Report of Reference Committee A  
Bylaws, Membership, Government Affairs  

Saturday, May 23, 2015  
1:30 – 3:45 p.m.  
Marriott Marquis  
San Francisco, CA  

THIS REPORT IS NOT POLICY. THESE RESOLUTIONS WILL NOT BECOME ACADEMY POLICY UNLESS FORMALLY ACTED UPON BY THE HOUSE OF DELEGATES.

<table>
<thead>
<tr>
<th>Number:</th>
<th>Title:</th>
<th>Committee Recommendation:</th>
<th>Line:</th>
</tr>
</thead>
<tbody>
<tr>
<td>2015-A-01</td>
<td>Student Academy Delegates</td>
<td>Adopted on Consent Agenda</td>
<td>X</td>
</tr>
<tr>
<td>2015-A-02</td>
<td>Elected Delegates</td>
<td>Adopted on Consent Agenda</td>
<td>X</td>
</tr>
<tr>
<td>2015-A-03</td>
<td>Secretary-Treasurer Duties</td>
<td>Adopted on Consent Agenda</td>
<td>X</td>
</tr>
<tr>
<td>2015-A-04</td>
<td>Chief Executive Officer</td>
<td>Adopt</td>
<td>23</td>
</tr>
<tr>
<td>2015-A-05</td>
<td>Board Committees</td>
<td>Rejection</td>
<td>56</td>
</tr>
<tr>
<td>2015-A-06</td>
<td>Amendments to the Bylaws</td>
<td>Adoption</td>
<td>110</td>
</tr>
<tr>
<td>2015-A-07</td>
<td>Nominating Work Group</td>
<td>Rejection</td>
<td>185</td>
</tr>
<tr>
<td>2015-A-08</td>
<td>Elections</td>
<td>Divide</td>
<td>275</td>
</tr>
<tr>
<td>2015-A-08(a)</td>
<td></td>
<td>Rejection</td>
<td>384</td>
</tr>
<tr>
<td>2015-A-08(b)</td>
<td></td>
<td>Adoption</td>
<td>446</td>
</tr>
<tr>
<td>2015-A-09</td>
<td>Board of Directors Vacancies</td>
<td>Adopted on Consent Agenda</td>
<td>X</td>
</tr>
<tr>
<td>2015-A-10</td>
<td>Alternate Delegates</td>
<td>Adopted on Consent Agenda</td>
<td>X</td>
</tr>
<tr>
<td>2015-A-11</td>
<td>Alternate Delegates 2</td>
<td>Adopted on Consent Agenda</td>
<td>X</td>
</tr>
<tr>
<td>2015-A-12</td>
<td>Fellow Membership Criteria</td>
<td>Amend</td>
<td>515</td>
</tr>
<tr>
<td>2015-A-13</td>
<td>Voting Rights for Retired Membership</td>
<td>Reject</td>
<td>551</td>
</tr>
<tr>
<td>2015-A-14</td>
<td>Hospice Reimbursement</td>
<td>Adopt</td>
<td>579</td>
</tr>
<tr>
<td>2015-A-16</td>
<td>Tobacco Use</td>
<td>Adopted on Consent Agenda</td>
<td>X</td>
</tr>
<tr>
<td>2015-A-17</td>
<td>Providing Evidence-Based Education about the Dangers of Smoking</td>
<td>Adopted on Consent Agenda</td>
<td>X</td>
</tr>
</tbody>
</table>
*Shaded resolutions were adopted on the General Consent Agenda and will not appear in this document.

Madam Speaker, the Reference Committee on Bylaws, Membership and Operations has considered each of the resolutions referred to it and wishes to present the following report. The committee's recommendations on each extracted resolution will be submitted separately, and I respectfully suggest that each extracted item be dealt with before going to the next. Madam Speaker, please proceed with the extraction process.

The Committee considered testimony on 2015-A-04, the resolved portion of which reads:

**ARTICLE VIII—Executive Vice President**

An Executive Vice President (EVP) may be employed by the Academy. The EVP shall have such rights, powers, duties, and responsibilities as may be set forth by the Board of Directors from time to time, consistent with that provided in any employment agreement. The EVP shall be bonded at the expense of the Academy in such amounts as the Board of Directors may require. The Executive Vice President shall have no vote in the meetings of the Board of Directors. The Executive Vice President shall be under the control and supervision of the Board of Directors and, in the case of his/her death, resignation, or removal, the Board of Directors shall have the power to fill the vacancy.

