



BYLAWS[®]
OF
ACCREDITATION REVIEW COMMISSION
ON EDUCATION FOR THE PHYSICIAN ASSISTANT

ARTICLE 1

Name, Purposes, Powers, and Corporate Seal

Section 1.1 Name. The name of this corporation shall be the Accreditation Review Commission on Education for the Physician Assistant, Inc. ("ARC-PA").

Section 1.2 Purposes.

(a) ARC-PA is organized exclusively for charitable, scientific, and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law) and to carry on activities in furtherance of such purposes. More specifically, ARC-PA is organized exclusively to (1) establish standards for physician assistant educational programs; (2) review and assess such programs, on a voluntary basis, to determine their compliance with the established standards; and (3) grant accreditation to those programs that apply for accreditation and are in compliance with the established standards.

(b) No part of the net earnings of ARC-PA shall inure to the benefit of, or be distributable to, any of its officers, commissioners, or other private persons, except that ARC-PA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

(c) No substantial part of the activities of ARC-PA shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except to the extent that ARC-PA makes a proper election under Section 501(h) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law). ARC-PA shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any provision of the Articles of Incorporation of ARC-PA or any other provision of these Bylaws, ARC-PA shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law).

Section 1.3 Powers. Except as provided otherwise by the Articles of Incorporation or by these Bylaws, ARC-PA shall have all the powers of a corporation organized under the Illinois General Not for Profit Corporation Act of 1986, as amended, and shall have such additional powers as are permitted by any applicable law.

Section 1.4 Corporate Seal. ARC-PA may have a corporate seal which shall include the name "Accreditation Review Commission on Education for the Physician Assistant" and the words "Corporate Seal."

ARTICLE 2

Office and Agent

ARC-PA shall have and continuously maintain in the State of Illinois a registered office and a registered agent whose business office is identical with such registered office and may have other offices within or without the State of Illinois as the Commission may from time to time determine.

ARTICLE 3

Members

ARC-PA shall have no members.

ARTICLE 4

Commission

Section 4.1 General Powers and Duties.

(a) The affairs of ARC-PA shall be managed by or under the direction of the Commission as a Board of Directors.

(b) The Commission shall have the powers and duties ordinarily delegated to the governing body of a corporation, including the following:

1. To exercise its legal authority and responsibility in the general direction and conduct of the affairs of ARC-PA in order to promote the purposes of ARC-PA;
2. To transact the general business of ARC-PA;
3. To take or cause to be taken such other action as it deems necessary to carry out the duties and intentions of these Bylaws.

Section 4.2 Size and Composition; Election.

(a) The Commission shall consist of UP TO 30 voting Commissioners:

(b) The Commission shall be composed of Commissioners who may be nominated by collaborating organizations, or as described below in SECTION 4.2(c), as follows:

American Academy of Family Physicians	NOT MORE THAN 2
American Academy of Pediatrics	NOT MORE THAN 2
American Academy of Physician Assistants	NOT MORE THAN 4
American Medical Association	NOT MORE THAN 2
Physician Assistant Education Association	NOT MORE THAN 4
Public Commissioners	NOT MORE THAN 3
Institutional Dean	NOT MORE THAN 1
At-large commissioners	NOT MORE THAN 8
Society of Emergency Medicine PAs (SEMPA)	NOT MORE THAN 2
Association of PAs in Psychiatry (APAP)	NOT MORE THAN 2
American Association of Surgical PAs (AASPA)	NOT MORE THAN 2
Society of Critical Care Medicine PAs (SCCM)	NOT MORE THAN 2
Society of PAs in Family Medicine (SPAFM)	NOT MORE THAN 2
Society of PAs in Pediatrics (SPAP)	NOT MORE THAN 2
Association of PAs in Obstetrics & Gynecology (APAOG)	NOT MORE THAN 2

(c) Public Commissioners, At-Large Commissioners and Institutional Dean Commissioner shall be nominated or vetted by the Nominating Committee.

(d) The Commission shall elect all Commissioners by majority vote of the Commission from the slate of candidates nominated in accordance with Sections 4.2 (b) and (c).

Section 4.3 Term of Office.

(a) Each Commissioner's term of office is 3 years. Commissioners may hold office for more than 2 full consecutive terms as noted in section 5.5 below or as necessary to conduct the business of the Commission.

