


THE AMERICAN REGISTRY OF PHYSICIANS'
ASSOCIATES, INC.
BY-LAWS



Department of Community Health Sciences
Duke University
Durham, North Carolina
August, 1970

THE AMERICAN REGISTRY OF PHYSICIANS'

ASSOCIATES, INC.

By-Laws

ARTICLE I

NAME

The name and title by which this corporation shall be known, as stated in the Articles of Incorporation, is THE AMERICAN REGISTRY OF PHYSICIANS' ASSOCIATES, INC.

Article II

The objects and purposes of the said corporation, as stated in the Articles of Incorporation, shall be as follows:

- 1) To encourage the training and to promote and regulate the activities of Physicians' Associates;
- 2) To elevate the standard of Physicians' Associates by improving their training;
- 3) To determine the competence of Physicians' Associates and to arrange, control and conduct investigations and examinations to test the qualifications of voluntary candidates for certificates to be issued by the corporation;
- 4) To grant and issue certificates of registration to graduates of approved educational and training programs who voluntarily apply therefor, on the basis of these credentials and/or an examination, and to maintain a Registry of holders of such certificates;
- 5) To grant and issue certificates of registration to other persons who voluntarily apply therefor, who demonstrate by examination that they possess a background of training and experience indicative of an ability to perform satisfactorily in like manner as graduates of approved programs;

- 6) To serve physicians by preparing and furnishing lists of Registered Physicians' Associates who have been certified by the corporation;
- 7) To do and perform those things deemed necessary by the Board of Directors to the foregoing specified purpose, including the acquisition of property both real and personal by purchase or lease, employment of personnel, contracting for courses of instruction, establishment of schools and places of training, negotiations with agencies of the County, State and Federal Governments, and generally to perform all acts incidental to the successful legal operation of this organization.

Article III

Membership

Section 1

Membership in this corporation shall be of three classifications as follows:

- a) Active members: Active members of this corporation shall be representatives of educational institutions with training programs for physician dependent personnel, which programs satisfy the criteria set forth in Article IV, Section 5 of these By-Laws and which are in active operation and which have graduated students. Active members shall be entitled to attend meetings of the corporate membership and shall be entitled to vote.
- b) Associate members: Associate members of this corporation shall be representatives of educational institutions with training programs for physician dependent personnel, which programs satisfy the criteria set forth in Article IV, Section 5 of the By-Laws and which are in active operation but have not graduated students. Such associate members may become active members at such time as students are graduated, in accordance with the

provisions of Section 2 of Article IV. Associate members shall be entitled to attend meetings of the corporate membership and shall be entitled to vote.

- c) Provisional members: Provisional members of this corporation shall be representatives of educational institutions which have developed a plan for a training program for physician dependent health personnel which satisfies the criteria set forth in Article IV, Section 5 of the By-Laws and have designated a person to effectuate the plan, but which is not in active operation. Such provisional members may become associate members at such time as the program becomes active. Provisional members shall be entitled to attend meetings of the corporate membership but shall not be entitled to vote except as specified in Section 5 of this Article.

Section 2:

All appointments to membership in this corporation shall be for a term of three years; provided, however, that nothing in these By-Laws shall be construed to prohibit any member's being selected and appointed for more than one term as a member of this corporation; and provided further, that no membership shall cease until a successor has been appointed and has assumed office. The term of the first members shall commence on the date upon which the Articles of Incorporation of this corporation are filed in the Office of the Secretary of the State of North Carolina.

Section 3:

Not less than thirty days prior to the annual meeting of the Board of Directors, the Secretary of the Corporation shall mail notice of such meeting to the directors of all programs sponsored by an educational institution

entitled to select and appoint a representative as a member of any class. Not less than ten days prior to such meeting each of the above-mentioned directors shall submit to the Board of Directors of this corporation the name of the person selected and appointed to succeed a retiring member of this corporation.

Section 4:

In the case of the death, incapacity or resignation of any member of this corporation, the vacancy shall be filled by the educational institution which had selected and appointed the member whose death, incapacity or resignation from this corporation created such vacancy. Such selections and appointments shall be for the unexpired term of the party whose vacancy is being filled. The educational institution filling such a vacancy shall submit to the Secretary of this corporation the name of the person selected and appointed to fill such vacancy.

