The Association of Academic Physiatrists (AAP) is excited to announce the winners of the 2015 AAP Awards designed to recognize individuals who have made significant contributions to the specialty of physical medicine and rehabilitation (PM&R). AAP will honor the recipients at an awards ceremony on March 14 at the 2015 AAP Annual Meeting in San Antonio.

JOIN AAP IN CONGRATULATING THE 2015 AAP AWARDS RECIPIENTS

AAP GENERAL BUSINESS SESSION

2015 AAP ANNUAL MEETING
SAN ANTONIO, TEXAS

Grand Hyatt I Texas A/B
Saturday, March 14, 2015 I 7:00 - 8:15 am

Creating the future of academic physiatry through mentorship, leadership, and discovery.
General Business Session

Association of Academic Physiatrists
Saturday, March 14, 2015
Grand Hyatt
San Antonio, TX
Texas A/B

1. Call to Order and Agenda Approval  
   Kathryn Stolp, MD

2. Greeting from the President  
   Kathryn Stolp, MD

3. Approval of Minutes  
   Kathryn Stolp, MD

4. Bylaws Ratification and Vote  
   Kathryn Stolp, MD

5. Financial Report  
   John Chae, MD, ME

6. Journal Report  
   Walter Frontera, MD, PhD

7. Committee Updates
   a. Leadership Development and Recognition Committee  
      Michael Boninger, MD
   b. Program Committee  
      Anne F. Ambrose, MD
   c. Education Committee  
      Susan Garstang, MD
   d. Membership Committee  
      Adam Stein, MD
      1) Recognition of new members
      2) Moment of Silence
   e. Research Committee  
      Gwendolyn Sowa, MD
I. Call to Order and Agenda Approval
Dr. Kathryn Stolp, President, called the session to order at 7:12 a.m. CDT. The agenda was approved as published.

II. Greetings and Update from the President
Dr. Stolp extended a welcome to the meeting attendees. Her remarks highlighted the past and continuing growth of the AAP citing specific accomplishments from the past year:
1. Introduced the new Executive Director and AAP staff.
2. Discussed the new strategic plan and logo redesign.
3. Mentioned updating the Bylaws to reduce inconsistencies.
4. Launched the Research Badge project.
Dr. Stolp notified the membership that Dr. Thiru Annaswamy would be stepping down as Program Chair. Dr. Anne Felecia Ambrose will replace Dr. Annaswamy.

III. Approval of Minutes
Dr. John Chae, Treasurer, moved to approve the minutes of the last General Business Session held on March 10, 2013. The minutes were approved as presented.

IV. Journal Report
Dr. Walter Frontera, Journal Editor-in-Chief, provided an update on the AJPM&R. Dr. Frontera discussed the transition of closing the Indianapolis, IN office and outsourcing the managing editor services to J&J Editorial. AJPM&R experienced a good year in 2013, highlighted by:
1. The highest number of submissions in its history - 574.
2. An increase in the impact factor for rehabilitation to 1.731.

V. Financial Report
G. Francisco, Treasurer, summarized the FY21013 financial audited statement. Total 2013 revenue was $1,328,497 and total expense of $1,236,397 yielding a change in net assets prior to reserves and investment income of $92,100.

VI. Committee Reports
a. Leadership Development and Recognition Committee
Dr. Michael Boninger discussed changes that will be made to the Bylaws that will affect the volunteer process such as staggered terms for Board of Trustees, committee chairs, and committee members; nomination/volunteer applications for future participation on committees/BOT; and moving award nomination deadline to May.
b. **Program Committee**  
Dr. Thiru Annaswamy, Program Committee Chair, reported the 2014 meeting was very successful with attendance of over 700, the highest meeting attendance to date. Dr. Annaswamy presented the preliminary 2015 course topics.

c. **Education Committee**  
Dr. Susan Garstang, Education Committee Chair, reported on the Learner’s Needs Assessment from last August. She encouraged everyone to listen to the Journal Podcasts. The Education Committee is also working on some new maintenance of certification programs.

d. **Membership Committee**  
Dr. Adam Stein encouraged attendees to become mentors to graduating residents, fellows, junior faculty and medical students. The membership committee created new brochures and they modified the membership categories. The membership categories will be voted on as part of the bylaws changes.

e. **Research Committee**  
Dr. Gwen Sowa, Research Committee Chair, reported on the creation of the Physiatric Research Consulting Program. The first program will be the Wisconsin Medical College and the visit will happen in April. The Research Badge Project has been completed and loaded on the website. Several papers have also been submitted to the NIH and PCORI.

VII. **New Business**  
There was no new business.

VIII. **Adjournment**  
The meeting adjourned at 7:35 a.m. CDT

Respectfully submitted,

John Chae, MD  
Treasurer
Modification Summary to Bylaws

ARTICLE I – NAME
No changes.

ARTICLE II – Purpose
Removed the mission and changed the section header to purpose. The AAP mission could change every 3-5 years as the AAP does strategic planning. It is more common to use the term “purpose.” It still outlines what the AAP does without using the term mission. Minor modifications in the text also remove the word mission without losing the context of the statement.

ARTICLE III – MEMBERSHIP
The Board of Trustees upon recommendation from the Membership Committee modified the classes of membership. The Membership Committee removed ambiguity from the definitions and added categories such as the Early Career Physician. Early Career Physicians are transitioning from residency into attending. Dues are reduced for Early Career Physicians for three years as they get established. Early Career Physicians will be allowed to vote and hold office.

Additionally, language that the AAP does not discriminate was moved to this section to clearly highlight that the AAP will not discriminate membership.

Finally, language was added that the Board of Trustees sets the amount of dues.

ARTICLE IV - MEETINGS
Added language that members will receive notice of the meeting each year via mail or electronic message. Modified quorum to a set number of 30 members instead of the moving target of a percentage of the membership. Final change was an exclusion for voting by proxy.

ARTICLE V – OFFICERS
The title of Treasurer was modified to Secretary-Treasurer since the individual also reviews the minutes and handles parliamentary procedure. Standardized language so that Officers rotate at the conclusion of the annual meeting. Modified the language so the President no longer appoints committee members/chairs. Committee members and chairs are handled by the nomination process through the Leadership Development and Recognition committee. Also added language to remove officers.

ARTICLE VI – BOARD OF TRUSTEES
Modified the rotation schedule for the Board of Trustees to allow the Board to have consistency. Term limits of 2 consecutive 2 year terms will be in place for Members-at-Large and Committee chairs.

ARTICLE VII – ASSOCIATION
Shortened the Executive Director section by removing the job description and replacing it was a paragraph.
ARTICLE VIII – DISCIPLINARY ACTION
Small clarifications.

ARTICLE IX – COMMITTEES AND COUNCILS
Created the definition of the Executive Committee to handle issues between Board meetings. Explained how the Leadership Development and Recognition Committee will work. Explained how vacancies will work.

ARTICLE X – OFFICIAL PUBLICATION
Minor changes.

ARTICLE XI – AMENDMENTS
Modified the process to bring changes to the Bylaws by allowing electronic votes with ratification at the next Board meeting. This has already happened in the past.

ARTICLE XII – INDEMNIFICATION
Updated

ARTICLE XIII – PARLIAMENTARY AUTHORITY
Add Parliamentary authority.

ARTICLE XIV – GOVERNING LAW
Add – governing law as Maryland.

ARTICLE XV – REPEAL OF PREVIOUS BYLAWS, MOTIONS AND RULES
Will change date if approved.
ARTICLE I – NAME
The name of the organization is Association of Academic Physiatrists. It shall hereafter be referred to as “the Association” or “AAP”.

ARTICLE II – PURPOSE
The Association promotes the advancement of teaching, research, and practice of physical medicine and rehabilitation within the academic arena. The Association shall facilitate the exchange of ideas and information regarding the teaching of the art and science of physical medicine and rehabilitation. The Association shall promote the dissemination of information to future physicians who will practice this art and science. The Association shall also encourage exchanges of information with other fields of medicine. The field of physical medicine and rehabilitation, its practitioners, academicians, patients, and the general public health and welfare will benefit from the activities of the Association.