**ARTICLE VIII—Chief Executive Officer**

The Chief Executive Officer (CEO) is an employee of the Academy. The CEO shall be bonded at the expense of the Academy in such amounts as the Board of Directors may require. The CEO shall be a non-voting member of the Board of Directors. The CEO shall be under the control and supervision of the Board of Directors and, in the case of his/her death, resignation, or removal, the Board of Directors shall have the power to fill the vacancy.

Pro testimony: The resolution is consistent with industry standards for nonprofit organizations regarding the relationship between the CEO and the board of directors. The words “control and supervision” do not detract from the CEO’s ability to perform his/her duties.

Con testimony: Testimony reflected a desire to replace “shall be under control and supervision” with “shall function with the direction and oversight”. There was no other con testimony given.

**Madam Speaker, the committee recommends adoption of Resolution 2015-A-04.**

The Committee next considered testimony on 2015-A-05, the resolved portion of which reads:
ARTICLE X  Board Committees; Academy Commissions and Work Groups; Task Forces, Ad Hoc Groups.

Section 1: Board Committees. The Board of Directors, by resolution adopted by a majority of the Directors present at a meeting at which a quorum is present, may establish and appoint such Board Committees as may be necessary to carry out the duties of the Board. Only members of the Board of Directors shall be eligible to serve AS VOTING MEMBERS on Board Committees, and each Board Committee shall have two or more members, who shall serve at the pleasure of the Board. Board Committees may exercise the Board’s authority only to the extent specified by the Board of Directors by resolution, or by the Articles of Incorporation or these Bylaws. A Board Committee shall not, however, (1) authorize distributions; (2) recommend to members or approve dissolution, merger or the sale, pledge, or transfer of all or substantially all of the corporation’s assets; (3) elect, appoint, or remove Directors, or fill vacancies on the Board of Directors or any of its committees; or (4) adopt, amend, or repeal the Articles of Incorporation or the Bylaws. The designation of and the delegation of authority to any such committee shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon them by law.

Section 2: Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the Corporation may be designated by the Board of Directors or by the House of Delegates as follows:

a. Commissions and Work Groups. The House of Delegates shall recommend to the Board the establishment of commissions and work groups of the Academy. The Board of Directors shall establish such commissions and work groups and set forth the respective duties, responsibilities, and membership eligibility requirements thereof, as the Board may deem advisable. With the exception of the Nominating Work Group, the Board of Directors shall appoint commission and work group chairs and members according to procedures established by the Board.

b. Task Forces, Ad Hoc Groups and Other Committees. The Board of Directors may establish and appoint such Academy task forces and ad hoc groups and set forth the respective duties, responsibilities, and membership eligibility requirements thereof, as the Board may deem advisable. The House Speaker may establish and appoint such House Committees and ad hoc groups as may be necessary to carry out the duties of the House of Delegates.

Con testimony: Anyone doing the work of a committee should be able to vote on a committee. Not allowing one to vote may alienate committee members. Applicable North Carolina statute was not referenced in the resolution.

Pro testimony: Clarification was provided that this resolution pertains to internal board committees which are made up of board members only who serve as voting members. Specific North Carolina statutes were cited.
Other testimony: Article X, Section 1 is currently in compliance with North Carolina statute, but the authors of this resolution intended to provide additional specificity.

In light of the fact that the current Article X, Section 1 is in compliance, the committee feels that additional language is not necessary.

Madam Speaker, the committee recommends rejection of Resolution 2015-A-05.

The Committee next considered testimony on 2015-A-06, the resolved portion of which reads:

ARTICLE XIV Amendments

Section 1: To be adopted, an amendment to these Bylaws shall be approved by the Board of Directors and by a two-thirds (2/3) vote of all delegates present and voting of the House of Delegates.

Section 2: A proposal for the amendment or repeal of existing Bylaws provisions or adoption of new Bylaws provisions shall be initiated by (a) the Board of Directors, (b) any commission, (c) any Chapter, (d) any officially recognized specialty organization, (e) any caucus, (f) the Student Academy, or (g) the collective House Officers.