Section 5:

Notwithstanding any other provisions in these By-Laws, Provisional members shall be entitled to vote and hold office as director or officer of this corporation during the first year of operation which shall be deemed to end on the second Friday of July, 1971.

Article IV

Programs Qualified to Select and Appoint

Members

Section 1

The following educational institutions with training programs for physician dependent personnel initially deemed to satisfy the qualifications set forth in Section 5 of this Article shall be entitled to select and appoint one representative as member of the designated class.

- a) Duke University, Durham, N.C. (Active)

- b) Bowman Gray School of Medicine, Winston-Salem, N.C. (Associate)
- c) The University of Texas, Galveston, Texas (Provisional)

Section 2

An educational institution with a training program for physician dependent personnel, other than those specifically named in Section I above, that wishes to become entitled to select and appoint a representative as an Active Member of this corporation must apply to the Board of Directors of this Corporation and must be able to demonstrate that the program it sponsors satisfies the criteria set forth in Section 5 of this Article, that such program is in active operation, and further that such program has graduated students. If the Board of Directors finds that the program of such applicant institution does satisfy these criteria, it shall recommend to the membership that such institution be approved to select and appoint a representative as an Active Member of this corporation. Upon the approval of three-fourths of the voting members, of the corporation, such applicant institution shall become entitled to select and appoint a representative as an Active Member of this corporation.

Section 3

An educational institution with a training program for physician dependent personnel that wishes to become entitled to select and appoint a representative as an Associate Member of this corporation must apply to the Board of Directors of this corporation and must be able to demonstrate that the program it sponsors satisfies the criteria set forth in Section 5 of this Article and that such program is in active operation. If the Board of Director finds that the program of such applicant institution does satisfy these criteria, it shall recommend to the membership that such institution be approved to select and appoint a representative as an Associate Member of this corporation. Upon the approval of three-fourths of the voting members of the corporation, such applicant institution shall become entitled to select and appoint a

representative as an Associate Member of this corporation.

Section 4

An educational institution which has developed a proposal for a training program for physician dependent personnel, has designated a person to effect the plan and wishes to become entitled to select and appoint a representative as a Provisional Member of this corporation must apply to the Board of Directors of this corporation and must be able to demonstrate that the program under development will satisfy the criteria set forth in Section 5 of this Article. If the Board of Directors finds that the planned program will satisfy these criteria, it shall recommend to the membership that such institution be approved to select and appoint a representative as a Provisional Member of this corporation. Upon the approval of three-fourths of the voting members of the corporation, such applicant institution shall become entitled to select and appoint a representative as a Provisional Member of this corporation.

Section 5

An applicant program, to be approved by the Board of Directors, must demonstrate that it satisfies, or in the case of an applicant under Section 4 that it will satisfy, the following criteria.

A. General Prerequisites:

1. The program must be sponsored by a college or university with arrangements appropriate for the clinical training of its students. This will usually be a hospital maintaining a teaching program. There must be evidence that the program has education as its primary orientation and objective.
2. The program must provide to this corporation, to be available in turn to other educational institutions, prospective students, physicians, hospitals, and others, information concerning the program including the following:

Name and Location of School

College/University Affiliation
Clinical/Hospital Affiliation
Director
Student Capacity
Academic Schedule
Tuition Fees

3. The program must also provide, for the use of this corporation, sufficient confidential information to establish that the program is in compliance with the specific guidelines which follow.

B. Administration:

1. The program may be administered by a medical school, hospital, university, college or other entity, providing it can assure that the educational standards can be maintained and other requirements met.
2. The administration shall be responsible for maintaining adequate facilities and a competent faculty and staff.
3. The administration shall assure the continued operation and adequate financing of the program through regular budgets, which shall be available for review by the corporation. The budget may be derived from gifts, endowments, or other sources, in addition to student fees.
4. The administration shall assure that the standards and qualifications for entrance into the program are recorded and available to this corporation, and that these standards are met. Records of entrance qualifications and evaluations for each student shall be recorded and maintained, including transcripts of high school and college credits.
5. The administration shall make available to this corporation yearly summaries of case loads and other educational activities done by clinical affiliates, including volume of outpatient visits and number of inpatients.