ARTICLE III – MEMBERSHIP
Section 1. Members in Good Standing
“Members in good standing” shall be those members of the Association who have paid dues for the current year and who have no disciplinary actions pending or otherwise unresolved. Membership is open to all qualifying individuals regardless of disability, race, creed, gender, religion, sexual orientation or country of national origin. The Board of Directors shall establish the requirements for Diplomates and other membership categories.

Section 2. Classes of Membership
   a. Diplomate Members
   b. Emeritus Members
   c. Associate Members
   d. In-training Resident or Fellow Members
   e. Distinguished Members
   f. International Members
   g. Administrative Director
   h. Health Professional/Researcher
   i. Medical Student
   j. Program Coordinator
   k. Early Career Physician

Diplomate, Early Career Physician, Emeritus, and Distinguished members shall be eligible to vote and hold office.

Section 3. Qualifications
   a. Diplomate Members
      A Diplomate Member must be a physician qualified to practice medicine in the United States or Canada. He/she must have a primary certificate of physical medicine and rehabilitation or subspecialty certificate that falls under physical medicine and rehabilitation and be a Diplomate of the American Board of Physical Medicine and Rehabilitation (ABPMR) or declared equally qualified by his/her country's specialty examining Board (such as the Royal College of Physicians and Surgeons of Canada). Diplomate members are eligible to hold office and vote.

   b. Emeritus Members
      Emeritus membership is for a physician permanently retired from the practice of medicine.
c. **Associate Members**
   Associate members shall be eligible physicians who practice, or are interested in physical medicine and rehabilitation and who are a member of the American Board of Medical Specialties or Canadian equivalent or a Diplomate of an approved board of the American Osteopathic Association. Associate members shall enjoy all privileges of membership except voting and holding office.

d. **In-training Members Resident or Fellow**
   An In-Training member is a physician actively engaged in a training program leading to admissibility to the certifying examination of the ABPMR (or his/her country’s equivalent examining board).

e. **Distinguished Members**
   A Distinguished Member shall be a living current or former member of the Association who is recognized as a major contributor to the field by virtue of teaching, research, and scholarly publications, and is noted for dedicated service to the Association. Nomination shall be by unanimous vote of the Leadership Development and Recognition Committee and the Board of Trustees. Only one candidate may be nominated each year. This category of membership shall be reserved for only the most distinguished academic physiatrist, and consequently a nomination in every year is not required. Election shall be by a two-thirds affirmative vote of the eligible members present at a general business session. Distinguished Members shall have the right to vote and hold office and shall have a lifetime exemption from any dues or fees. Distinguished Members shall be presented with a plaque at the next general business session following their election.

f. **International Members**
   An International member is a physician legally qualified to practice medicine in his/her country of residence, with training and experience comparable to Diplomates of the ABPMR. An International member must also be actively engaged in the practice of physical medicine and rehabilitation as well as in physiatric research and/or the training of physicians/students in the specialty of physiatry. International members enjoy all of the privileges of membership except voting and holding office.

g. **Administrative Director**
   An Administrative Director must be employed in an academic medical program and overseeing the business functions of the department or division. An Administrative Director member shall enjoy all privileges of membership except voting and holding office.

h. **Health Professional/Researcher**
   A Health Professional/Researcher member is a non-physician health care professional or research scientist with an academic appointment in a division or department of a medical school. They enjoy all the privileges of membership except voting and holding office.

i. **Medical Student**
   A Medical Student member is a student in medical school or osteopathic school interested in physical medicine and rehabilitation.

j. **Program Coordinator**
   A Program Coordinator must be employed in an academic medical program and overseeing the coordination of a residency or fellowship program. Program Coordinator members shall enjoy all privileges of membership except voting and holding office.
k. Early Career Physician
An Early Career Physician is in their first three years post training. The Early Career member must be a physician qualified to practice medicine in the United States or Canada. He/she must have a primary certificate of physical medicine and rehabilitation or subspecialty certificate that falls under physical medicine and rehabilitation or be Board eligible for that certificate or declared equally qualified by his/her country’s specialty examining board (such as the Royal College of Physicians and Surgeons of Canada). Early Career members are able to hold office and vote.

Section 4. Dues
Dues and assessments for all classes of membership shall be established by the Board of Trustees. The Board of Trustees shall establish policies deemed necessary concerning delinquent dues and cancellation of membership. Members temporarily unable to pay dues because of financial difficulties may be excused from full payment of those dues based on guidelines established by the Board of Trustees.

ARTICLE IV - MEETINGS
Section 1. Annual Meeting
The Association shall hold general business sessions at least once per year at such time and place as the Board of Trustees may determine. Members will be notified by mail postage prepaid to his/her address on file at the AAP stating the place, date and time of the meeting or via electronic message to the email on file.

Section 2. Special Sessions
At the discretion of the President, or upon the written request of four members of the Board of Trustees, a special business session may be called. The general membership must be notified in writing at least 30 days before this session of the date, time and place of the session.

Section 3. Order of Business
The Association at any session shall proceed in the order of business set by the Board of Trustees, which shall be distributed to the members prior to the beginning of the session. At any meeting, however, the Association by specific motion, may change the order of business previously set by the Board of Trustees and proceed in accordance with the terms of the motion.

Section 4. Quorum
An actual presence of at least 30 of the voting members of the Association shall be necessary for the transaction of business. Voting by proxy is not permitted.

Section 5. Voting
If a quorum is present, a majority vote of the voting members present shall be required to constitute approval of any matter except where otherwise noted.

Section 6. Mail Ballot
In the event that a special business session cannot be called, at the discretion of the President or on the written request of four members of the Board of Trustees a first class mail or electronic mail ballot may be sent to the eligible voting membership. A response of at least 60 of the voting members in good standing of the Association shall be necessary for completion of consideration of any ballot initiative. A two-thirds affirmative vote of the responses shall be required for passage of any ballot initiative.

Section 7. Procedure
The business meetings and other meetings of the Society shall be governed by customary parliamentary procedure and rules of order. Any member wishing to bring new or old business matters before the business meeting of the Society shall submit this business in writing to the President at least two weeks prior to the annual meeting. Under usual circumstances, such business items will be reviewed by the Executive
Committee or an appropriate committee before any action is taken by the membership at the business meeting. The Executive Committee shall have the final decision as to which items appear on the agenda. The Secretary-Treasurer shall act as parliamentarian to interpret Robert’s Rules of Orders Revised.

ARTICLE V – OFFICERS
Section 1. Officers
The officers of the Association shall be the President, the President-elect, and Secretary-Treasurer.

Section 2. Election
At the annual business session in an odd-numbered year, the voting members of the Association shall elect the Secretary-Treasurer.

Section 3. Term of Office
A “term in office” shall be defined as a period of two consecutive years. The President-elect shall automatically assume the office of President at the end of the term of the incumbent President. The Secretary-Treasurer will automatically assume the office of the President-elect at the end of the term of the incumbent President-elect. Each officer may only serve one consecutive term of office. Each officer shall hold office until the conclusion of the annual meeting.

Section 4. Qualifications
Any Diplomate, Early Career, Emeritus or Distinguished Member may be eligible for election or appointment to office in the Association.

Section 5. Elections
The Secretary-Treasurer shall be nominated by the Leadership Development and Recognition Committee and confirmed by a majority vote of the members of the AAP present and voting at the business meeting. Nominations from the floor will not be accepted.