Section 3: Proposed amendments shall be in such form as the HOUSE OFFICERS Academy’s Judicial Affairs Commission prescribes.

Section 4: Amendments may be filed for presentation at the next annual meeting of the House of Delegates or for consideration in an electronic vote.

Section 5: Each amendment to be presented at the annual meeting of the House of Delegates shall be filed with the JUDICIAL AFFAIRS Commission at least three (3) months prior to that meeting. The Judicial Affairs Commission’s proposed amendments shall be exempt from the three (3) month filing requirement.

a. To be considered for electronic vote of the House of Delegates, amendments must be submitted 150 days or greater before the annual meeting of the House of Delegates.

Section 6: Proposals that are not initiated by the Board of Directors will be presented to the Board of Directors substantially in the form presented to the JUDICIAL AFFAIRS Commission with such technical changes and conforming amendments to the proposal or existing Bylaws as the JUDICIAL AFFAIRS Commission shall deem necessary or desirable.

a. If for presentation at the next annual House of Delegates meeting, the proposal must be considered and acted upon at least 60 days prior to the annual meeting of the House. The proposed amendments along with the Board of Directors’ action thereon, shall be distributed, in the form approved by the Board of Directors, to each member of the House of Delegates at least 30 days prior to the annual House meeting in connection with the meeting notice required by Article VI, Section 4.
b. If the proposal is to be submitted for electronic consideration of the House of Delegates, the proposed amendments along with the Board of Directors’ action thereon, shall be distributed, in the form approved by the Board of Directors, to each member of the House of Delegates within 15 days of Board of Directors’ action. The House of Delegates will then vote on the proposal in accordance with the Standing Rules on electronic voting.

Section 7: Proposed amendments that come to the House of Delegates with the prior approval of the Board of Directors will become effective upon approval of the House by a two-thirds (2/3) vote of all delegates present and voting.

Section 8: If the House of Delegates approves a proposed amendment by a two-thirds (2/3) vote of all delegates present and voting, that was either not approved by the Board of Directors, or was amended by the House of Delegates, then the proposed amendment as passed by the House of Delegates, will be submitted to the Board of Directors for its action.

The committee heard no testimony regarding the proposed changes to Section 3 and Section 5. The testimony provided was specifically related to Section 6:a.

Con testimony: There was concern about use of the word “may” versus “must” in Section 6:a. The concern was that the word, “may”, could delay proposed amendments from coming to the House. Additional testimony agreed that “must”, would be the better word.

Pro testimony: The resolution addresses time flexibility and allows for addressing a bylaws amendment prior to the annual meeting of the House. It does not take away the ability of the House to vote on bylaws changes.

After consideration of the testimony provided and review by the reference committee, the committee concluded that a bylaws amendment not initiated by the Board of Directors would automatically, by policy, be referred to the House. The term “may”, affords the opportunity for the House to consider a bylaws resolution prior to action by the Board of Directors.

Madam Speaker, the committee recommends adoption of Resolution 2015-A-06.

The Committee next considered testimony on 2015-A-07, the resolved portion of which reads:

ARTICLE XI Nominating Work Group.

Section 1: Duties and Responsibilities. The Nominating Work Group shall carry out such duties and responsibilities as (1) are set forth in these Bylaws; and (2) are established by the Board of Directors in accordance with Article X, Section 2, subject to the approval of the House of Delegates. Such duties and responsibilities shall include:

a. Receiving applications from potential candidates seeking nomination for the positions of president-elect, secretary-treasurer, and directors-at-large;
b. Evaluating all candidates seeking nomination according to the qualification criteria set forth in these Bylaws and according to such other selection guidelines as may be established in accordance with this section;

c. Selecting a single or multiple slate of candidates for each nominated position.

Section 2: Composition; Method of Election or Appointment. The Nominating Work Group is composed of seven (7) members of which five (5) are elected by plurality vote at the House of Delegates annual meeting. Two members are appointed by the Board of Directors. Nominating Work Group candidates should pre-declare their candidacy; however, write-in candidates, and nominations and self-declarations from the House floor will be accepted at the time of elections. The House of Delegates shall determine procedures for the election of non-board appointed members to the Nominating Work Group.