C. Organization of Program:

1. The Program must be under supervision of a qualified director, who has at his disposal the resources of competent personnel adequately

trained in the administration and operation of educational programs.

2. It will be the responsibility of the director to maintain a qualified teaching faculty.
3. The director will maintain a satisfactory record system to document all work done by the student. Evaluation and testing techniques and standards shall be stated, and the results available for inspection.
4. The director will maintain records on each student's attendance and performance.
5. The director will maintain on file a complete and detailed curriculum outline, a synopsis of which will be submitted to this corporation. This should include both classroom and clinical instruction.

D. Physical Facilities:

1. Adequate space, light, and modern equipment should be provided for all necessary teaching functions.
2. A library, containing up-to-date textbooks, scientific periodicals, and reference material pertaining to clinical medicine, its underlying scientific disciplines, and its specialties, shall be readily accessible to students and faculty.
3. A hospital or other clinical facility shall be provided and shall be of sufficient size to insure clinical teaching opportunities adequate to meet curriculum requirements.

E. Faculty:

1. The program must have a faculty competent to teach the didactic and clinical material which comprises the curriculum.
2. The faculty should include at least one instructor who is a graduate of medicine, licensed to practice in the location of the school, and whose training and experience enable him to properly supervise progress and teaching in clinical subjects. He shall be in attendance for sufficient time to insure proper exposure of the student to clinical

teaching and practice.

3. The program may utilize instructors other than physicians, but sufficient exposure to clinical medicine must be provided to insure understanding of the patient, his problem, and the diagnostic and therapeutic responses to this problem. For this reason attention is specifically directed to provision of adequate exposure of students to physician instructors.

F. Prerequisites for Admission:

1. The student in such a program must possess an ability to use both written and spoken language in effective communication with patients, physicians and others. He must also possess quantitative skills to insure proper calculation and interpretation of tests. He must also provide evidence that he possesses behavioral characteristics of honesty and dependability, and such other traits of character that are sufficient to safeguard the interests of patients and others. The program must insure that candidates accepted for training are able to meet such standards by means of specified evaluative techniques, which are available for review by this corporation. The above requirements may be met in several ways. The following specific examples could serve the purpose of establishing the necessary qualifications and are provided as guides.
 - a. Degree-granting Programs: The successful completion of the preprofessional courses required by the college or university as a part of its baccalaureate degree, plus letters of recommendation from individuals competent to evaluate the qualifications cited above.
 - b. Non-Degree (Certificate) Programs: A high school diploma or its equivalent, previous health related work, preferably including education and experience in direct patient care, plus letters of recommendation from physicians or others competent to evaluate

the qualifications cited above.

2. All transcripts, test scores, opinions, or evaluations utilized in selection of students should be on file and available to this corporation on request.

G. Curriculum:

1. The curriculum should provide adequate instruction of sufficiently broad proportion in the basic sciences underlying medical practice to provide the student with an understanding of the nature of disease processes and symptoms, abnormal laboratory tests, drug actions, etc. This shall be combined with instruction, observation, and participation in taking a complete and detailed patient history, performing a complete examination, carrying out a variety of sophisticated diagnostic and therapeutic procedures, etc. This should be in sufficient depth to enable the graduate to integrate and organize historical, physical and laboratory findings.
2. The didactic instruction should follow a planned and progressive outline and include an appropriate mixture of classroom sessions, textbook assignments, discussions, demonstrations, laboratory experiences and similar activities. There should be sufficient evaluative procedures to assure adequate evidence of student competence.
3. Instruction should include practical instruction and clinical experience under qualified supervision sufficient to provide understanding of and skill in performing those clinical functions required of this type of assistant. Evaluation techniques should be described and results recorded for each student.
4. Although the student may concentrate his effort and his interest in a particular specialty of medicine, he should possess a broad general understanding of medical practice and therapeutic techniques, so as to

permit him to function with the degree of judgment previously defined.

5. Although some variation is possible for the individual student dependent on aptitude, previous education, and experience, in order to obtain and possess the desired level of knowledge, skills, and abilities, the curriculum will usually require two or more academic years for completion.
6. The college or university sponsoring the program shall establish course numbers and course descriptions for all training, and should provide a transcript for each student. Students should receive college credit when this is appropriate, and should receive a suitable degree when sufficient credit is earned. If a degree is not earned, a certificate or similar credential shall be granted to the student on completion of the course of study.