(b) After serving two (2) full terms, a Commissioner must be retired from the Commission for at least 1 year before being eligible for election, except as noted in Section 4.3a. Completion of less than half of an unexpired term of another Commissioner does not constitute a full term.

Section 4.4 Resignation. A Commissioner may resign at any time by written notice delivered to the Chair or Vice Chair. A resignation is effective when the notice is delivered unless the notice specifies a date later than the date of delivery. The resignation of a Commissioner need not be accepted in order to be effective.

Section 4.5 Removal. A Commissioner may be removed, with or without cause, by the affirmative vote of two-thirds of the remaining Commissioners present and voting at a meeting of the Commission at which a quorum is present and for which written notice stating that a purpose of the

Last reviewed 7.2023

meeting is to vote upon the removal of one or more Commissioners named in the notice is delivered to all Commissioners. In such an event, the Commissioner shall be afforded prior notice and an opportunity to be heard.

Section 4.6 Vacancies. Any vacancy occurring on the Commission shall be filled by appointment by the Commission from among candidates nominated by the collaborating organization of the Commissioner whose seat is being filled or the Executive Committee in the case of non-collaborating nominated commissioners. A Commissioner so elected shall serve in accordance with Section 4.3.

Section 4.7 Regular Meetings. The Commission shall meet at least semi-annually and as necessary to accommodate additional business. Notice of the meeting shall be provided in accordance with Section 4.9.

Section 4.8 Special Meetings. Special meetings of the Commission may be called by or at the request of the Chair or any 4 Commissioners. Notice of the meeting shall be provided in accordance with Section 4.9.

Section 4.9 Notice of Meetings.

(a) Notice of any meeting of the Commission shall be given in accordance with these Bylaws at least **30** days in advance thereof.

(b) Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Commission need be specified in the notice or waiver of notice of such meeting, unless specifically required by law, by the Articles of Incorporation, or by these Bylaws.

Section 4.10 Quorum. A majority of the Commissioners then in office shall constitute a quorum for the transaction of business at any meeting; provided that, if less than a majority of the Commissioners are present, a majority of the Commissioners then present may adjourn the meeting to another time without further notice.

Section 4.11 Action at a Meeting. Each Commissioner shall be entitled to one vote. The act of the majority of the Commissioners present at a meeting at which a quorum is present shall be the act of the Commission, unless the act of a greater number is required by law, by the Articles of Incorporation, or by these Bylaws. In the case of a tie vote, the position taken by the presiding officer shall determine the action of the Commission. An accreditation decision taken by the Commission to assign probation, withdraw accreditation, withhold accreditation, or refuse to consider a program for accreditation requires two-thirds approval of those present and voting.

Section 4.12 Proxy Prohibited; Presumption of Assent.

(a) No Commissioner may act by proxy on any matter; provided that, Commissioners may act without a meeting pursuant to the procedures set forth in Section 4.14 of these Bylaws.

(b) A Commissioner who is present at a meeting at which action on any corporate matter is taken by the Commission is conclusively presumed to have assented to the action taken unless such Commissioner's dissent or abstention is entered in the minutes of the meeting or unless such Commissioner files his or her written dissent or abstention to such action with the person acting as the secretary of the meeting before the adjournment of such meeting or forwards such dissent or abstention by registered or certified mail to the Secretary immediately after the adjournment of such meeting. Such right to dissent or abstain does not apply to a Commissioner who voted in favor of such action.

Section 4.13 Attendance by Telecommunication. Commissioners are required to attend all meetings in person. If there are extenuating circumstances that make it difficult for a Commissioner to attend a meeting in person, the Chair in his or her discretion, may allow a Commissioner to participate in and act at any meeting through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such meeting shall constitute attendance and presence in person at the meeting.

Section 4.14 Action Without a Meeting By Unanimous Consent in Writing. Any action required or permitted by law to be taken at a meeting of the Commission may be taken without an in person, telephonic or other interactive meetings if all members of the board consent in writing to the action. The provision of an electronic signature via email shall constitute consent in writing.

Section 4.15 Compensation; Reimbursement. No Commissioner shall receive any payment for services as a Commissioner, except that a Commissioner may be reimbursed for reasonable expenses incurred in connection with his or her service as a Commissioner.

Section 4.16 Interested Commissioners.