Section 3: Eligibility and Qualifications. Nominating Work Group members may not run for any of the positions they are evaluating for the upcoming election. Additionally:

a. A NOMINATING WORK GROUP candidate must be a fellow member of the AAPA AND REMAIN A MEMBER OF AAPA THROUGHOUT THEIR TERM.

b. A NOMINATING WORK GROUP candidate must have been an AAPA fellow member for the last THREE five years.

c. A candidate must have accumulated at least three distinct years of experience in the past five years in at least two of the following major areas of professional involvement:

   i. An AAPA or constituent organization officer, board member, committee, council, commission, work group, or task force chair
   ii. A delegate or alternate to the AAPA House of Delegates
   iii. PA Foundation, Society for the Preservation of Physician Assistant History, Physician Assistant Education Association or American Academy of Physician Assistants Political Action Committee trustee, board member or committee chair
   iv. AAPA board appointees

d. Any calendar year or Academy year in which the candidate served in more than one area of professional involvement shall be counted as one distinct year of experience.

c. A NOMINATING WORK GROUP MEMBER MAY NOT RUN FOR ANY OF THE POSITIONS THAT ARE BEING EVALUATED FOR THE UPCOMING ELECTION.

d. e. With the exception of the board-appointed members, a Nominating Work Group member cannot hold any other elected office or commission or work group position in the AAPA during the time of service on the Nominating Work Group. THIS PROVISION DOES NOT PRECLUDE A NOMINATING WORK GROUP MEMBER FROM HOLDING AN ELECTED OFFICE IN AN AAPA CONSTITUENT ORGANIZATION OR FROM SERVING AS A MEMBER OF THE HOUSE OF DELEGATES.
Section 4: Term of Service. The term of service for members of the Nominating Work Group shall be two (2) years. Terms shall be staggered. Individuals appointed to temporarily fill a vacancy shall be eligible to run for the vacated seat. The unexpired term the appointee previously filled shall not be counted as a filled term for purposes of determining work group tenure.

Section 5: Vacancies. Nominating Work Group vacancies shall be filled in the following manner:

a. Board-appointed Member. The Board of Directors shall appoint a replacement member to fill the remainder of the unexpired term.

b. Elected Members. The House Officers shall appoint a temporary replacement member. The temporary appointees shall serve until replaced by the House of Delegates in the following manner: (1) the position shall be declared open for election at the next House of Delegates election and shall be filled by appropriate election process; and (2) upon completion of the election, the temporary appointee shall continue to serve until the newly elected work group member takes office at the next change of office.

Pro testimony: A broad qualification for Nominating Work Group would encourage new leaders and remove “arbitrary barriers” from this potential leadership opportunity. It was felt that the current qualifications for Nominating Work Group are too stringent and create barriers to involvement. There was testimony regarding the House electing the members of the Nominating Work Group and that the House is to be trusted to elect qualified Nominating Work Group members.

Con testimony: The eligibility and qualifications for Nominating Work Group were changed in the 1990’s to ensure strong leadership experience of the individuals vetting candidates to serve as Academy directors. Further testimony was that this amendment swings the “pendulum back” to less stringent criteria.

Amended language was submitted to the committee and considered. Due to the complexity and lack of consensus on the qualifications required,

Madam Speaker, the committee recommends rejection of Resolution 2015-A-07.

The Committee next considered testimony on 2015-A-08, the resolved portion of which reads:

Article XIII Elections.

Section 1: Positions to be Filled by Election. Elected positions include Directors-at-large; one Student Director; the Academy Officer positions of President-elect and Secretary-Treasurer; and the House Officer positions of Speaker, First Vice Speaker, and Second Vice Speaker; and such number of members of the Nominating Work Group as may be set forth in Article XI of these Bylaws. The House Officer positions shall be filled by the House of Delegates in the manner prescribed by Article VI, Section 3. The Student Director shall be elected in the manner prescribed by Article V, Section 3. The
Nominating Work Group positions shall be filled by the House of Delegates in the manner prescribed by Article XI. All other elected positions shall be filled in the manner prescribed by this Article XIII.