H. Health:

1. Applicants will be required to meet the health standards of the sponsoring institution.
2. As evidence of its concern for imparting the importance of proper health maintenance, the program should provide the same health safeguards for the students that are provided for other students or employees of the affiliated clinical institution.

Section 6

If at any time the Board of Directors in good faith determines that the program of an educational institution entitled to select and appoint a representative as a member of any class has ceased to satisfy the criteria set forth in Section 5 of this Article or has ceased to satisfy the requirements entitling it to appoint a member of a particular class, the Board of Directors shall notify the director of such program of the perceived deficiency. If within thirty days of such notification the director of such program does not present to the Board a proposal to remedy such deficiency within a reasonable

time, the Board of Directors shall notify the educational institution sponsoring such program that it is no longer entitled to select and appoint a member of this corporation and that the membership of the person then representing such institution is terminated. If such program presents a proposal to remedy the deficiency but does not in fact remedy such deficiency within such reasonable time as may be determined by the Board, the Board of Directors shall notify the educational institution sponsoring such program that it is no longer entitled to select and appoint a member of this corporation and that the membership of the person then representing such institution is terminated. A program disqualified in this manner may reapply under the appropriate Section of this Article.

Section 7

At such time as national accreditation is developed for programs training physician dependent health personnel of the type registered by this Registry, accreditation of a program shall be deemed to qualify the educational institution sponsoring such program to select and appoint a representative to serve as a member of this corporation.

Article V

Board of Directors

Section 1

There shall initially be three Directors of this corporation. The term of office for the Directors shall be for three years, with the term of one expiring each year. At the time of the election of the Board of Directors to replace the initial Board identified in the Articles of Incorporation, it shall be specified which Director shall serve a one-year term, which Director shall serve a two-year term, and which Director shall serve a three-year term, in order that the staggered terms might be established. At such time as there are seven voting members of this corporation, the Board of Directors shall be increased to seven and will include the President, the Vice president, the Secretary (or Secretary-Treasurer), the President-elect, and three representatives from

the voting membership who will be elected for terms of three years, one being elected each year. In the event that one of the above named officers would otherwise be a member of the Board of Directors, the voting members will be entitled to elect an additional Director for a period of one year.

Section 2

Only a voting member in good standing shall be eligible to serve as a Director. Nothing in these By-Laws shall be construed to prohibit any Director's being elected for more than one term as a Director of this Corporation.

Section 3

Nomination of candidates for a directorship may be made by any voting member of this corporation, 1) by mailing such nominations to the registered office of this corporation within 20 days after receipt of notice from the corporation that the ballot is being prepared, or 2) from the floor at a meeting of the membership at which a director is to be elected.

Section 4

Election shall be by a plurality of the votes cast by the voting members. In case of a tie, the election shall be decided by lot.

Voting shall be conducted either at a meeting of the membership or by mail ballot.

Section 5

In the case of the death, incapacity or resignation of any Director during his term of office, the vacancy shall be filled by the Board of Directors until the next annual meeting when a special election will take place.

Section 6

The duties of the Board of Directors of this corporation are as follows:

- a) To consider, evaluate, and pass on the qualifications of candidates for registration;
- b) To admit qualified candidates to the Registry;
- c) To prepare, maintain and issue lists of registrants;
- d) To consider, evaluate and pass on programs of educational

institutions applying for the privilege of selecting and appointing a member of this corporation;

- e) To administer the property and financial affairs of the corporation;
- f) To conduct the business of the Corporation between meetings of the membership;
- g) To submit a report of its activities at the meetings of the membership;
- h) To remove from office any officer or committee member who fails to perform the required duties of office, or for other good cause;
- i) To fill an unexpired term of any office.

In addition, the Board of Directors of this corporation has the following powers;

- a) To develop and administer an examination to determine a candidate's qualification for registration and to determine a registrant's continued qualification for registration;
- b) To employ an Executive Director to be the chief administrator of the corporation;
- c) To vote by mail between meetings with a majority vote ruling;
- d) To do any and all things necessary or desirable to accomplish the objects and purposes of this corporation;

IV

Officers

Section 1

The officers of this corporation shall consist of a President, a Vice President, a Secretary, and a Treasurer. The offices of Secretary and Treasurer may be combined into one office, that of Secretary-Treasurer, upon vote of the members.