(a) A Commissioner who is directly or indirectly a party to a transaction with ARC-PA (an "interested Commissioner") shall disclose the material facts of the transaction and his or her interest in or relationship to such transaction to the Commission or any committee of the Commission considering such transaction prior to any action to authorize, approve, or ratify such transaction. A Commissioner is indirectly a party to a transaction if the Commissioner has a material financial interest or is an officer, commissioner, or general partner in an entity which is a party to the transaction.

(b) The presence of the interested Commissioner or of a Commissioner who is otherwise not disinterested may be counted in determining whether a quorum of the Commission, or a committee, is present but may not be counted when action is taken on the transaction.

ARTICLE 5

Officers

Section 5.1 Enumeration. The officers of ARC-PA shall be a Chair, a Vice Chair, a Secretary, a Treasurer, Immediate Past Chair and such other officers or assistant officers as may be elected or appointed by the Commission. The duties and scope of authority of officers shall be assigned by the Commission and published as delegation of authority policy (Section 9.4).

Section 5.2 Qualifications. Officers shall be members of the Commission.

Section 5.3 Nominations. The slate of nominees for officers will be made by the Nominating Committee and presented to the Executive Committee for approval. The Nominating Committee will announce the upcoming election and solicit candidates a minimum of 90 calendar days prior to the election. The Nominating Committee will select a panel of nominees to present to the Commission, with at least one nominee for each office. These nominations will be communicated to all commissioners at least 14 days before the election.

Section 5.4 Election. Officers shall be elected by a majority vote of those Commissioners present and voting at a meeting of the Commission at which a quorum is present.

Section 5.5 Term of Office. Officers shall serve for two (2) year terms, which may require extending the Commissioner's term.

Section 5.6 Resignation and Removal.

(a) Any officer may resign at any time by giving notice to the Chair or Vice Chair. A resignation is effective when the notice is delivered unless the notice specifies a date later than the date of delivery. The resignation of an officer need not be accepted in order to be effective.

(b) Consistent with the process outlined in section 4.5, the Commission may remove any of the officers, with or without cause, whenever in its judgment the best interests of ARC-PA would be served thereby.

Section 5.7 Vacancies.

(a) A vacancy in the office of Chair shall be filled by the Vice Chair, who shall hold office for the unexpired portion of the Chair's term.

(b) A vacancy in the office of Vice Chair or Secretary or Treasurer shall be filled by election by the Commission.

Section 5.8 Compensation, Reimbursement. No officer shall receive any payment for services as an officer, except that an officer may be reimbursed for reasonable expenses incurred in connection with his or her service as an officer.

Section 5.9 Chair. The Chair shall be the principal executive officer of ARC-PA and shall perform all duties incident to the office of Chair and such other duties as may be assigned by the Commission in the delegation of authority (Section 9.2). The chair may assign duties to officers, Commissioners, and the executive director within the scope of his/her delegated authority.

Section 5.10 Vice Chair. In the absence of the Chair, or in the event of the Chair's inability or refusal to act, the Vice Chair shall perform the duties of the Chair. When so acting, the Vice Chair shall have all the powers of and be subject to all the restrictions upon the Chair. The Vice Chair shall chair the Standards Committee. The Vice Chair shall perform all duties incident to the office of Vice Chair and such other duties as assigned by the Commission in the delegation of authority (Section 9.4).

Section 5.11 Secretary. In the absence of the Chair and Vice Chair, or in the event of their inability or refusal to act, the Secretary shall perform the duties of the Chair. The Secretary shall certify minutes of the proceedings of the commission. These minutes at a minimum shall record all commission votes including accreditation decisions and standards cited. The Secretary shall have the authority to certify the Bylaws, Commission votes, resolutions of the Commission and committees, and other documents of ARC-PA as true and correct copies thereof, and shall perform all duties incident to the office of Secretary and such other duties as may be assigned by the Commission in the delegation of authority (Section 9.4).

Section 5.12 Treasurer. In the absence of the Chair and Vice Chair and Secretary, or in the event of their inability or refusal to act, the Treasurer shall perform the duties of the Chair. The

Treasurer shall chair the Finance Committee and shall perform all duties incident to the office of Treasurer and such other duties as may be assigned by the Commission in the delegation of authority (Section 9.4).