Section 2: Term of Office. The term of office for the Academy Officer positions of President, President-elect, and Immediate Past President shall be one year. The term of office for the Student Director shall be one year. The term of office for Directors-at-large and for the Academy Officer position of Secretary-Treasurer shall be two years. The term of service for House Officer positions shall be one year.

Section 3: Eligibility and Qualifications of Candidates for Elected Positions Other Than Student Director or Nominating Work Group Member.

a. A candidate must be a fellow member of the AAPA.
b. A candidate must be a member of an AAPA Chapter.
c. A candidate must have been an AAPA fellow member for the last three years.
d. A candidate must have accumulated at least three distinct years of experience in the past five years in at least two of the following major areas of professional involvement. This experience requirement will be waived for currently sitting AAPA board members who choose to run for a subsequent term of office.
   i. An AAPA or constituent organization officer, board member, committee, council, commission, work group, task force chair.
   ii. A delegate or alternate to the AAPA House of Delegates.
   iii. A board member, trustee, or committee chair of the PA Foundation, Society for the Preservation of Physician Assistant History, American Academy of Physician Assistants Political Action Committee, Physician Assistant Education Association or National Commission on Certification of Physician Assistants.
   iv. AAPA board appointee.

Section 4: Self-declaration of Candidacy. Self-declaration, in accordance with policy, shall be permitted in the election of Academy Officers, Directors-at-large, and House Officers.

Section 5: Time of Elections. The time of House Officers’ elections is prescribed in Article VI, Section 3. The Governance Commission BOARD OF DIRECTORS shall determine the timing of elections of all other positions, in accordance with the requirements of these Bylaws.

Section 6: Eligibility of Voters. For all positions other than the Student Director, House Officer, and Nominating Work Group positions, eligible voters are fellow members listed on the Academy membership roster as of the date that is fifteen (15) days before the election.

Section 7: Election Procedures. The Governance Commission shall determine the procedures for the election of Academy Officers and Directors-at-large, including the
dates for distribution and return of ballots, subject to the requirements of the North Carolina Nonprofit Corporation Act. Voting shall be by mail or electronic ballots. The Academy staff shall manage the ballot distribution. The procedures for electing the House Officers are prescribed in Article VI, Section 3; and the procedures for electing the Student Director are prescribed in Article V, Section 3; and the procedures for electing members of the Nominating Work Group shall be determined by the House of Delegates in accordance with Article XI, Section 2.

Section 8: Vote Necessary to Elect. A plurality of the votes cast shall elect the Directors-at-large and the Academy Officers (excluding the Vice President), so long as the number of votes cast equals or exceeds a quorum of one (1) percent of the members entitled to vote in the election. In the case of a tie vote, the HOUSE OF DELEGATES SHALL VOTE TO DECIDE THE ELECTION FROM AMONG THE CANDIDATES WHO TIED. Governance Commission shall determine the process for selecting the winner. The vote necessary to elect the House of Delegates Officers (including the Speaker, who shall serve as the Vice President of the Academy) shall be prescribed in Article VI, Section 3.

Section 9: Commencement of Terms. The term of office for all elected positions, including Directors-at-large, the Student Director, Academy Officers, and House Officers, shall begin on JULY 1, June 10. In the event that the election of the House Officers occurs later than JULY 1, June 10, the new House Officers will take office at the close of the meeting during which they were elected.

Section 10: Vacancies. Academy Officers and Directors, and House Officers may resign or be removed as provided in these Bylaws. The method of filling positions vacated by the holder prior to completion of term shall be as follows:

a. OFFICE OF THE PRESIDENT. The President-elect shall become the President to serve the unexpired term. The President-elect shall then serve his/her own successive term as President.

b. OFFICE OF THE PRESIDENT-ELECT. In the event of a vacancy in the office of President-elect, the Immediate Past President shall assume the duties, but not the office of the President-elect while continuing to perform the duties of Immediate Past President. The Nominating Work Group will prepare a slate of candidates. The House of Delegates shall elect a new President-elect from the candidates proposed and any candidates that self-declare, who will take office immediately upon election and will serve the remainder of the un-expired term.

c. SPEAKER; FIRST VICE SPEAKER; SECOND VICE-SPEAKER. A vacancy in the positions of the Speaker, First Vice Speaker, or Second Vice Speaker shall be filled in the manner prescribed by the House of Delegates Standing Rules, and in accordance with Article VI, Section 3 of these Bylaws.

d. STUDENT ACADEMY BOARD MEMBER. A vacancy in the Student Director position shall be filled in the manner prescribed by the Student Academy Bylaws.
e. OTHER BOARD VACANCIES. All other vacancies occurring in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board from a slate of candidates prepared by the Nominating Work Group. All terms of office for such appointees to the Board of Directors shall expire June 30, or until their successor has been duly elected and assumed office. The remaining term of the vacated seat, if any, will be filled at the next regularly scheduled election.

