

# **Association Bylaws**

## **Article 1 - Duties of Officers**

### Section 1.

The President, Vice President, Immediate Past President, Corresponding Secretary, Recording Secretary, and Treasurer shall perform the duties of their offices as set forth in the bylaws, and such other duties as may be approved by the Board of Directors, and thus set forth in the Policy Manual of the Association

### Section 2

The President of the Association shall be the executive head of the organization and shall preside at all business meetings.

### Section 3

The Vice President shall assume the duties of the President when and at such times as the President is unable to officiate at the meetings of the Association or carry on the affairs of that office. Further delegation of authority shall be determined by the Board of Directors.

### Section 4

The Corresponding Secretary shall be responsible for communicating Association information as required by the President, Board of Directors, and general membership.

### Section 4a

The Recording shall be responsible for recording and reporting the official actions of all business meetings of PAECT including those for the Board of Directors and general membership.

### Section 5

The Treasurer shall be responsible for all financial records of PAECT. The Treasurer shall be responsible to the Board of Directors for the reporting of the financial status of the Association. The financial records of the Association shall be subject to yearly audit by a certified public accountant.

## **Article II - Board of Directors**

### Section 1

The Board of Directors shall consist of the officers of the Association, Chairpersons of board-approved interest groups, and one Regional Director elected from each of the six geographic regions of Pennsylvania. The regions shall be Northwest, Southwest, North

Central, South Central, Northeast, Southeast. The boundaries of such regions, for the purposes of representation, shall be specified from time to time by the Board of Directors.

#### Section 1a

Rescinded in 2003.

#### Section 2

Terms of office on the Board of Directors for the Officers, Chairpersons of interest groups, and Regional Directors shall be:

- A. Officers - as specified in the constitution.
- B. Chairpersons of interest groups - one year term.  
Chairpersons of interest groups may succeed themselves on the Board by re-election as interest group chairperson.
- C. Regional Directors - four year term. Regional Directors may be re-elected to succeed themselves on the Board of Directors.

#### Section 3

A vacancy in the elected regional membership of the Board of Directors shall be filled by appointment by that body, with the person so appointed to serve until the following scheduled election. A vacancy in the elected officers shall be filled by the appointment of the President, subject to confirmation of the Board of Directors.

#### Section 4

A majority shall constitute a quorum of the Board of Directors.

#### Section 5

Regular meetings of the Board of Directors shall be held not less than semi-annually at a time and place to be specified by vote of the Board of Directors. The Board of Directors shall have the authority to take such actions as are necessary for the conduct of the association's affairs in accordance with the provisions of the constitution and bylaws and in the expressed wishes of the membership.

#### Section 6

The Board of Directors is authorized to develop procedures for the replacement of any officer, Regional Director, Interest Group Chair or Committee Chair who is unable to fulfill his or her responsibilities as defined in the Association constitution, bylaws, and policy manual.

## **Article III - Nominations and Elections**

### **Section 1**

Not later than six months before the scheduled starting date of the annual convention, the Immediate Past President shall appoint a nominating committee of not less than four members representing the Association by geographical location and type of position, to the extent that it is possible and practical. The chairman of the nominating committee shall be the Immediate Past President.

### **Section 2**

The nominating committee shall prepare for distribution, as specified in section 3, a list of at least one nominee for each position of Vice President, Corresponding Secretary, Recording Secretary, Treasurer, and at least one from each region, for three Regional Directors (that is scheduled to be filled on a rotating basis) to the Board of Directors.

### **Section 3**

Not later than 60 days before the scheduled starting date of the annual convention, the nominating committee, through the Corresponding Secretary, shall forward to the membership the names and biographical sketch of each nominee. At the same time the committee shall solicit other nominations from the membership, to be submitted in accordance with section 6.

### **Section 4**

Rescinded in 1974.

### **Section 5**

Not later than 30 days before the scheduled starting date of the annual convention, the nominating committee shall conduct the official balloting by mail or electronic means as determined by the Board. The committee shall certify the results of the election and report them to the membership through the Board of Directors, at the annual convention.

### **Section 6**

Nominations in addition to those presented by the nominating committee can be made by petition to the nominating committee no later than forty (40) days prior to the annual meeting. Nominating petitions must be supported by the signatures of no less than five (5) members in good standing. Standing of such members will be determined by the records of the officers responsible for such records.

## Section 7

Rescinded in 2003.

## Section 8

Members of the Association shall be eligible to vote only once for officers, board members and interest group chairperson.

## Section 9

For the purposes of voting on interest group chairpersons, the membership shall declare an affiliation with one interest group prior to balloting for chairpersons of interest groups.