Section 2

The officers of this corporation shall be elected by the voting members at the regular annual meeting of the members. Each of the officers

shall be chosen from among the voting members of the corporation to serve for a period of one year, not to succeed themselves in office. Nothing in these By-Laws shall be construed to prevent a member's serving as an officer and as a Director of the Corporation simultaneously.

Section 3

A vacancy of any officer of the Corporation shall be filled for the unexpired term of such officer by the Board of Directors.

Section 4

The duties of the officers shall be as follows:

- a) The President shall have the powers and duties usually appertaining to such office and such others as may be assigned to him by the Board of Directors from time to time. He shall submit at each meeting of the Board of Directors and at each meeting of the members a written report of the business and activities and affairs of the corporation.
- b) The Vice President, in the absence or disability of the President, shall act in the place and stead of the President, and in addition thereto, the Vice President at all times shall perform such of the duties and affairs of the Corporation as may be assigned to him by the President of the Corporation or by the Board of Directors.
- c) The Secretary shall keep the Minutes of the meetings of the members and of the meetings of the Board of Directors and shall keep all records of the Corporation. He shall be custodian of the Corporation's Seal and affix same whenever proper. He may delegate at his discretion certain of his duties to the Executive Director.
- d) The Treasurer shall keep, or cause to be kept, true and accurate accounts of all the financial transactions of the Corporation. He shall be the custodian of the funds of the Corporation and shall prepare, or cause to be prepared, an audit of the Corporation's

books and shall present a report of such audit at each annual meeting of the members. The Treasurer may be required to give bond in such sum and with such surety as may be determined and approved by the Board of Directors.

VII

Executive Director

If an Executive Director is employed by the Board of Directors, he shall perform the duties usual to such an office, except those specifically imposed by these By-Laws upon the officers and the Board of Directors. Subject to the approval of, and the instructions by, the Board of Directors, he shall act as administrative officer and business manager of the Corporation. He shall refer to the proper officials all administrative questions that come within their jurisdiction. He shall attend all regular meetings of the Corporation and keep the minutes thereof; and shall assist the officers whenever possible in the performance of their duties. He shall have no vote in the meetings of the Board of Directors.

He shall employ assistants as the Board of Directors may direct or approve. He shall be under the employ of the Board of Directors; and in case of his death, resignation, or removal, the Board of Directors shall have the power to fill the vacancy. The amount of his salary shall be fixed by the Board of Directors, and he shall be bonded at the expense of the Corporation in such amount as the Board of Directors may require.

VIII

Meetings

Section I

There shall be an annual meeting of the members on the second Friday in July and meetings of the Board of Directors of this Corporation held during each calendar year at times and places to be fixed by the Board of Directors.

Section 2

Special meetings of the members may be called by the President of the Corporation or upon written request made to the Secretary by ten per cent of the voting Members or by the Board of Directors, provided, however, that written notice of the time of the meeting and the subjects to be considered at such meeting shall be sent to each member not less than thirty days prior to the meeting. The President of the Corporation shall have the right to fix the place where the special meeting of the members shall be held.

Section 3

Special meetings of the Board of Directors may be called upon written request of two Directors.

Section 4

A majority of the voting members of the Corporation shall constitute a quorum for the transaction of the business of the Corporation at meetings of the members, and, except as is otherwise provided herein, the votes of the majority of those voting members who may be present at any meeting of such members shall be sufficient to pass any of the business of the Corporation before such meeting.

Section 5

A majority of the members of the Board of Directors shall constitute a quorum for the transaction of the business of the Corporation by the Board of Directors at its meetings.

Article IX

Registration of Physician's Associates

Section 1

Applicants for registration as Physician's Associates shall

- (1) be over 20 years of age;
- (2) be of good moral character;
- (3) have a high school education or its equivalent (as shown by such

- documentary evidence as the Board shall deem acceptable);
- (4) be a graduate of an educational and training program for physician-dependent health personnel which satisfies the criteria set forth in Section 3 of these By-Laws. (For purposes of this Section, a program is deemed to satisfy such criteria if it is currently entitled to select and appoint a member of this corporation. If an applicant is a graduate of a program not entitled to select and appoint a member of this corporation, he shall establish to the satisfaction of the Board that the program from which he graduated satisfies such criteria);
 - (5) furnish three letters of reference as follows:
 - (a) one from a personal acquaintance of more than five years;
 - (b) one from a physician who has had primary input into the applicant's clinical training;
 - (c) one from another physician acquainted with the applicant's professional background;
 - (6) furnish any other information reasonably related to the moral character, training and ability of the applicant which may be required by the Board of Directors in the application form or upon special request;
 - (7) pay a fee in such sum as the Board of Directors may from time to time fix.