Section 5.13 Immediate Past Chair. The Chair of the ARC-PA shall become Past Chair when he/she has completed the term of office as chair. Duties include advising the Chair on his/ her duties, serving on the Executive Committee, chairing the Nominating Committee and other responsibilities as directed by the Chair or as assigned by the Commission in the delegation of authority (Section 9.2).

ARTICLE 6

Committees

Section 6.1 Committees of ARC-PA.

(a) The Commission may by resolution create one or more standing or ad hoc committees and appoint a Commissioner as chair of each committee. Each committee may exercise the authority of the Commission to the extent permitted by law and as specified or limited by the Commission or in the Articles of Incorporation or these Bylaws, but the designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Commission, or any individual Commissioner, of any responsibility imposed by law. A committee shall not take any action that is inconsistent with these Bylaws or that revokes or amends any previous action by the Commission which is still in effect.

(b) Committee chairs, unless specified in these bylaws, shall be nominated by the Chair and confirmed by the Commission.

(c) Each committee shall have two or more Commissioners as members, the majority of committee members must be Commissioners, and all committee members shall serve at the pleasure of the Commission. Committee members shall be appointed by the chair of the committee or the chair of the ARC-PA. ARC-PA staff may serve as non-voting committee members.

(d) The Commission may by resolution appoint one or more individuals who are not Commissioners to serve, at the pleasure of the Commission, as advisors to a committee. Advisors may, at the discretion of the chair of the committee, be present at committee meetings but may not vote.

(e) Members of committees shall be appointed annually.

Section 6.2 Action by Committees. A majority of a committee shall constitute a quorum. The act of a majority of committee members present and voting at a committee meeting at which a quorum is present shall be the act of the committee. No member of such committee may act by proxy and, to the extent provided in these Bylaws for presumption of assent of Commissioners, assent is presumed for committee members. A committee member may participate in and act at any meeting through the use of a conference telephone or other similar communications equipment, and the committee may act by unanimous consent in writing without a meeting, in the manner provided by these Bylaws for Commissioners. Subject to these Bylaws and to action by the Commission, a majority of the members of a committee shall determine the time and place of committee meetings and the notice required for such meetings.

Section 6.3 Standing Committees. ARC-PA shall have the following standing Committees.

(a) Executive Committee. The Executive Committee shall be composed of the officers of ARC-PA and the immediate Past Chair. The duties of the Executive Committee are defined in the delegation of authority (section 9.2). The Executive Committee shall have the power to act for the commission on urgent matters between meetings of the commission. Any such actions shall be reported to the commission at its next meeting.

(b) Finance Committee. The Finance Committee shall be composed of no less than three Commissioners who shall be appointed by the Commission upon the recommendation of the Executive Committee. The chair of the Finance Committee shall be the Treasurer. The Chair of ARC-PA shall appoint the remaining members of the Finance Committee. The duties of the Finance Committee are defined by delegation of authority (Section 9.2).

(c) Standards Committee. The Standards Committee shall be composed of no fewer than four Commissioners who shall be appointed by the Commission upon the recommendation of the Executive Committee. The chair of the Standards Committee shall be the ARC-PA Vice-Chair. ex-officio members include the executive director and associate executive director. the duties of the Standards Committee are defined by the delegation of authority (Section 9.2).

(d) Nominating Committee. The Nominating Committee shall be composed of 4-6 Commissioners who shall be appointed by the Commission upon the recommendation of the Executive Committee. Members will include at least one public member, and at least one at-large member. All members of the Nominating Committee, other than the named officers, must have a minimum of 1 year prior service as Commissioner. The chair of the Nominating Committee shall be the immediate Past Chair of the ARC-PA. If there is no immediate past chair, the Executive Committee shall designate the Chair of the Nominating Committee.

(e) Equity and Justice Committee. The Equity and Justice Committee shall be composed of no fewer than 4 Commissioners who shall be appointed by the Commission, with recommendations of the Executive Committee and the Chair of the Committee. The chair of the Equity and Justice Committee shall be a commissioner who is nominated by the Executive Committee and elected by the commission. It is also permissible, for any term of service, the committee to have two Co-Chairs, who shall be commissioners who are nominated by the Executive Committee and elected by the commission. Ex-officio members include the ARC-PA executive director and associate executive director. The duties of the Equity and Justice Committee are defined by the delegation of authority (Section 9.2).