Section 6. Rights and Duties
a. President
The President shall:
1. Preside at all meetings and gatherings of the Association and of the Board of Trustees.
2. Shall act as chief spokesperson of the AAP to the public, the press, legislative bodies, the medical community at large, federal, state, and local governmental and private agencies and organizations.
3. Shall serve as Chair of the Executive Committee be an ex-officio, non-voting member of all committees except the Leadership Development and Recognition Committee.
4. Be empowered to appoint qualified member(s) to serve in a liaison capacity between the association and other professional organizations.
5. Supervise the Executive Director in the performance of all administrative and personnel processes of the Association.
6. Perform such other duties and exercise such other rights as the AAP Bylaws and custom or parliamentary usage may require or as the Board of Trustees shall direct.

b. President-elect
The President-elect shall:
1. Assist the President in the discharge of his/her duties and in the absence of the President shall preside at all meetings and sessions of the Association and its Board of Trustees.
c. Secretary-Treasurer
   The Secretary-Treasurer shall:
   1. Be responsible for the fiscal management and budgeting process of the
      Association.
   2. Review the minutes of the Board of Trustees.
   3. Supervise the Executive Director in the performance of those duties relevant to the
      position of Secretary-Treasurer and of all fiscal and budgetary matters of the
      organization relevant to the position of Secretary-Treasurer of the Association.

Section 7. Vacancies: How filled
In the event the office of the President becomes vacant for any reason before the expiration of the
President’s term, such vacancy should be filled by the President-elect. A vacancy by the President-elect will
be filled by the Secretary-Treasurer. Any other vacancies shall be filled by action of the Board of Trustees
upon nomination by the Leadership Development and Recognition Committee and vote by the membership.

Section 8. Removal
Any member may ask the Executive Committee to consider removal of an Officer or Trustee by providing a
written request stating the reasons for removal. If, after investigation, the Executive Committee determines
that removal is justified, the Officer or Trustee shall be notified and given an opportunity to appeal the
decision. A two-thirds vote from the Board of Trustees is required to remove an Officer or Trustee.

ARTICLE VI – BOARD OF TRUSTEES
Section 1. General Powers
All legislative powers of the Association, including the power to alter, amend or repeal these Bylaws, are
invested in the membership of the Association and may be so voted at any regular, special business session or
via electronic vote ratified at the next business session.

Section 2. Composition
a. The Board of Trustees shall consist of the following officers:
   President
   President-elect
   Secretary-Treasurer

b. The following shall be additional voting members of the Board:
   Immediate Past President (Odd year)
   Education Committee Chair (Odd year)
   Membership Committee Chair (Odd year)
   Program Committee Chair (Even year)
   Research Committee Chair (Even year)
   Resident Fellows Council Chair (Each year)
   Two Members-at-Large (1 odd year / 1 even year)

c. The following shall be ex officio and nonvoting members of the Board:
   Two Association of American Medical Colleges (“AAMC”) representatives
   Resident Fellows Council Chair-elect
   Editor-in-Chief of the Journal
   Executive Director
   Public Member

Section 3. Term of Office
Board of Trustees shall begin service at the conclusion of the annual meeting. A term is considered two
years.
Section 4. Election and Appointment

a. The Past President shall serve on the Board of Trustees one term as Immediate Past President.

b. The Members-at-Large on the Board of Trustees may serve for only two consecutive terms of office. Members-at-Large are nominated by the Leadership Development and Recognition Committee and voted on by the Board and then the membership.

c. Committee chairs shall be selected by the Leadership Development and Recognition Committee and voted on by the Board. Committee chairs may serve for two consecutive terms of office for the specific committee.

d. The Resident Fellows Council Chair is elected each year by the Resident Fellows Council and serves the first year as chair-elect (and a non-voting member of the Board) and the second year as a voting member of the Board. The Leadership Development and Recognition Council assists the Resident Fellows Council by collecting and reviewing applications for the chair-elect position.

e. The AAMC representatives shall serve one 2-year term and may be reappointed by the Board of Trustees for subsequent terms. The AAMC representatives serve as ex-officio members of the Board. To fill an AAMC representative position, the Leadership Development and Recognition Committee will request applications and make recommendations to the Board of Trustees. The Board of Trustees shall vote on the AAMC representatives.

f. The Public Member on the Board of Trustees shall serve for two consecutive terms of office and may be reappointed by the Board of Trustees for subsequent terms. The Public Member serves as an ex-officio member of the Board. The Leadership Development and Recognition Committee will solicit volunteer applications and make recommendations to the Board of Trustees. The Board of Trustees shall vote on the AAMC representatives.

g. The Editor-in-Chief of the American Journal of Physical Medicine & Rehabilitation and the Executive Director of the Association shall serve at the pleasure of the Board of Trustees and are ex officio, nonvoting members of the Board.

Section 5. Qualifications

All Diplomate, Early Career Physician, Emeritus, and Distinguished Members shall be eligible for election or appointment as members of the Board of Trustees.

Section 6. General Powers

The Board of Trustees shall carry out the mandates and policies of the Association as determined by its voting members. The Board has full and complete power and authority to perform all acts and to transact all business on behalf of the Association and to manage all proper affairs, work and activities of the Association. The Board shall annually review the performance of the official journal and approve agreements as negotiated. The Board shall have such other powers and duties as these Bylaws may elsewhere provide and as the Association may in addition grant or impose.

Section 7. Vacancies

Any vacancies on the Board of Trustees will be filled by working with the Leadership Development and Recognition Committee and following the regular election format. The Trustee will fill the unexpired portion of term and may be re-elected for an additional term.

Section 8. Meetings of the Board of Trustees

The Board of Trustees shall meet at least twice a year. Additional Board meetings may be called by the President or on written request by any four voting members of the Board. Board members shall be sent written notice prior to any special meetings of the date, time and place of the special meeting.
Section 9. Executive Meetings
Upon request of any voting board member, the Board may vote to convene an Executive meeting that shall consist of only the voting members. There shall be at least one Executive meeting per year for the purpose of the annual review of the Executive Director.

ARTICLE VII – ASSOCIATION
Section 1. Administrator
The Executive Director will be responsible for the management of the Association and its official publication, and in that capacity will be responsible for the day to day business of the Association including the annual meeting. The Executive Director is also responsible for the employment, supervision, payment, and dismissal of other staff members. The Executive Director is subject to the authority of the Board of Trustees and to the President acting for the Board. The Board of Trustees shall have responsibility for both the appointment and the removal of the Executive Director.

Section 2. Tenure
The Executive Director shall receive an annual evaluation from the Board of Trustees during an executive meeting that is open only to the elected voting members of the Board of Trustees. The length of the employment of the Executive Director shall be according to a written contract agreed upon by the Executive Director and the Board of Trustees.

Section 3. Vacancy
If there is a vacancy in the position of Executive Director due to death, resignation or nonrenewal, action shall be taken by the Board of Trustees to fill the position.

Section 4. Fund Raising
Funds for conducting the affairs of the Association may be raised by:
   a. Such initiation fees and annual dues as are imposed on the members;
   b. Such special assessments as the Association or the Board of Trustees may determine;
   c. Voluntary contributions, devices, bequests, and other gifts, and;
   d. Any other manner approved by the Association or Board of Trustees that are legally acceptable in the State of Maryland for an Association of this type.

Section 5. Fiscal Year
The fiscal year of the Association shall be established by vote of the Board of Trustees, and may be changed from time to time as necessary.

ARTICLE VIII – DISCIPLINARY ACTION
The Association may discipline any member for professional misconduct. The Board of Trustees shall adopt a Disciplinary Action Policy to govern all actions. Disciplinary proceedings may result in censure, suspension or expulsion from membership. The Governance Committee will study and investigate the nature of the complaint and report its findings. The member must be given an opportunity for self-defense in person or in writing before the Governance Committee.

ARTICLE IX – COMMITTEES AND COUNCILS
Section 1. Standing Committees
The Association may have committees and task forces as deemed necessary to conduct the business of the association. All committees and task forces shall provide minutes and information to the Board of Trustees at its regularly scheduled meetings.
Section 2. Executive Committee
The Executive Committee of the Board of Trustees shall be composed of the Officers and the (Immediate) Past President. The Executive Director shall be ex-officio a nonvoting member of the committee. The Executive Committee shall be responsible for interpretation of policy development by the Board and association and for overseeing the proper conduct of the association’s affairs between Board meetings.