Section 2

The Board of Directors may formulate an examination covering the knowledge and skills which it deems necessary for the effective performance of a Registered Physician's Associate, which knowledge and skills shall be approximately equivalent to those ordinarily possessed by a graduate of a member program. If such an examination is developed, the passing of such examination will relieve the applicant of the necessity of complying with

Subsection (4) of Section 1 of this Article

Section 3

Upon an applicant's satisfaction of the requirements set forth above, the Board of Directors shall issue to such applicant a certificate stating that he is a registrant of this Registry. To remain in good standing the registrant must renew this certificate on such date and on payment of such fee, and in compliance with such conditions, as the Board of Directors shall from time to time specify including notification from his employing or supervising physician that he continues to function in this role. If a registrant ceases to function in this role, he may be continued as an inactive registrant for three years and shall thereafter cease to be registered. The Board may develop and administer an examination to test the continued qualification of the registrant and may condition renewal of a certificate on the passing of such examination.

Section 4

The granting of a certificate shall entitle the holder to use the title Registered Physician's Associate, to display the seal of this Registry and to have his name appear on the Registry list for such time as the holder remains in good standing with this Registry.

Section 5

The Board of Directors, by a majority vote of its members, shall be authorized to revoke a certificate issued by it, or to refuse to renew same, if the registrant, in the opinion of the Board of Directors;

- A) Has ceased to be a person of good moral character;
- B) Has conducted himself in the practice of his profession or in any other manner so as to bring discredit to the profession; or
- C) Has failed to satisfy any conditions established by the Board.

Before a registrant's registration shall be revoked, a notice shall be sent by certified mail to such registrant at his last known address as it

appears on the records of the Registry, setting forth the act, omission or conduct complained of, and giving the Registrant thirty days to reply in writing thereto. If requested by the registrant, he shall be permitted to appear in person before the Board of Directors, and shall be given thirty days written notice of the time and place set for his appearance. The Board of Directors may make such further investigation as it deems warranted by the circumstances. Within sixty days from the date of receipt of the registrant's reply, or from the date upon which such reply is due if none is received, or from the date of the registrant's appearance before the Board, the Board of Directors shall duly consider the facts and shall notify the registrant of what decision the Board has made; and the action taken thereon shall be final.

A Registered Physician's Associate whose certificate has been revoked may be reinstated when he has complied with the requirements of the Board of Directors, or he may be required to re-apply, at the discretion of the Board. The right to reject an application for, or to refuse the renewal of, a certificate of registration shall be the sole right of, and at the discretion of, the Board of Directors.

Section 6

A listing of the registrant's currently in good standing with the Registry shall be maintained and shall be available to any individual or institution upon request.

Article X

Seal

The Seal of the Corporation shall bear the words of the following, or similar, import:

THE AMERICAN REGISTRY OF PHYSICIANS' ASSOCIATES INCORPORATED in the State of North Carolina 1970

Article XI

Finances

Section 1

The fiscal year of this Corporation shall be from January 1 to December 31.

Section 2

The fees for applicants and registrants shall be as follows:

- a) The initial application fee shall be \$25 and shall not be refundable if the application is rejected;
- b) The annual fee for renewal of a certificate shall be \$10;
- c) The examination fee shall be \$100.

Article XII

Amendments

These By-Laws may be amended at any duly constituted regular or special meeting of the Board of Directors, provided that thirty days written notice of such meeting shall be given, together with a copy of the proposed amendment. An amendment to these By-Laws shall be made only upon the vote of two-thirds of all of the members of the Board of Directors.

Article XIII

Dissolution

Upon dissolution of this corporation, any assets are to be distributed to a non-profit organization furthering the cause of medical education, which organization will be designated by the Board of Directors at the time of dissolution.