Madam Speaker, I request that Resolution 2015-A-08 be divided into two resolutions as follows:

Resolution 2015-A-08(a)

Article XIII Elections.

Section 1: Positions to be Filled by Election. Elected positions include Directors-at-large; one Student Director; the Academy Officer positions of President-elect and Secretary-Treasurer; and the House Officer positions of Speaker, First Vice Speaker, and Second Vice Speaker; and such number of members of the Nominating Work Group as may be set forth in Article XI of these Bylaws. The House Officer positions shall be filled by the House of Delegates in the manner prescribed by Article VI, Section 3. The Student Director shall be elected in the manner prescribed by Article V, Section 3. The Nominating Work Group positions shall be filled by the House of Delegates in the manner prescribed by Article XI. All other elected positions shall be filled in the manner prescribed by this Article XIII.

Section 2: Term of Office. The term of office for the Academy Officer positions of President, President-elect, and Immediate Past President shall be one year. The term of office for the Student Director shall be one year. The term of office for Directors-at-large and for the Academy Officer position of Secretary-Treasurer shall be two years. The term of service for House Officer positions shall be one year.

Section 3: Eligibility and Qualifications of Candidates for Elected Positions Other Than Student Director or Nominating Work Group Member.

e. A candidate must be a fellow member of the AAPA.

f. A candidate must be a member of an AAPA Chapter.

g. A candidate must have been an AAPA fellow member for the last three years.

h. A candidate must have accumulated at least three distinct years of experience in the past five years in at least two of the following major areas of professional involvement. This experience requirement will be waived for currently sitting AAPA board members who choose to run for a subsequent term of office.

vi. An AAPA or constituent organization officer, board member, committee, council, commission, work group, task force chair.

vii. A delegate or alternate to the AAPA House of Delegates.

viii. A board member, trustee, or committee chair of the PA Foundation, Society for the Preservation of Physician Assistant History, American Academy of Physician Assistants Political Action Committee, Physician
Section 4: Self-declaration of Candidacy. Self-declaration, in accordance with policy, shall be permitted in the election of Academy Officers, Directors-at-large, and House Officers.

Pro testimony: A broad qualification would encourage new leaders and remove barriers for incredibly talented individuals to step forward. It was felt that the current qualifications are too stringent and create barriers to involvement. The Nominating Work Group still has a role in vetting and endorsing candidates.

Con testimony: The eligibility and qualifications were changed in the 1990’s to ensure strong leadership experience among candidates wishing to serve as Academy directors. Further testimony was that this amendment swings the “pendulum back” to less stringent criteria. Despite the Nominating Work Group’s due diligence, it could be possible for a minimally qualified candidate to be elected using innovative campaigning techniques, especially given the historically low voter turnout from the membership. Additional testimony emphasized the importance of growth from prior PA leadership roles which can only be gained over time through varied experiences.

Amended language was submitted to the committee and considered. Due to the complexity and lack of consensus on the qualifications required,

**Madam Speaker, the committee recommends rejection of Resolution 2015-A-08(a).**

**Resolution 2015-A-08(b)**

**Article XIII Elections**

Section 5: Time of Elections. The time of House Officers’ elections is prescribed in Article VI, Section 3. The Governance Commission shall determine the timing of elections of all other positions, in accordance with the requirements of these Bylaws.

Section 6: Eligibility of Voters. For all positions other than the Student Director, House Officer, and Nominating Work Group positions, eligible voters are fellow members listed on the Academy membership roster as of the date that is fifteen (15) days before the election.