Section 3. Collaborative Committees
The Association may form collaborative committees with other organizations that have the flexibility of working on projects jointly or independently, as deemed useful and approved by the Board of Trustees.

Section 4. Membership
The Leadership Development and Recognition Committee shall nominate committee members for one term of office with approval by the Board of Trustees.

Section 5. Ex officio Committee Members
The President and Executive Director shall serve as ex officio and nonvoting members of all councils and committees excluding the President from the Leadership Development and Recognition Committee.

Section 6. Subcommittees
The chairperson of a standing committee with the approval of the President may appoint necessary subcommittees to consider and report to the committee on specific problems within the committee’s jurisdiction. A duly appointed member of the standing committee shall be designated as the chairperson of the subcommittee. Other members of the subcommittee may be drawn from members of the Association who are in good standing.

Section 7. Leadership Development and Recognition Committee
The Leadership Development and Recognition Committee shall consist of 13 members: Immediate Past President (chair), President-elect, two appointees from the Board of Trustees, six-at-large members, resident, administrative director, and coordinator. Committee members will serve for two years with 5 of the members rotating off in odd years and 6 members rotating off in even years. The President-elect and the Immediate Past President shall rotate off at the end of their term.

The Leadership Development and Recognition Committee vacancies shall be filled by interested members submitting completed volunteer application forms to the President. The President will review the applications and create a list of potential members to serve on the committee. The list of potential committee members will be sent to the membership for electronic vote prior to the annual meeting and remaining open until the day before the general business session. The members receiving the most votes will be the new committee members and will serve for two-years. Leadership Development and Recognition Committee members may serve for two 2-year terms.

Committee members on the Leadership Development and Recognition Committee are unable to be nominated for the Board of Trustees, as an Officer, or for any awards determined by the LDRC.

Vacancies occurring on the Leadership Development and Recognition Committee will be handled by allowing the first alternate to serve. If the first alternate is unable or unwilling to serve, the President will appoint a person to serve for the remainder of the term.

Section 8. Vacancies
If a vacancy occurs on any standing committee excluding the Leadership Development and Recognition Committee due to death, resignation, or disqualification, the Leadership Development and Recognition Committee may appoint a successor to serve for the unexpired portion of the term of office.
Section 9. Councils

a. The Association has the power to establish Special Interest Councils to stimulate promote and coordinate the unique concerns of special interest groups within the organization.
b. The general purpose of a Special Interest Council is to provide a forum in which ideas of potential interest to the Association and of specific interest to the council can be discussed.
c. Each Special Interest Council shall elect a Chairperson, Chairperson-Elect and Secretary to oversee council activities.
d. Membership in the Special Interest Council shall be restricted to specific Association members in good standing, who by virtue of position or status in training qualify for membership in the council.
e. There shall be no additional dues to join the Special Interest Council.
f. The Board of Trustees must approve all policies and procedures of Special Interest Councils.
g. Any financial income or expenditures of the Special Interest Council must be a part of the general budget of the Association.

ARTICLE X – OFFICIAL PUBLICATION

The official scientific journal of the Association is the *American Journal of Physical Medicine & Rehabilitation*. The management of the journal and the direction of its policies shall be vested in the Board of Trustees. The Board of Trustees shall appoint an Editor-in-Chief to manage the journal activities. An Editorial Board shall be formed to recommend policies and review the scientific content of the journal. The Editor-in-Chief shall select the members of the Editorial Board. This board shall serve in an advisory capacity to the Editor-in-Chief and to the Board of Trustees. A vacancy in the position of Editor-in-Chief shall be filled by action of the Board of Trustees.

ARTICLE XI – AMENDMENTS

Section 1. The Bylaws may be amended at any meeting, annual or special, by the vote of at least two-thirds of the voting members present and voting. Members shall receive notice of Bylaws changes via mail or electronic messaging at least 30 days prior to the vote. Voting members may suggest changes to the bylaws provided that:

a. any proposed amendment from a member be signed by 20 voting members, has been submitted in writing to the Board of Trustees and/or their designated representative for such purpose at least 90 days before the session at which the vote shall be taken; and
b. notice thereof has been mailed or via electronic message to each voting member at least 30 days prior to the session at which the vote shall be taken.

Section 2. In the event that the Board of Trustees suggests changes to the Bylaws outside of the time period for the annual meeting and not wanting to call a special session, the Board of Trustees may suggest changes to the bylaws provided that:

a. any proposed amendment has been provided to the membership in writing by mail or electronic message at least 30 days before the vote shall be taken;
b. at least 60 members participate in the electronic vote;
c. at least two-thirds of the voting members must vote in the affirmative for acceptance of the change; and
d. the vote is ratified at the next general business session.

In the event that the vote is not ratified, the Bylaws will revert back to the previous language.

ARTICLE XII – INDEMNIFICATION

The Association shall indemnify, to the full extent permitted by applicable law, every Officer, Trustee (including ex-officio members), committee member and employee against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit or proceeding in which they, or any of them, are made parties or a party by reason of being or having been an Officer, Trustee (including ex-officio members), committee member or employee except in relation to matters as to which any
such Officer, Trustee (including ex-officio members), committee member or employee shall be adjudged in such action, suit or proceedings to be liable for willful misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability. The term “expenses” shall include attorney’s fees, court costs, the expense of investigation in preparation for and attendance at trial, and amounts of judgments, fines and penalties, amounts paid at settlement (unless paid to the AAP) and other expenses necessarily and reasonably incurred in connection with the defense or settlement of any action, suit or proceeding.

The foregoing right of indemnification shall not be exclusive of any other rights to which any Officer, Trustee (including ex-officio members), committee member or employee may be entitled and this indemnification shall be in addition to and not in limitation of any other privilege or power of the Association to indemnify its Officers, Trustees (including ex-officio members), committee members and employees.

The Association may purchase and maintain insurance on behalf of any person referred to in the preceding paragraph of this Article against any liability incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Association would have the power to indemnify him or her against such liability under provisions of this Article or otherwise.

ARTICLE XIII – PARLIAMENTARY AUTHORITY
The rules contained in the current edition of Robert’s Rules of Order shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the membership may adopt.

ARTICLE XIV – GOVERNING LAW
These bylaws and the policies of the Association, and any disputes involving the Association bylaws and policies shall be construed according to and governed by the law of the State of Maryland.

ARTICLE XV – REPEAL OF PREVIOUS BYLAWS, MOTIONS AND RULES
On the adoption of these Bylaws, all previous motions of record and rules and regulation in conflict with these Bylaws are repealed provided, however, that all officers now in office shall continue their incumbency until their successors are duly elected as provided in these Bylaws.

Revised

ARTICLE I – NAME
The name of the organization is Association of Academic Physiatrists. It shall hereafter be referred to as “the Association” or “AAP”.

ARTICLE II – PURPOSE
The Association promotes the advancement of teaching, research, and practice of physical medicine and rehabilitation within the academic arena. The Association shall facilitate the exchange of ideas and information regarding the teaching of the art and science of physical medicine and rehabilitation. The Association shall promote the dissemination of information to future physicians who will practice this art and science. The Association shall also encourage exchanges of information with other fields of medicine. The field of physical medicine and rehabilitation, its practitioners, academicians, patients, and the general public health and welfare will benefit from the activities of the Association.

ARTICLE III – MEMBERSHIP
Section 1. Members in Good Standing
“Members in good standing” shall be those members of the Association who have paid dues for the current year and who have no disciplinary actions pending or otherwise unresolved. Membership is open to all qualifying individuals regardless of disability, race, creed, gender, religion, sexual orientation or country of national origin. The Board of Directors shall establish the requirements for Diplomates and other membership categories.

