the election.

ARTICLE XII. FINANCE

Section 1. Fiscal Year
The fiscal year of the Chapter shall be the same as that of the Association.

Section 2. Chapter Dues
A. Schedule of Dues
Physical Therapist members: $145.00
Physical Therapist – Post Professional Student members: $75.00
Physical Therapist Assistant members: $80.00
Student Physical Therapist and Student Physical Therapist Assistant members: $15.00
Life Physical Therapist members: $40.00
Life Physical Therapist Assistant members: $40.00
Retired Physical Therapist members: $75.00
Retired Physical Therapist Assistant members: $75.00
Corresponding members: $50.00
Corresponding Student Member: $15.00
B. The Council of Directors may offer reduced rates for chapter dues as an incentive to promote membership.

C. Chapter Dues and Renewal
1. Dues will be for the period specified in the Association bylaws.
2. Chapter dues for any category of membership shall not exceed Association dues for that membership category without specific approval of the Association's Board of Directors.
3. Chapter membership renewal shall coincide with the member's national Association membership expiration date.
4. Chapter dues will be billed and received by the Association headquarters.
5. The suspension of Chapter and Association membership and the date of suspension will be determined by the Association.
6. 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.
7. Chapter dues for Student Physical Therapist or Student Physical Therapist Assistant members 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 or Physical Therapist Assistant members are eligible for one year of membership at 50% of the Association and Chapter dues rate for an Physical Therapist or Physical Therapist Assistant member.
Section 3: Limitation on Expenditures
No officer, employee, 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 order of the Council of Directors. The Council of Directors shall not commit the Chapter to any financial obligation in excess of its current financial resources.

Section 4: Financial Report
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. DISSOLUTION
A. The Board of Directors of the Association may revoke the Charter of a Chapter if the Chapter has failed to satisfy its obligations or has failed to observe the limitations upon its activities as set forth in the Association bylaws.
B. The Chapter may dissolve pursuant to its articles of incorporation.
C. The Chapter may be dissolved voluntarily subject to a recommendation to dissolve supported by no less than 2/3 of the members of the Chapter's Council of Directors and adopted by 2/3 of the Chapter's voting members provided that a quorum is present at the called meeting.

ARTICLE XIV. PARLIAMENTARY AUTHORITY
The rules contained in the current edition of Robert's 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 adopted by the Chapter.

ARTICLE XV. AMENDMENTS
Methods
A. These bylaws may be amended in whole or in part at any meeting of the Chapter by a 2/3 vote of the Physical Therapist, Life Physical Therapist, Retired Physical Therapist, Physical Therapist Assistant, Life Physical Therapist Assistant, Retired Physical Therapist Assistant members voting provided a notification of proposed amendments is sent by mail, and a copy of the proposed amendments is made available to all voting members of the Chapter at least 10 days prior to that meeting. Amendments to the Chapter's bylaws become effective upon approval in writing by the Association's Board of Directors. (Exception: Changes in Chapter dues become effective on the first of the Association’s next fiscal year following approval.)
B. When Association Bylaws have been amended so as to require amendments of these bylaws, the Bylaws committee shall prepare the necessary amendments and submit them to the Council of Directors of the Chapter for approval. The Council of Directors shall notify the membership of the amendments.
C. Any amendment to these bylaws shall be effective 180 days after the adoption of such amendments with exception of any and all amendments that impact the current election cycle for the remaining 2014 calendar year including President – elect, Chief Delegate, delegates at large and PTA Caucus Rep in accordance with this article.

ARTICLE XVI. ASSOCIATION AS HIGHER AUTHORITY
In addition to these bylaws, the Chapter is governed by the Association Bylaws, Standing Rules and Policies