Section 7: Election Procedures. The Governance Commission shall determine the procedures for the election of Academy Officers and Directors-at-large, including the dates for distribution and return of ballots, subject to the requirements of the North Carolina Nonprofit Corporation Act. Voting shall be by mail or electronic ballots. The Academy staff shall manage the ballot distribution. The procedures for electing the House Officers are prescribed in Article VI, Section 3; and the procedures for electing the
Student Director are prescribed in Article V, Section 3; and the procedures for electing members of the Nominating Work Group shall be determined by the House of Delegates in accordance with Article XI, Section 2.

Section 8: Vote Necessary to Elect. A plurality of the votes cast shall elect the Directors-at-large and the Academy Officers (excluding the Vice President), so long as the number of votes cast equals or exceeds a quorum of one (1) percent of the members entitled to vote in the election. In the case of a tie vote, the HOUSE OF DELEGATES SHALL VOTE TO DECIDE THE ELECTION FROM AMONG THE CANDIDATES WHO TIED. Governance Commission shall determine the process for selecting the winner. The vote necessary to elect the House of Delegates Officers (including the Speaker, who shall serve as the Vice President of the Academy) shall be prescribed in Article VI, Section 3.

Section 9: Commencement of Terms. The term of office for all elected positions, including Directors-at-large, the Student Director, Academy Officers, and House Officers, shall begin on JULY 1, June 10. In the event that the election of the House Officers occurs later than JULY 1, June 10, the new House Officers will take office at the close of the meeting during which they were elected.

Section 10: Vacancies. Academy Officers and Directors, and House Officers may resign or be removed as provided in these Bylaws. The method of filling positions vacated by the holder prior to completion of term shall be as follows:

i. OFFICE OF THE PRESIDENT. The President-elect shall become the President to serve the unexpired term. The President-elect shall then serve his/her own successive term as President.

j. OFFICE OF THE PRESIDENT-ELECT. In the event of a vacancy in the office of President-elect, the Immediate Past President shall assume the duties, but not the office of the President-elect while continuing to perform the duties of Immediate Past President. The Nominating Work Group will prepare a slate of candidates. The House of Delegates shall elect a new President-elect from the candidates proposed and any candidates that self-declare, who will take office immediately upon election and will serve the remainder of the un-expired term.

k. SPEAKER; FIRST VICE SPEAKER; SECOND VICE SPEAKER. A vacancy in the positions of the Speaker, First Vice Speaker, or Second Vice Speaker shall be filled in the manner prescribed by the House of Delegates Standing Rules, and in accordance with Article VI, Section 3 of these Bylaws.

l. STUDENT ACADEMY BOARD MEMBER. A vacancy in the Student Director position shall be filled in the manner prescribed by the Student Academy Bylaws.

m. OTHER BOARD VACANCIES. All other vacancies occurring in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board from a slate of candidates prepared by the Nominating Work Group. All terms of office for such appointees to the Board of Directors shall expire June 30, 2010, or
There was no pro or con testimony for 2015-A-08(b), therefore, 

Madam Speaker, the committee recommends adoption of Resolution 2015-A-08(b).

The Committee next considered testimony on 2015-A-12, the resolved portion of which reads:

Article III Membership

Section 3: Fellow Members. A fellow member shall be a PA who is a graduate of a 
PA program accredited by the Accreditation Review Commission on Education for the 
Physician Assistant (ARC-PA), or by one of its predecessor agencies (Committee on 
Allied Health Education and Accreditation [CAHEA], Commission on Accreditation of 
Allied Health Education Programs [CAAHEP]) or who has passed the Physician 
Assistant National Certifying Examination (PANCE) administered by the National 
Commission on Certification of Physician Assistants (NCCPA) or an examination 
administered by another agency approved by the Academy. Fellow members must satisfy 
such continuing medical and/or medically related educational requirements as may be 
prescribed by the Academy. Non-clinical fellow members will not be required to 
maintain continuing medical education (CME). Fellow members shall vote for Academy 
Officers and Directors with the exception of the Vice President, and Student Director, 
and shall be eligible to hold office.