Section 2. Classes of Membership
a. Diplomate Members
b. Emeritus Members
c. Associate Members
d. In-training Resident or Fellow Members
e. Distinguished Members
f. International Members
g. Administrative Director
h. Health Professional/Researcher
i. Medical Student
j. Program Coordinator
k. Early Career Physician

Diplomate, Early Career Physician, International, Emeritus, and Distinguished members shall be eligible to vote and hold office.

Section 3. Qualifications
a. Diplomate Members
A Diplomate Member must be a physician qualified to practice medicine in the United States or Canada. He/she must have a primary certificate of physical medicine and rehabilitation or subspecialty certificate that falls under physical medicine and rehabilitation and be a Diplomate of the American Board of Physical Medicine and Rehabilitation (ABPMR) or declared equally qualified by his/her country's specialty examining Board (such as the Royal College of Physicians and Surgeons of Canada). Diplomate members are eligible to hold office and vote.

b. Emeritus Members
Emeritus membership is for a physician permanently retired from the practice of medicine.
c. **Associate Members**
   Associate members shall be eligible physicians who practice, or are interested in physical medicine and rehabilitation and who are a member of the American Board of Medical Specialties or Canadian equivalent or a Diplomate of an approved board of the American Osteopathic Association. Associate members shall enjoy all privileges of membership except voting and holding office.

d. **In-training Members Resident or Fellow**
   An In-Training member is a physician actively engaged in a training program leading to admissibility to the certifying examination of the ABPMR (or his/her country’s equivalent examining board).

e. **Distinguished Members**
   A Distinguished Member shall be a living current or former member of the Association who is recognized as a major contributor to the field by virtue of teaching, research, and scholarly publications, and is noted for dedicated service to the Association. Nomination shall be by unanimous vote of the Leadership Development and Recognition Committee and the Board of Trustees. Only one candidate may be nominated each year. This category of membership shall be reserved for only the most distinguished academic physiatrist, and consequently a nomination in every year is not required. Election shall be by a two-thirds affirmative vote of the eligible members present at a general business session. Distinguished Members shall have the right to vote and hold office and shall have a lifetime exemption from any dues or fees. Distinguished Members shall be presented with a plaque at the next general business session following their election.

f. **International Members**
   An International member is a physician legally qualified to practice medicine in his/her country of residence, with training and experience comparable to Diplomates of the ABPMR. An International member must also be actively engaged in the practice of physical medicine and rehabilitation as well as in physiatric research and/or the training of physicians/students in the specialty of physiatry. International members are eligible to vote and hold office.

g. **Administrative Director**
   An Administrative Director must be employed in an academic medical program and overseeing the business functions of the department or division. An Administrative Director member shall enjoy all privileges of membership except voting and holding office.

h. **Health Professional/Researcher**
   A Health Professional/Researcher member is a non-physician health care professional or research scientist with an academic appointment in a division or department of a medical school. They enjoy all the privileges of membership except voting and holding office.

i. **Medical Student**
   A Medical Student member is a student in medical school or osteopathic school interested in physical medicine and rehabilitation.

j. **Program Coordinator**
   A Program Coordinator must be employed in an academic medical program and overseeing the coordination of a residency or fellowship program. Program Coordinator members shall enjoy all privileges of membership except voting and holding office.
k. Early Career Physician
An Early Career Physician is in their first three years post training. The Early Career member must be a physician qualified to practice medicine in the United States or Canada. He/she must have a primary certificate of physical medicine and rehabilitation or subspecialty certificate that falls under physical medicine and rehabilitation or be Board eligible for that certificate or declared equally qualified by his/her country’s specialty examining board (such as the Royal College of Physicians and Surgeons of Canada). Early Career members are able to hold office and vote.

Section 4. Dues
Dues and assessments for all classes of membership shall be established by the Board of Trustees. The Board of Trustees shall establish policies deemed necessary concerning delinquent dues and cancellation of membership. Members temporarily unable to pay dues because of financial difficulties may be excused from full payment of those dues based on guidelines established by the Board of Trustees.

ARTICLE IV - MEETINGS
Section 1. Annual Meeting
The Association shall hold general business sessions at least once per year at such time and place as the Board of Trustees may determine. Members will be notified by mail postage prepaid to his/her address on file at the AAP stating the place, date and time of the meeting or via electronic message to the email on file.

Section 2. Special Sessions
At the discretion of the President, or upon the written request of four members of the Board of Trustees, a special business session may be called. The general membership must be notified in writing at least 30 days before this session of the date, time and place of the session.

Section 3. Order of Business
The Association at any session shall proceed in the order of business set by the Board of Trustees, which shall be distributed to the members prior to the beginning of the session. At any meeting, however, the Association by specific motion, may change the order of business previously set by the Board of Trustees and proceed in accordance with the terms of the motion.

Section 4. Quorum
An actual presence of at least 30 of the voting members of the Association shall be necessary for the transaction of business. Voting by proxy is not permitted.

Section 5. Voting
If a quorum is present, a majority vote of the voting members present shall be required to constitute approval of any matter except where otherwise noted.

Section 6. Mail Ballot
In the event that a special business session cannot be called, at the discretion of the President or on the written request of four members of the Board of Trustees a first class mail or electronic mail ballot may be sent to the eligible voting membership. A response of at least 60 of the voting members in good standing of the Association shall be necessary for completion of consideration of any ballot initiative. A two-thirds affirmative vote of the responses shall be required for passage of any ballot initiative.

Section 7. Procedure
The business meetings and other meetings of the Society shall be governed by customary parliamentary procedure and rules of order. Any member wishing to bring new or old business matters before the business meeting of the Society shall submit this business in writing to the President at least two weeks prior to the annual meeting. Under usual circumstances, such business items will be reviewed by the Executive
Committee or an appropriate committee before any action is taken by the membership at the business meeting. The Executive Committee shall have the final decision as to which items appear on the agenda. The Secretary-Treasurer shall act as parliamentarian to interpret Robert’s Rules of Orders Revised.

ARTICLE V – OFFICERS
Section 1. Officers
The officers of the Association shall be the President, the President-elect, and Secretary-Treasurer.

Section 2. Election
At the annual business session in an odd-numbered year, the voting members of the Association shall elect the Secretary-Treasurer.

Section 3. Term of Office
A “term in office” shall be defined as a period of two consecutive years. The President-elect shall automatically assume the office of President at the end of the term of the incumbent President. The Secretary-Treasurer will automatically assume the office of the President-elect at the end of the term of the incumbent President-elect. Each officer may only serve one consecutive term of office. Each officer shall hold office until the conclusion of the annual meeting.

Section 4. Qualifications
Any Diplomate, Early Career, International, Emeritus or Distinguished Member may be eligible for election or appointment to office in the Association.

Section 5. Elections
The Secretary-Treasurer shall be nominated by the Leadership Development and Recognition Committee and confirmed by a majority vote of the members of the AAP present and voting at the business meeting. Nominations from the floor will not be accepted.

Section 6. Rights and Duties
a. President
   The President shall:
   1. Preside at all meetings and gatherings of the Association and of the Board of Trustees.
   2. Shall act as chief spokesperson of the AAP to the public, the press, legislative bodies, the medical community at large, federal, state, and local governmental and private agencies and organizations.
   3. Shall serve as Chair of the Executive Committee and be an ex-officio, non-voting member(s) of all committees except the Leadership Development and Recognition Committee.
   4. Be empowered to appoint qualified member(s) to serve in a liaison capacity between the association and other professional organizations.
   5. Supervise the Executive Director in the performance of all administrative and personnel processes of the Association.
   6. Perform such other duties and exercise such other rights as the AAP Bylaws and custom or parliamentary usage may require or as the Board of Trustees shall direct.

b. President-elect
   The President-elect shall:
   1. Assist the President in the discharge of his/her duties and in the absence of the President shall preside at all meetings and sessions of the Association and its Board of Trustees.
c. Secretary-Treasurer
   The Secretary-Treasurer shall:
   1. Be responsible for the fiscal management and budgeting process of the Association.
   2. Review the minutes of the Board of Trustees.
   3. Supervise the Executive Director in the performance of those duties relevant to the position of Secretary-Treasurer and of all fiscal and budgetary matters of the organization relevant to the position of Secretary-Treasurer of the Association.