(f) Bylaws Committee. The Bylaws Committee shall be composed of 2-3 commissioners in addition to the chair, as appointed by the commission, upon the recommendation of the Executive Committee. The chair of the Bylaws Committee will be the Secretary of the ARC-PA. The composition of the Bylaws Committee will be reviewed whenever there is a change in/or requested by the Chair. The Bylaws Committee will consider any changes to policies or bylaws that are brought to the commission by workgroups, committees, or staff of the ARC-PA.

Section 6.4 Workgroups. The Commission may, from time to time, create one or more workgroups for specified purposes and the Chair of the ARC-PA shall appoint Commissioners and other individuals to serve on such workgroups. The number of members and the functions of the workgroup shall be set forth in the resolution creating such committee. Each workgroup shall make reports on its activities to the Commission and such interim reports as the Commission may request.

Bylaws

ARTICLE 7

The *Standards*

The standards established by ARC-PA for the evaluation and accreditation of physician assistant educational programs shall be set forth in a document known as the *Standards*, which shall be made available to all programs seeking accreditation. Adoption of the standards, and any changes to the standards, shall occur by a 2/3 majority vote of the commission at a regular or special meeting of the Commission.

ARTICLE 8

STAFF

Section 8.1 Executive Director. The Commission shall employ an executive director who, subject to the control and direction of the Commission, shall have authority to manage the day-to-day affairs of ARC-PA including managing ARC-PA staff and administering ARC- PA policies and procedure. The executive director may serve as ex officio on all standing and ad hoc committees of the commission, except in executive session. The executive director shall fulfill other duties as outlined by contract or in the delegation of authority.

Section 8.2 Participation in Meetings. The executive director shall attend all meetings of the commission and shall serve as a liaison between the commission and ARC-PA staff. Other staff may attend meetings, but neither the executive director nor staff shall have a vote on the commission or any committee.

ARTICLE 9

Policies

Section 9.1. The ARC-PA shall establish policies that govern the accreditation process, ARC- PA operations, and other matters as the commission may determine. These policies shall, as deemed appropriate by the commission, be publicly available and published either in writing or via electronic means on the web site. policies may be changed at any time by vote of the Commission.

Section 9.2. Delegation of Authority. the Commission may delegate specific authority to officers, to the executive committee, to the executive director or to the various standing or ad hoc committees or workgroups. delegation of authority shall be published as a policy and may be changed at any time by vote of the Commission.

ARTICLE 10

Records

ARC-PA shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Commission, and committees having any authority of the Commission, and shall keep at its registered office or principal office a record giving the names and addresses of its Commissioners, officers, and committee members. All books and records of ARC-PA may be inspected by any Commissioner, or any Commissioner's agent or attorney, for any proper purpose at any reasonable time.

ARTICLE 11

Fiscal Year

The fiscal year of ARC-PA shall be from July 1 through June 30.

ARTICLE 12

Notices

Section 11.1 Manner of Notice. Whenever under the provisions of law, the Articles of Incorporation, or these Bylaws, any notice whatever is required to be given to any Commissioner or officer of ARC-PA, it shall not be construed to require personal delivery. Such notice may be given in writing by depositing it in a sealed envelope in the United States mails, postage prepaid and addressed to such Commissioner or officer at his or her address as it appears on the books of ARC-PA, and such notice shall be deemed to be given at the time when it is thus deposited in the United States mails; or such notice may be given in writing by any other means and if given by such other means, shall be deemed given when received. Such requirement for notice shall be deemed satisfied, except in case of meetings with respect to which written notice is required by law, if actual notice is received orally or in writing by the person entitled thereto as far in advance of the event with respect to which notice is given as the minimum notice period required by law, by the Articles of Incorporation, or by these Bylaws.

Section 11.2 Waiver of Notice. Whenever any notice is required to be given by law, by the Articles of Incorporation, or by these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance at any meeting shall constitute waiver of notice thereof unless the person attends the meeting for the express purpose of objecting to the holding of the meeting because proper notice was not given or the meeting otherwise was not lawfully called or convened.

ARTICLE 13

Rules

All deliberations of ARC-PA, its Commission, and its committees shall be governed by parliamentary procedure as defined in policy, when not in conflict with these Bylaws.

ARTICLE 14

Nondiscrimination

ARC-PA shall not adopt any policy, practice, or procedure which results in discrimination on the basis of race, religion, national origin, gender, sexual orientation, or disability.