# **Article IV - Interest Groups**

## Section 1

Persons within the Association having a common interest in a specialized area of the career field may, upon approval of the Board of Directors, form an interest group and elect a chairperson. The chairperson shall represent the interest group on the Board of Directors.

## Section 2

The Board of Directors shall specify the minimum number of persons that an interest group must have before it is eligible for representation on the Board of Directors.

## Section 3

Interest groups must maintain an active membership of at least ten members in good standing, thus allowing the interest group chairman to remain eligible for representation on the board. His/Her term will be two consecutive years.

# **Article V - Membership and Dues**

## Section 1

The types of membership shall be determined by the Board of Directors to best attain the objectives of the Association.

## Section 2

The Board shall determine the privileges of the types of membership, the duration of such privileges, and dues associated with each membership.

## Section 3

The Board shall publish information on types of membership, attendant privileges and dues.

## **Article VI - Publications**

### **Section 1**

The Association shall have an official publication which will be issued during the year based on availability of publishable materials and finances.

### **Section 2**

The publication committee shall recommend to the Board of Directors the numbers of issues and types of publications to be distributed by the Association.

### **Section 3**

The Board of Directors shall determine the cost charged for publications of this Association.

## **Article VII - Amendments to the bylaws**

### **Section 1**

Proposals for amending the bylaws may originate in the Board of Directors or by written petition of five of the voting members of the Association.

### **Section 2**

Proposed amendments may receive approval by a simple majority vote of the membership voting in the annual meeting of the Association or by a majority vote on a mail or electronic ballot.

### **Section 3**

The Board of Directors shall specify whether a vote for ratification shall be taken by mail or electronic means, or at the annual meeting of the Association, and if a mail or electronic vote is ordered, the Board shall fix the time for the beginning and close of the balloting. If a vote at a meeting is ordered, at least one (1) month notice shall be given to the membership accompanied by the text of the proposed amendment or new bylaws.

**Article VIII - Parliamentary Authority**

**Section 1**

Roberts' Rules of Order, Revised, in the latest edition shall govern the Association in all cases to which it can be applied and in those cases where it does not prove inconsistent with the constitution, bylaws or rules of order of the Association.

**Article IX - Fiscal Year**

**Section 1**

The fiscal year of the Association shall be from July 1 to June 30.

**Section 2**

The budget for each fiscal year shall be prepared by a committee of four (4) members, two (2) appointed by the President, with the Treasurer acting as the chairperson and the Vice President as vice chairperson.

**Section 3**

The proposed budget shall be presented to and approved by the Board of Directors prior to the beginning of the fiscal year.

**Section 4**

The adopted budget and the audited budget of the preceding year in summary form shall be publicized to the membership through the Association official publication or other means prior to the annual meeting of the current budget year.

**Article X - General Provisions and Limitations**

**Section 1**

Terms of existence. The Association shall exist perpetually.

**Section 2**

Remuneration. No member, director, officer, agent or employee of the Association may receive any pecuniary benefit from the same, except such compensation as may be allowed for services actually rendered.

### Section 3

Loans to directors. The Association shall make no advancements on accounts of service to be performed in the future, nor any loan of money or property to any director of the Association.

### Section 4

Influence upon legislation. No part of the activities of the Association shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation.

### Section 5

Participation in political campaigns. The Association shall not participate or intervene in any political campaign on behalf of any candidate for public office, including in such prohibition the publication or distribution of statements in any such campaign.

### Section 6

Liquor. The sale of liquors by the Association or on its premises shall be forbidden. A breach of this provision shall be a cause of forfeiture and the Association herewith agrees to surrender the charter if such a breach shall be alleged and proved to the satisfaction of the court.

### Section 7

Limitations. Nothing contained in these articles of incorporation shall be construed to authorize the Association to engage in any activities or perform any functions which are not within the definition of charitable or educational purposes as set forth in section 105 (C) (3) of the Federal Internal Revenue Code of 1954, as amended.

### Section 8

Dissolution. In the event of dissolution of the Association, any assets remaining after payment of all debts of the Association may be transferred by the Association to the Commonwealth of Pennsylvania, the County of Allegheny, or the City of Pittsburgh for charitable purposes only; to any department, commission, or board, state, county, or city, created by statute or ordinances for purposes substantially the same as one or more of the limited charitable purposes set forth in Article III; or to any non-profit corporation organized under the laws of the Commonwealth of Pennsylvania for charitable or educational purposes, as stipulated by the Board of Directors. As changed, November 1983