Section 7. Vacancies: How filled
In the event the office of the President becomes vacant for any reason before the expiration of the President’s term, such vacancy should be filled by the President-elect. A vacancy by the President-elect will be filled by the Secretary-Treasurer. Any other vacancies shall be filled by action of the Board of Trustees upon nomination by the Leadership Development and Recognition Committee and vote by the membership.

Section 8. Removal
Any member may ask the Executive Committee to consider removal of an Officer or Trustee by providing a written request stating the reasons for removal. If, after investigation, the Executive Committee determines that removal is justified, the Officer or Trustee shall be notified and given an opportunity to appeal the decision. A two-thirds vote from the Board of Trustees is required to remove an Officer or Trustee.

ARTICLE VI – BOARD OF TRUSTEES
Section 1. General Powers
All legislative powers of the Association, including the power to alter, amend or repeal these Bylaws, are invested in the membership of the Association and may be so voted at any regular, special business session or via electronic vote ratified at the next business session.

Section 2. Composition
   a. The Board of Trustees shall consist of the following officers:
      President
      President-elect
      Secretary-Treasurer
   b. The following shall be additional voting members of the Board:
      Immediate Past President (Odd year)
      Education Committee Chair (Odd year)
      Membership Committee Chair (Odd year)
      Program Committee Chair (Even year)
      Research Committee Chair (Even year)
      Public Policy Committee Chair (Even year)
      Resident Fellows Council Chair (Each year)
      Two Members-at-Large (1 odd year / 1 even year)
   c. The following shall be ex officio and nonvoting members of the Board:
      Two Association of American Medical Colleges (“AAMC”) representatives
      Resident Fellows Council Chair-elect
      Editor-in-Chief of the Journal
      Executive Director
      Public Member

Section 3. Term of Office
Board of Trustees shall begin service at the conclusion of the annual meeting. A term is considered two years. Odd year is defined as years ending in odd numbers. Even year is defined as years ending in even numbers.

Section 4. Election and Appointment

a. The Past President shall serve on the Board of Trustees one term as Immediate Past President.

b. The Members-at-Large on the Board of Trustees may serve for only two consecutive terms of office as members-at-large. Members-at-Large may serve additional terms as Committee Chairs or in Officer an Officer position. Members-at-Large are nominated by the Leadership Development and Recognition Committee and voted on by the Board and then the membership.

c. Committee chairs shall be selected by the Leadership Development and Recognition Committee and voted on by the Board. Committee chairs may serve for two consecutive terms of office for the specific committee.

d. The Resident Fellows Council Chair is elected each year by the Resident Fellows Council and serves the first year as chair-elect (and a non-voting member of the Board) and the second year as a voting member of the Board. The Leadership Development and Recognition Council assists the Resident Fellows Council by collecting and reviewing applications for the chair-elect position.

e. The AAMC representatives shall serve one 2-year term and may be reappointed by the Board of Trustees for subsequent terms. The AAMC representatives serve as ex-officio members of the Board. To fill an AAMC representative position, the Leadership Development and Recognition Committee will request applications and make recommendations to the Board of Trustees. The Board of Trustees shall vote on the AAMC representatives.

f. The Public Member on the Board of Trustees shall serve for two consecutive terms of office and may be reappointed by the Board of Trustees for subsequent terms. The Public Member serves as an ex-officio member of the Board. The Leadership Development and Recognition Committee will solicit volunteer applications and make recommendations to the Board of Trustees.

g. The Editor-in-Chief of the American Journal of Physical Medicine & Rehabilitation and the Executive Director of the Association shall serve at the pleasure of the Board of Trustees and are ex officio, nonvoting members of the Board.

Section 5. Qualifications

All Diplomate, Early Career Physician, International, Emeritus, and Distinguished Members shall be eligible for election or appointment as members of the Board of Trustees.

Section 6. General Powers

The Board of Trustees shall carry out the mandates and policies of the Association as determined by its voting members. The Board has full and complete power and authority to perform all acts and to transact all business on behalf of the Association and to manage all proper affairs, work and activities of the Association. The Board shall annually review the performance of the official journal and approve agreements as negotiated. The Board shall have such other powers and duties as these Bylaws may elsewhere provide and as the Association may in addition grant or impose.

Section 7. Vacancies

Any vacancies on the Board of Trustees will be filled by working with the Leadership Development and Recognition Committee and following the regular election format. The Trustee will fill the unexpired portion of term and may be re-elected for an additional term.

Section 8. Meetings of the Board of Trustees

The Board of Trustees shall meet at least twice a year. Additional Board meetings may be called by the President or on written request by any four voting members of the Board. Board members shall be sent written notice prior to any special meetings of the date, time and place of the special meeting.
Section 9. Executive Meetings
Upon request of any voting board member, the Board may vote to convene an Executive meeting that shall consist of only the voting members. There shall be at least one Executive meeting per year for the purpose of the annual review of the Executive Director.

ARTICLE VII – ASSOCIATION
Section 1. Administrator
The Executive Director will be responsible for the management of the Association and its official publication, and in that capacity will be responsible for the day to day business of the Association including the annual meeting. The Executive Director is also responsible for the employment, supervision, payment, and dismissal of other staff members. The Executive Director is subject to the authority of the Board of Trustees and to the President acting for the Board. The Board of Trustees shall have responsibility for both the appointment and the removal of the Executive Director.

Section 2. Tenure
The Executive Director shall receive an annual evaluation from the Board of Trustees during an executive meeting that is open only to the elected voting members of the Board of Trustees. The length of the employment of the Executive Director shall be according to a written contract agreed upon by the Executive Director and the Board of Trustees.

Section 3. Vacancy
If there is a vacancy in the position of Executive Director due to death, resignation or nonrenewal, action shall be taken by the Board of Trustees to fill the position.

Section 4. Fund Raising
Funds for conducting the affairs of the Association may be raised by:
   a. Such initiation fees and annual dues as are imposed on the members;
   b. Such special assessments as the Association or the Board of Trustees may determine;
   c. Voluntary contributions, devices, bequests, and other gifts, and;
   d. Any other manner approved by the Association or Board of Trustees that are legally acceptable in the State of Maryland for an Association of this type.

Section 5. Fiscal Year
The fiscal year of the Association shall be established by vote of the Board of Trustees, and may be changed from time to time as necessary.

ARTICLE VIII – DISCIPLINARY ACTION
The Association may discipline any member for professional misconduct. The Board of Trustees shall adopt a Disciplinary Action Policy to govern all actions. Disciplinary proceedings may result in censure, suspension or expulsion from membership. The Governance Committee will study and investigate the nature of the complaint and report its findings. The member must be given an opportunity for self-defense in person or in writing before the Governance Committee.

ARTICLE IX – COMMITTEES AND COUNCILS
Section 1. Standing Committees
The Association may have committees and task forces as deemed necessary to conduct the business of the association. All committees and task forces shall provide minutes and information to the Board of Trustees at its regularly scheduled meetings.

Section 2. Executive Committee
The Executive Committee of the Board of Trustees shall be composed of the Officers and the (Immediate) Past President. The Executive Director shall be ex-officio a nonvoting member of the committee. The Executive Committee shall be responsible for interpretation of policy development by the Board and association and for overseeing the proper conduct of the association’s affairs between Board meetings.

Section 3. Collaborative Committees
The Association may form collaborative committees with other organizations that have the flexibility of working on projects jointly or independently, as deemed useful and approved by the Board of Trustees.

Section 4. Membership
The Leadership Development and Recognition Committee shall nominate committee members for one term of office with approval by the Board of Trustees.