ARTICLE 15

Indemnification and Insurance

Each person who at any time is or shall have been a Commissioner, officer, employee, or agent of ARC-PA or is or shall have been serving at the request of ARC-PA as a Commissioner, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified by ARC-PA in accordance with and to the full extent permitted by the Illinois General Not For Profit Corporation Act of 1986, as in effect at the time of adoption of these Bylaws or as amended

from time to time, and by any subsequent Illinois not for profit corporation law. The foregoing right of indemnification shall not be deemed exclusive of any other rights to which a person seeking indemnification may be entitled under any bylaw, agreement, vote of disinterested Commissioners, or otherwise.

If authorized by the Commission, ARC-PA may purchase and maintain insurance on behalf of any person to the full extent permitted by the Illinois General Not for Profit Corporation Act of 1986, as in effect at the time of the adoption of these Bylaws or as amended from time to time, and by any subsequent Illinois not for profit corporation law.

ARTICLE 16

Dissolution

Upon the dissolution of ARC-PA, the Commission shall, after paying, satisfying, and discharging, or making provision for the payment, satisfaction and discharge, of all of the liabilities and obligations of ARC-PA, and after returning, transferring, or conveying any assets held by ARC-PA upon a condition requiring return, transfer, or conveyance by reason of the dissolution, transfer, convey, or otherwise dispose of all of the assets of ARC-PA exclusively for the purposes of ARC-PA in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, scientific, literary, or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law), as the Commission shall determine pursuant to a plan of distribution adopted by the Commission. Any such assets not so disposed of shall be disposed of by the Court of general jurisdiction of the county in which the principal office of ARC-PA is then located, exclusively for such purposes or to such organization or organizations, as said Court, shall determine which are organized and operated exclusively for such purposes.

ARTICLE 17

Amendments

The Commission may alter, amend, or repeal, or adopt new bylaws, provided that the resulting Bylaws of ARC-PA are consistent with the law and the Articles of Incorporation. Proposed changes to these bylaws shall be considered by the commission at a regular meeting. Adoption of changes to the bylaws shall occur at a subsequent regular or special meeting of the commission, at least 60 calendar days after the consideration of the proposed changes. Adoption of bylaws amendments will require a 2/3 majority of the quorum present at the meeting.

ARTICLE 18

ADOPTION OF BYLAWS

Where adoption of these bylaws is inconsistent with existing contracts previously entered into by ARC-PA, the terms of the contract shall supersede the terms of the bylaws for the duration of the contract. Contract renewals and future contracts shall be in accordance with these bylaws.

ARTICLE 19

CLINICAL POST-GRADUATE SUB-COMMISSION

Section 19.1 General Powers and Duties of the Clinical Post-graduate Sub-Commission.

(a) The affairs of ARC-PA with regard to Clinical Post-graduate accreditation shall be managed by the Clinical Post-graduate Sub-Commission, under the delegation of the Commission.

(b) The Sub-Commission shall have the powers and duties ordinarily delegated to the Commission with regard to the following:

1. To make accreditation decisions in line with the Clinical Post-Graduate Standards approved by the Commission;
2. To transact the business of Clinical Post-graduate accreditation for the ARC-PA, as delegated by the Commission;

Section 19.2 Sub-Commission Chair and Vice Chair. The Sub-commission Chair and Vice Chair may be nominated by the Clinical Post-graduate Sub-Commission and then brought to the Commission by the Chair of the Commission for a vote by the Commission.

Section 19.3 Size and Composition of Clinical Post-graduate Sub-Commission; Election.

(a) The majority of the Sub-Commission must be Commissioners, and all Sub-Commission members shall serve at the pleasure of the Commission. Sub-commission members shall be nominated by the Chair of the Sub-commission or the chair of the ARC-PA. ARC-PA staff may serve as Non-voting Sub-Commission members.

(b) The Sub-Commission shall consist of up to 11 voting Commissioners:

ARC-PA	Not more than 2
Association of Post-Graduate Physician Assistant Programs	Not more than 2
Society of Emergency Medicine Physician Assistants	Not more than 1
American Association of Surgical Physician Assistants.	Not more than 1
Physician Assistant Section of the Society of Critical Care Medicine	Not more than 1
Physician Assistants in Orthopedic Surgery	Not more than 1
Public Commissioner	Not more than 1
At-large Commissioner	Not more than 2

(c) The Clinical Postgraduate Sub-Commission is to be composed of Commissioners who may be nominated by collaborating organizations as indicated above.