The only testimony regarding this resolution suggested revising the last sentence of this 
resolution as follows:

Article III Membership

Section 3: Fellow Members. A fellow member shall be a PA who is a graduate of a 
PA program accredited by the Accreditation Review Commission on Education for the 
Physician Assistant (ARC-PA), or by one of its predecessor agencies (Committee on 
Allied Health Education and Accreditation [CAHEA], Commission on Accreditation of 
Allied Health Education Programs [CAAHEP]) or who has passed the Physician 
Assistant National Certifying Examination (PANCE) administered by the National 
Commission on Certification of Physician Assistants (NCCPA) or an examination 
administered by another agency approved by the Academy. Fellow members must satisfy 
such continuing medical and/or medically related educational requirements as may be 
prescribed by the Academy. Non-clinical fellow members will not be required to 
maintain continuing medical education (CME). Fellow members shall vote for Academy 
Officers and Directors with the exception of the Vice President, and Student Director, 
and shall be eligible to hold office. **FELLOW MEMBERS SHALL HAVE THE PRIVILEGE OF VOTING AND BE ELIGIBLE TO HOLD OFFICE.**
There was no objection to this change from the floor. The author of the original resolution submitted this amended language.

Madam Speaker, I move that Resolution 2015-A-12 be so amended.

The Committee next considered testimony on 2015-A-13, the resolved portion of which reads:

> Article III Membership

Section 10: Retired Members. A retired member shall be a PA who is a former fellow member who has chosen to retire from the profession, and opts to be classified as a retired member. Retired members shall be entitled to privileges of the floor, but shall not be entitled to vote or hold office—AND TO VOTE FOR ACADEMY OFFICERS AND DIRECTORS WITH THE EXCEPTIONS OF THE VICE PRESIDENT, FIRST VICE SPEAKER, SECOND VICE SPEAKER AND STUDENT DIRECTOR. RETIRED MEMBERS MAY NOT HOLD OFFICE EXCEPT FOR DELEGATE/ALTERNATE POSITIONS IN THE HOD.

ARTICLE VI House of Delegates.

Section 2: Composition. The voting membership of the House of Delegates shall consist of the immediate past and current House Officers, one delegate elected by each officially recognized specialty organization, one delegate from each caucus, delegates from Chapters, and delegates from the Student Academy of the American Academy of Physician Assistants. All delegates, other than those of the Student Academy, shall be fellow OR RETIRED members of the Academy. Student delegates shall be student or fellow members of the Academy. The delegates from the Chapters, specialty organizations, and caucuses are elected by the fellow members of those organizations. Chapter and Student Academy delegate seats shall be allocated as follows:

Pro testimony: Retired members are beneficial to the profession by adding a wealth of experience, insight, talent and available time.

Con testimony: Fellow membership is not limited to practicing PAs. Therefore, retired PAs can maintain fellow membership. Testimony was provided that this resolution affects other areas of the bylaws that would need to be addressed were this to be adopted. Additional testimony mentioned that the wording of the resolution was unclear. Furthermore, changing the benefits of retired members blurs the line between fellow and retired membership categories.

Madam Speaker, the committee recommends rejection of Resolution 2015-A-13.

The Committee next considered testimony on 2015-A-14, the resolved portion of which reads:

AAPA supports the continuity of care that comes from providing hospice medicine to our patients and will support legislation to remove barriers to reimburse PAs that provide hospice care.

Pro testimony: Testimony was provided that a policy statement would be helpful reflecting the Academy’s support for PAs providing hospice services and the reimbursement thereof.
Additional testimony suggested consideration of a position paper on the topic of hospice care provided by PAs.

Con testimony: As the AAPA is diligently working on this issue, the policy is unnecessary. HR1202 is currently before the U.S. Congress and addresses the issue of PA reimbursement for hospice care.

The committee felt there was no harm in adoption and there could be a possible benefit to having this policy if current legislation is not approved by U.S. Congress in this term.

Madam Speaker, the committee recommends adoption of Resolution 2015-A-14.

Madam Speaker, this concludes the report of Reference Committee A. I would like to thank the House Officers Gail Curtis, David Jackson and Bill Reynolds for their support and guidance. I would further extend gratitude and thanks to the hard work of the AAPA staff Penny Gaillard and Tom Shoemaker. I would like to thank the committee members for their hard work and being well prepared for this committee.

Respectfully submitted,

SIGNATURES ON FILE

Mark Zender, Chair

Jacqi Kernaghan

Samantha Rogers

Jacqueline Spiegel

Brian Wingrove

Karen Mogensen, Student Representative