

**Constitution  
and  
Bylaws  
of the  
Coast Guard Academy of  
Physician Associates**

A Constituent Chapter of the  
American Association of Physician Associates

29 November 2025

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## **CONSTITUTION**

### **Article I Name**

The name and title of this organization shall be the Coast Guard Academy of Physician Associates (CGAPA), herein referred to as the Academy.

### **Article II Purposes of the Academy**

The purposes of this Academy is 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 Associate (PA) and Academy membership, to promote the PA concept within the U.S. Coast Guard and the public through education of professional and lay people, to promote similar interests in the student academies, and to encourage membership and participation in both the CGAPA and the American Association of Physician Associates (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 biannual meetings in May and November, during which a business meeting of the Board of Directors will be held, and a general election of officers will be conducted during the November meeting. 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 May annual meeting or general membership responding to a web-based survey /election tool with at least sixty days' notice.

## **BYLAWS**

### **PREAMBLE**

This Academy shall represent uniformed and civil service Physician Associates employed by the Department of Homeland Security (DHS) or the USCG. The Academy shall also represent PAs employed by federal contractors supporting the USCG. Retired and honorably separated PAs from these agencies may also belong and have full voting privileges, as well as the ability to hold office. The primary objective of this organization is to enhance the quality of medical care through a process of continuing medical education, both for its members and the general 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, (e) physician members, and (f) associate members as may be recognized by the Board of Directors.

#### **Section 3**

A fellow member shall be a PA currently or formerly employed by the DHS or the USCG. Moreover, any PAs who are employed, or who have been employed, by federal contractors supporting the USCG, and are a fellow member in good standing of the AAPA, or are eligible for fellow membership and can verify AAPA membership within one (1) year.

#### **Section 4**

A student member shall be enrolled in an Accreditation Review Commission on Education for the PA, Inc. (ARC-PA) approved Physician Associate training program. Student members may come from the Interservice PA Program, as well as former Guardians in PA training, or PA students actively applying for a USCG commission. Student members shall be entitled to the privilege of the floor of the Academy but can have no vote or hold any office, except that one student member shall be elected by their peers to the Board, enjoying all rights and privileges, including a formal vote, except in matters relating to the AAPA.

## 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 PA 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 paying dues.

## Section 7

A physician member of the CGAPA 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

An associate member of the CGAPA shall be a PA employed by the DHS or the USCG who is in good financial standing with the CGAPA, but does not possess membership in AAPA. Moreover, any PAs who are employed, or who have been employed, by federal contractors supporting the USCG are eligible for associate membership. These members shall have the privilege of the floor and voting on matters pertaining exclusively to CGAPA, but shall not be entitled to vote in matters pertaining to AAPA nor hold office.

## Section 9

All membership applications 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 10

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 11

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

## Section 12

To protect the public against misconduct, any member may, in good faith, refer 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 Association of Physician Associates, Inc. Such charges shall be brought in writing and signed by the accuser or the accusers and must state the acts or conduct complained of. Such charges must be filed with the Secretary of the CGAPA and a copy sent to the president and each officer. A date will be set for a meeting of the officers to consider such charges. The meeting shall be held no later than thirty (30) days after the date the 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 Board's members shall constitute the censure, suspension, or expulsion of the accused from the CGAPA. The Board shall issue a resolution containing its decision, without any additional statements or opinions about the case, and shall be signed by the President and Vice President of the CGAPA.

## Section 13

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 a reasonable opportunity to be heard, shall, by a majority vote, either sustain or reverse such censure, suspension, or expulsion. The Board's decision shall be final.

# Article II Elections

## Section 1

The election of the Board of Directors shall be conducted by proxy, electronically via a web-based survey /election tool. Written notice of the election shall be provided to all members no less than sixty days before the election close date.

## Section 2

At the annual May meeting, the membership shall officially announce the election results that were conducted through a web-based survey /election tool for those Board members whose terms expire as of the following annual meeting.

- 1 President-Elect for a one-year term; the following 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 active duty affairs.
- 6 Director seat for a two-year term in odd election years for reserve/civilian affairs.
- 7 Director seat for a two-year term in even election years.
- 8 Student Director for a one-year term.

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 their designee shall distribute a ballot to each member before the May annual meeting. If a member is unable to vote in person, they shall be allowed to vote by 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 May annual meeting. If there are no candidates for a particular office, the previous member(s) may continue for another term of office.

### Section 5

The student Board of Directors seat shall be elected annually by qualified student members, in accordance with Board policy, and the new member shall be seated at the May annual Board meeting.

### Section 6

Beginning of Term-The officers shall be declared elected and will begin their terms of office on 1 July.

## **Article III: Powers of the Board of Directors**

## Section 1

Without prejudice to the powers conferred by these 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, Associates, 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 repair 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, Associates, clerks or agents and to fix and change their salaries.
- (b) To determine who shall be authorized 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 CGAPA, all lawful liabilities of the chapter will be promptly paid, and any remaining assets of the organization will be given to the American Association of Physician Associates, 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 biannual meetings of the CGAPA and shall have the Secretary notify members of such meetings at least sixty days prior to each meeting. At these meetings, the organization's officers will present reports on the organization's affairs since the previous meeting.

## Section 2

Special meetings of the organization may be called by the President or by 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 before, 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 fewer 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 before 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.

### **Section 2**

The President-Elect, in the absence of both the President and Vice President, shall assume the duties of the President.

### **Section 3**

The Vice President shall assume the duties of the President in his absence or vacancy. The Vice President will organize and conduct, with the assistance of the Secretary, all annual elections and be chairperson of the Elections Committee. The Vice President shall also assume the chairperson position of the Publications Committee and produce a regular newsletter unless the President otherwise designates the position.

#### 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.

#### 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 PAs and students.

#### 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. The Treasurer's records shall be audited every year and/or upon leaving office. The audit method is to be determined by the Board of Directors.

#### Section 7

The Directors shall act as liaisons between the Board and all committees of the Academy. The directors will appoint members as chairs of committees, and they are responsible for receiving reports from committees prior to all board meetings. They may also chair committees themselves and have the authority to add and remove committee members and chairs.

#### 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 Academy's affairs as designated by the President.

### **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 performing the duties and functions delegated to it by the Board of Directors or the President.

## Section 3

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

## Section 4

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

## Section 5

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

- (a) Continuing Medical Education
- (b) Employment
- (c) Finance
- (d) Legislative (To be chaired by the Chief Delegate to the AAPA House of Delegates)
- (e) Membership
- (f) Recruiting
- (g) Publications and communications

## **Article VIII: Ethics and Judicial Affairs**

### Section 1

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

## **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 before 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 following year, with any changes to be voted on by the general membership at the Academy's annual meeting. A majority vote is required to make such a change.

Membership dues shall be payable by September 30 of the year preceding the federal fiscal year covered. New members applying after April 1<sup>st</sup> will pay one-half of the dues for the current year. Prior members who have let their membership lapse for three years or more will be required to pay full membership dues.

### **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 regarding 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.

## **Signatures**

These bylaws have been reviewed and agreed upon by the Board of Directors.

\_\_\_\_\_  
President

  
\_\_\_\_\_  
Secretary