(d) Public commissioners and at-large commissioners shall be nominated by the ARC-PA Nominating Committee.

(e) The Commission shall elect all Commissioners by majority vote of the Commission from the slate of candidates nominated in accordance with Section 19.3 b, c and d.

Section 19.4 Action by the Sub-Commission. A majority of the members of the Clinical

Post-Graduate Sub-commission shall constitute a quorum. The act of a majority of the Sub-commission present and voting at the Sub-commission meeting at which a quorum is present shall be the act of the Sub-Commission. No member of the Sub-Commission may act by proxy and, to the extent provided in these Bylaws for presumption of assent of Commissioners, assent is presumed for Sub-Commission. A Sub-Commission member may participate in and act at any meeting through the use of a conference telephone or other similar communications equipment, and the Sub-Commission may act by unanimous consent in writing without a meeting, in the manner provided by these Bylaws for Commissioners. Subject to these Bylaws and to action by the Commission, a majority of the members of the Sub-Commission shall determine the time and place of meetings and the notice required for such.

Section 19.5 Clinical Post-Graduate Standards. The Clinical Post-Graduate standards, established by ARC-PA for the evaluation and accreditation of Clinical Post-Graduate physician assistant educational programs, shall be set forth in a document known as the *Clinical Post-Graduate Standards*, which shall be made available to all Clinical Post-Graduate programs seeking accreditation. Adoption of the Clinical Post-Graduate Standards, and any changes to the standards, shall occur by a 2/3 majority vote of the commission at a regular or special meeting of the Commission.

Section 19.6. All other sections of these Bylaws shall apply to the Sub-Commission unless specifically addressed in Section 19.

ADOPTED: September 15, 2000

Amendments:

September 14, 2002 (Section 4.11)

March 12, 2005 (Sections 4.2(c); 5.3; 6.3(d); and a new 6.3(e))

September 9, 2005 (Section 5.1; 5.11; 5.12 (new); 6.1d; 6.1e; 6.04)

September 7, 2007 (Section 1.1; 4.2(b); 4.6; 4.12(b); 4.14; 6.3(c); 6.3(f) new)

September 4, 2008 (Section 4.2a, c, b; 5.1; 5.13(new))

March 5, 2009 (Section 4.2 c)

September 11, 2009 (Section 4.2 a & b) additional member

September 8, 2011 (Section 6.3 b, d, & e; (membership numbers) g & h (new)

December 9, 2011 (Section 4.2 a, b, c; Section 4.3) addition of At-large commissioners; (Section 4.6) filling vacancies, (Section 4.10) increase number for quorum

September 8, 2012 Committees (Section 6.3(a), (b), (c) revised), deleted (Section 6.3 (d), (e), (f), (g), (h));

Section 6.4 change Special Committees to Workgroups

September 4, 2014: (Section 4.3) Commissioners at-large

September 6, 2015: Commission (Section 4.2 b & c, 4.3 a & b, 4.6, 4.10); Officers, (5.2b (deleted), 5.5

September 29, 2018: Commission (Section 4.1a, b, c, & d (revised); 4.5, 4.7, 4.8, 4.9, 4.10, 4.13, 4.14 (revised); Officers (Section 5.1, 5.3, 5.6b, 5.9, 5.10, 5.11, 5.12, 5.13 (revised); (Section 6.1b (committee chairs) (added); 6.1c, & 6.3a, b, c (revised) & d (appointment and composition of Nominating Committee) (added); Contracts and Financial Transactions (Section 8.1, 8.2, 8.3, 8.4, 8.5 (deleted)); Staff (Section 8.1 & 8.2 (executive director responsibilities & participation in meetings) (added); Policies (9.1, 9.2 (revised); deleted (9.3)

October 21, 2019: Adoption of the Post-graduate Sub-Commission (Article 19, Sections 19.1-6).

September 24, 2022: Section 6.3, Adoption of Equity & Justice Committee as a Standing Committee

March 4, 2023: Section 4.2 Size and Composition; Election revised.

June 24, 2023: Section 5.3 Nominations (EC approval added); Section 6.3, Adoption of Bylaws Committee as a Standing Committee