Section 5. Ex officio Committee Members
The President and Executive Director shall serve as ex officio and nonvoting members of all councils and committees excluding the President from the Leadership Development and Recognition Committee.

Section 6. Subcommittees
The chairperson of a standing committee with the approval of the President may appoint necessary subcommittees to consider and report to the committee on specific problems within the committee's jurisdiction. A duly appointed member of the standing committee shall be designated as the chairperson of the subcommittee. Other members of the subcommittee may be drawn from members of the Association who are in good standing.

Section 7. Leadership Development and Recognition Committee
The Leadership Development and Recognition Committee shall consist of 13 members: Immediate Past President (chair), President-elect, two appointees from the Board of Trustees, six-at-large members, resident, administrative director, and coordinator. Committee members will serve for two years with 5 of the members rotating off in odd years and 6 members rotating off in even years. The President-elect and the Immediate Past President shall rotate off at the end of their term.

The Leadership Development and Recognition Committee vacancies shall be filled by interested members submitting completed volunteer application forms to the President. The President will review the applications and create a list of potential members to serve on the committee. The list of potential committee members will be sent to the membership for electronic vote prior to the annual meeting and remaining open until the day before the general business session. The members receiving the most votes will be the new committee members and will serve for two-years. Leadership Development and Recognition Committee members may serve for two 2-year terms.

Committee members on the Leadership Development and Recognition Committee are unable to be nominated for the Board of Trustees, as an Officer, or for any awards determined by the LDRC.

Vacancies occurring on the Leadership Development and Recognition Committee will be handled by allowing the first alternate to serve. If the first alternate is unable or unwilling to serve, the President will appoint a person to serve for the remainder of the term.
Section 8. Vacancies
If a vacancy occurs on any standing committee excluding the Leadership Development and Recognition Committee due to death, resignation, or disqualification, the Leadership Development and Recognition Committee may appoint a successor to serve for the unexpired portion of the term of office.

Section 9. Councils
a. The Association has the power to establish Special Interest Councils to stimulate promote and coordinate the unique concerns of special interest groups within the organization.
b. The general purpose of a Special Interest Council is to provide a forum in which ideas of potential interest to the Association and of specific interest to the council can be discussed.
c. Each Special Interest Council shall elect a Chairperson, Chairperson-Elect and Secretary to oversee council activities.
d. Membership in the Special Interest Council shall be restricted to specific Association members in good standing, who by virtue of position or status in training qualify for membership in the council.
e. There shall be no additional dues to join the Special Interest Council.
f. The Board of Trustees must approve all policies and procedures of Special Interest Councils.
g. Any financial income or expenditures of the Special Interest Council must be a part of the general budget of the Association.

ARTICLE X – OFFICIAL PUBLICATION
The official scientific journal of the Association is the American Journal of Physical Medicine & Rehabilitation. The management of the journal and the direction of its policies shall be vested in the Board of Trustees. The Board of Trustees shall appoint an Editor-in-Chief to manage the journal activities. An Editorial Board shall be formed to recommend policies and review the scientific content of the journal. The Editor-in-Chief shall select the members of the Editorial Board. This board shall serve in an advisory capacity to the Editor-in-Chief and to the Board of Trustees. A vacancy in the position of Editor-in-Chief shall be filled by action of the Board of Trustees.

ARTICLE XI – AMENDMENTS
Section 1. The Bylaws may be amended at any meeting, annual or special, by the vote of at least two-thirds of the voting members present and voting. Members shall receive notice of Bylaws changes via mail or electronic messaging at least 30 days prior to the vote. Voting members may suggest changes to the bylaws provided that:
   a. any proposed amendment from a member be signed by 20 voting members, has been submitted in writing to the Board of Trustees and/or their designated representative for such purpose at least 90 days before the session at which the vote shall be taken; and
   b. notice thereof has been mailed or via electronic message to each voting member at least 30 days prior to the session at which the vote shall be taken.
Section 2. In the event that the Board of Trustees suggests changes to the Bylaws outside of the time period for the annual meeting and not wanting to call a special session, the Board of Trustees may suggest changes to the bylaws provided that:
   a. any proposed amendment has been provided to the membership in writing by mail or electronic message at least 30 days before the vote shall be taken;
   b. at least 60 members participate in the electronic vote;
   c. at least two-thirds of the voting members must vote in the affirmative for acceptance of the change; and
   d. the vote is ratified at the next general business session.
In the event that the vote is not ratified, the Bylaws will revert back to the previous language.

ARTICLE XII – INDEMNIFICATION
The Association shall indemnify, to the full extent permitted by applicable law, every Officer, Trustee (including ex-officio members), committee member and employee against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit or proceeding in which they, or any of them, are made parties or a party by reason of being or having been an Officer, Trustee (including ex-officio members), committee member or employee except in relation to matters as to which any such Officer, Trustee (including ex-officio members), committee member or employee shall be adjudged in such action, suit or proceedings to be liable for willful misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability. The term “expenses” shall include attorney’s fees, court costs, the expense of investigation in preparation for and attendance at trial, and amounts of judgments, fines and penalties, amounts paid at settlement (unless paid to the AAP) and other expenses necessarily and reasonably incurred in connection with the defense or settlement of any action, suit or proceeding.

The foregoing right of indemnification shall not be exclusive of any other rights to which any Officer, Trustee (including ex-officio members), committee member or employee may be entitled and this indemnification shall be in addition to and not in limitation of any other privilege or power of the Association to indemnify its Officers, Trustees (including ex-officio members), committee members and employees.

The Association may purchase and maintain insurance on behalf of any person referred to in the preceding paragraph of this Article against any liability incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Association would have the power to indemnify him or her against such liability under provisions of this Article or otherwise.

ARTICLE XIII – PARLIAMENTARY AUTHORITY
The rules contained in the current edition of Robert’s Rules of Order shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the membership may adopt.

ARTICLE XIV – GOVERNING LAW
These bylaws and the policies of the Association, and any disputes involving the Association bylaws and policies shall be construed according to and governed by the law of the State of Maryland.

ARTICLE XV – REPEAL OF PREVIOUS BYLAWS, MOTIONS AND RULES
On the adoption of these Bylaws, all previous motions of record and rules and regulation in conflict with these Bylaws are repealed provided, however, that all officers now in office shall continue their incumbency until their successors are duly elected as provided in these Bylaws.

Revised

2015 – 2016 AAP Board of Trustees

Gerard E. Francisco, MD
President

John Chae, MD, ME
President-Elect

Adam B. Stein, MD
Treasurer

Kathryn A. Stolp, MD
Past President

Christopher J. Visco, MD
Member-at-Large

Thiru Annaswamy, MD
Member-at-Large

David (DJ) Kennedy, MD
Membership Committee Chair

Vu Q.C. Nguyen, MD
Education Committee Chair

Anne Felicia Ambrose, MD
Program Committee Chair

Jeffrey B. Palmer, MD
AAMC Representative

Danielle P. Karimi, MD
AAMC Representative

Walter R. Frontera, MD, PhD
AJPM&R Editor-in-Chief

Stephen Hampton, MD
Resident Representative

Gerald Skoning, Esq
Public Member
INDEPENDENT AUDITOR’S REPORT

To the Board of Directors
Association of Academic Psychiatrists, Inc.
Owings Mills, Maryland

We have audited the accompanying financial statements of the Association of Academic Psychiatrists, Inc. (a nonprofit organization) which comprise the statement of financial position as of August 31, 2014, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements.

Management’s Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity’s preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity’s internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a reasonable basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Association of Academic Psychiatrists, Inc. as of August 31, 2014, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.
Prior Period Financial Statements
The financial statements of the Association of Academic Psychiatrists, Inc. as of August 31, 2013, were audited by other auditors whose report dated January 29, 2014, expressed an unmodified opinion on those statements.

Glass Jacobson, P.A.
Owings Mills, Maryland
December 24, 2014
### ASSOCIATION OF ACADEMIC PHYSIATRISTS, INC.

#### STATEMENTS OF FINANCIAL POSITION

**AUGUST 31, 2014 AND 2013**

<table>
<thead>
<tr>
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<th>2014</th>
<th>2013</th>
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<tbody>
<tr>
<td><strong>ASSETS</strong></td>
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<tr>
<td><strong>CURRENT ASSETS</strong></td>
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<td>Prepaid expenses</td>
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<td>Royalty receivable - net</td>
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<td><strong>PROPERTY AND EQUIPMENT - NET</strong></td>
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<td><strong>OTHER ASSETS</strong></td>
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<td>Security deposits</td>
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<td><strong>TOTAL ASSETS</strong></td>
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<td><strong>LIABILITIES AND NET ASSETS</strong></td>
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<td>Deferred revenue</td>
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<tr>
<td><strong>Total current liabilities</strong></td>
<td>87,810</td>
<td>79,991</td>
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<tr>
<td><strong>NET ASSETS</strong></td>
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<td>Unrestricted</td>
<td>1,292,518</td>
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<td>Temporarily restricted</td>
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<tr>
<td>Permanently restricted</td>
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<tr>
<td><strong>Total net assets</strong></td>
<td>1,501,452</td>
<td>1,275,488</td>
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<tr>
<td><strong>TOTAL LIABILITIES AND NET ASSETS</strong></td>
<td>$1,589,262</td>
<td>$1,355,479</td>
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The accompanying notes are an integral part of the financial statements.
FISCAL YEAR 2014 MEMBERSHIP REPORT

Total Membership by Category

<table>
<thead>
<tr>
<th>Membership Category</th>
<th>31-Aug-14</th>
<th>31-Aug-13</th>
<th>31-Aug-12</th>
<th>Cost</th>
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<td>Administrative Director</td>
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<td>27</td>
<td>27</td>
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<td>90</td>
<td>112</td>
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<td>Early Career</td>
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<td>Diplomate</td>
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<td>407</td>
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<td>Distinguished</td>
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<tr>
<td>Emeritus</td>
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<td>$155</td>
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<td>Health Prof/Researcher</td>
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<td>In-training</td>
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<td>460</td>
<td>390</td>
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<tr>
<td>International</td>
<td>20</td>
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<td>15</td>
<td>$300</td>
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<td>Program Coordinator</td>
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<td>42</td>
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<td>Academic Partner</td>
<td>35</td>
<td>35</td>
<td>33</td>
<td>$1,900</td>
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<td><strong>Total</strong></td>
<td><strong>1258</strong></td>
<td><strong>1,113</strong></td>
<td><strong>1,110</strong></td>
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</table>

Academic Partner Update: There are currently thirty (37) Academic Partners.

2014-2015 Academic Partners

<table>
<thead>
<tr>
<th>Academic Partner</th>
<th>Cost of Academic Partner</th>
</tr>
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<tbody>
<tr>
<td>Baylor College of Medicine</td>
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<tr>
<td>Baylor University Medical Center</td>
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<tr>
<td>Case Western Reserve University / MetroHealth</td>
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</tr>
<tr>
<td>Rehabilitation Institute of Ohio</td>
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<tr>
<td>East Carolina University</td>
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</tr>
<tr>
<td>Eastern Virginia Medical School</td>
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<tr>
<td>Emory University School of Medicine</td>
<td></td>
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<tr>
<td>Harvard Medical School / Spaulding Rehab Hospital</td>
<td></td>
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<tr>
<td>Hofstra North Shore LIJ School of Medicine</td>
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</tr>
<tr>
<td>JFK Johnson Rehab Institute</td>
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</tr>
<tr>
<td>Johns Hopkins University</td>
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<tr>
<td>Loma Linda University</td>
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<tr>
<td>Marianjoy Rehabilitation Hospital</td>
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<tr>
<td>Mayo Clinic College of Medicine</td>
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</tr>
<tr>
<td>Medical College of Wisconsin</td>
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<tr>
<td>Mount Sinai School of Medicine</td>
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</tr>
<tr>
<td>National Rehabilitation Hospital</td>
<td></td>
</tr>
<tr>
<td>New York Presbyterian Hospital Columbia and Cornell</td>
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</tr>
<tr>
<td>Northwestern University Medical School / Rehab Institute of Chicago</td>
<td></td>
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<tr>
<td>Name</td>
<td>New AAP Members (Sept. 2013 – Aug. 2014)</td>
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<td>---------------------------</td>
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<tr>
<td>Antoinne Able</td>
<td>Christina Daily</td>
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<tr>
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<td>Shaun Darrah</td>
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<tr>
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<td>Kimberly Davis</td>
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<td>Vikram Agnish</td>
<td>Maria de Guzman</td>
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<td>Shahad Alajmi</td>
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<td>Tamadher Albalawi</td>
<td>Kate Delaney</td>
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<tr>
<td>Danish Ali</td>
<td>Laurent Delavaux</td>
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<tr>
<td>Nadia Alwasiah</td>
<td>Nina DePaola</td>
</tr>
<tr>
<td>Idris Amin</td>
<td>Jeffery Derbas</td>
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<tr>
<td>Dan Amos</td>
<td>Asha Dhuka</td>
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<tr>
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<td>Mark Diamond</td>
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<tr>
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<td>Robert Diaz</td>
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<td>Samuel Dona</td>
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<tr>
<td>Zachary Bailowitz</td>
<td>Paula Donahue</td>
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<tr>
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<td>Alexander Drakh</td>
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<tr>
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<td>Shaessa Wright</td>
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</table>
In Memoriam:

Ernie Johnson, MD
Dr. Ernie Johnson, one of the most innovative and remarkable physicians in physical medicine and rehabilitation (PM&R), passed away Tuesday, November 18th at Rehabilitation Services in Dodd Hall, The Ohio State University, where he founded the Department of PM&R in 1963. Dr. Johnson is also considered the “Founding Father” of the Association of Academic Physiatrists (AAP) which was formed in 1967 by a small group of dedicated physiatric educators leading to the recognition and support of the specialty of physiatry by the Association of American Medical Colleges (AAMC).

Dr. Johnson served for many years on the AAP Board of Trustees, serving as AAP President 1977-1979. In 1988, the American Journal of PM&R became the official Journal of the AAP and under the leadership of Dr. Johnson, AJPM&R’s Editor-in-Chief 1988-2001, the Journal became a monthly publication and one of the best in the field.

Dr. Johnson was a pioneer and a giant in PM&R with enormous energy. His contributions to the specialty, the AAP, and countless other organizations and individuals are impossible to measure.

AAP welcomes member suggestions for how best to honor and remember this icon who was a beloved leader, mentor, and friend to so many.

Henry Betts, MD
Dr. Henry B. Betts, AAP Past President (1968-1969), tireless advocate for people with disabilities, and a true leader in transforming physical medicine and rehabilitation from a minor discipline to an essential healthcare specialty, passed away on January 4, 2015 in Chicago, IL. He was 86.

Among many accomplishments as a physician and healthcare leader, Dr. Betts, during a career that spanned over three decades, guided the Rehabilitation Institute of Chicago (RIC) to the #1 ranking in its field, a ranking retained from 1991 to present.

"Henry Betts saw the big picture," said Dr. Joanne C. Smith, current RIC president and CEO. "He understood the potential of physical medicine and rehabilitation to make people with disabilities better, stronger, more capable of pursuing productive and fulfilling lives. And he believed with all his heart that people with disabilities should be allowed to live their lives in our society, as fellow citizens, to the greatest extent of their Ability. We will carry with us into the future his innovative leadership and social advocacy.”
SAVE THE DATE.
AAP 2016 | FEBRUARY 15 - 20, 2016 | HYATT REGENCY SACRAMENTO

Call for Proposals
February 17 - April 17, 2015

Call for Abstracts
May 12 - September 7, 2015

Registration Opens
September 2015

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