

PENNSYLVANIA TAXIDERMIST ASSOCIATION INC. BY-LAWS

ARTICLE I – Name

The name of this organization shall be Pennsylvania Taxidermist Association Inc., referred to herein as PTA, a non-profit educational organization.

ARTICLE II – Purpose

To promote and develop the art of taxidermy through education and promotion of high standards; to educate the general public in the art of taxidermy and conservation so as to propagate the sport of hunting and fishing and an appreciation of the outdoors, and to advise and assist its members and the general public on compliance with federal and state legislation or proposed legislation relating to the art of taxidermy.

ARTICLE III – Registered Office

The registered office shall be at the address of the Secretary, or as the Board of Directors designates.

ARTICLE IV – Membership & Dues

Section I

Regular membership shall be open to Taxidermists, and those supporting taxidermy and other forms of wildlife art. Voting privileges shall be: Single Membership – 1 Vote; Family Membership – 2 Votes; Life Members – 1 Vote; Life Family Membership – 2 Votes.

Section II

- (a) Annual membership dues shall be as follows: The Board of Directors has the authority to levy annual dues. Annual dues and membership structure shall be described in the PTA Policies and Procedures Statement.
- (b) A member is in good standing, who conducts his/her business in an ethical manner, and has his/her annual dues paid.
- (c) All dues are payable in advance and are due as of January 1st each year.
- (d) Membership will be terminated on February 1st in the event that dues are delinquent on that date.
- (e) All assets must be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code.

Section III

- (a) Membership in the PTA is individual, not transferable or assignable except: any firm or organization desiring or petitioning membership must assign the membership in the name of a representative, and only that designated representative shall be entitled to vote or run for elected office.
- (b) Individual members or member firms shall refrain from action or activities, which are detrimental to the organization.
- (c) Any individual member or member firm may be expelled for detrimental conduct to the organization by affirmative 2/3 majority (two-thirds) vote of the Board of Directors. The Board of Directors shall take no action to expel a member until said member has been given an opportunity for a hearing before the Board.
- (d) Officers of the PTA and Board of Directors are expected to attend all meetings. The President has the authority, upon Board approval, to remove from office any person not attending the meetings or submitting their reports to the President in advance of the meeting that he/she will be absent from. This is a Dereliction of Duty in Office. Refer to: Robert Rules of Order, Chapter XX, Section 60.

ARTICLE V – Government

- (a) General management of the affairs of the organization shall be vested in the Board of Directors, which shall consist of members of the organization.
- (b) The President shall be a member ex-officio of all committees.
- (c) The standing committees are: Grievance & Ethics, Fund Raising, Publicity, Membership, Elections, Photography, Hall of Fame, Board Meeting Coordinator, Annual Convention, Harrisburg Mini-Competition, and Pymatuning Mini-Competition.
- (d) Active members, in good standing, on the date ballots are mailed shall be entitled to vote upon any matter coming before the general membership. [Refer to **ARTICLE VI – Officers & Election** Section II, Sub (a) for exceptions.]
- (e) Fiscal year to run from June 15 to June 14.

ARTICLE VI – Officers & Election

Section I

- (a) The officers of this organization shall consist of President, Vice-President, Secretary, and Treasurer. A Board of Directors consisting of eight (8) members shall be elected, and such other officers as the Board of Directors may from time to time determine.
- (b) Term of Office: Terms will commence with the installation of new officers and new board members at the Annual Convention and will continue for one (1) year in the case of the President and Vice-President, and two (2) years for Secretary, Treasurer, and Board members. An Officer or Director may only serve three (3) consecutive terms. Officers and Board members who have been in office, either a single office or various offices, for a combined total of six (6) consecutive years must remain out of office for at least one (1) year before being eligible to run for any office again. The Past President shall serve as Board member for one (1) year. This is to be included in the six (6) year maximum office term, except that if serving on the Board of Directors as Past President, that person would be serving a seventh (7) year in office, he or she may serve that seventh (7) year and thereafter must remain out of office for one year.

- (c) Election Date: Election date shall be determined by the Elections Committee with installation to be held at the Annual Convention.
- (d) Vacancies: In the event that a vacancy should occur in any office, other than the office of President, the President shall appoint the candidate who had the next highest number of votes to fill said office. In the event that there is no additional candidate seeking office, the President may appoint any PTA active member, not presently holding any office, to fill said office until the next regularly scheduled election. This appointment must be approved by a two-thirds (2/3) affirmative vote of the Board of Directors. In the event that the office of President shall become vacant, the Vice-President shall fill the remainder of the term. A member of the Board of Directors must fill a vacancy in the office of Treasurer.

Section II

- (a) Election shall be by secret ballot, mailed to all members who had an active membership in the PTA from the calendar year prior to the Annual Convention. Ballots will be numbered in a series starting with one (1), or any other starting point agreed upon by the Elections Committee.
- (b) Nominations will be taken at any scheduled membership meeting prior to the Annual Convention. Mail-in nominations will be accepted. Deadline for nominations will be December 31 of the year prior to the Annual Convention. Nominations are open only to the members of the PTA.
- (c) Ballots will be processed by an independent third party, preferably a CPA, selected by vote of the Board of Directors and Officers of the PTA. This selected third party will prepare and mail the ballots to the eligible members with mailing labels supplied by the PTA. Completed ballots will be returned to the mailing party via the return stamped envelope supplied along with the ballot.
- (d) The independent third party (CPA) will tally the ballots and forward the results to the Elections Chairperson prior to the Annual Convention in a sealed envelope to be opened at the banquet. The Elections Chairperson will then announce the results at the banquet and post the results for all present to review. Results will also be posted in the next newsletter sent to the membership.
- (e) All completed ballots received by the independent third party (CPA) will also accompany the tally in the same envelope.
- (f) Official election ballots and tally shall be kept by the Elections Chairperson for a period of two (2) years and shall be available for inspection to all members in good standing, with reasonable notice.
- (g) Official election ballots and tally shall also be kept for reference in case of vacancies in any office. [See **ARTICLE VI – Officers & Election** Section I, Sub (d)].

Section III

President – The President shall be a voting member of the board only in the event of a tie vote and shall preside at all meetings of the organization. He shall appoint chairpersons of Standing and Special Committees of the Association. He shall be a member of all committees except the Elections Committee. The President shall be the PTA Representative for all functions. In the event that the President cannot be the representative, the President shall appoint a designee.

Vice-President – The Vice-President shall be a voting member of the Board and shall, in the absence of the President, or at his/her request, perform the duties of the President. In the event of the inability of the President to serve, the Vice-President shall complete the President's term.

Secretary – The Secretary shall be a voting member of the Board and shall attend all meetings of the Board and record their proceedings. This officer shall issue notices of meetings and perform each other duties as are usually performed by such an officer, as may be directed by the Board.

Treasurer – The Treasurer shall be a voting member of the Board. He/She shall receive all monies; pay all bills incurred by authority of the Board of Directors and preserve records thereof. He/She shall at each scheduled meeting of the Board, prepare and present a statement showing the financial condition of the Association.

Board of Directors – The Board of Directors shall be the managing Board of the Association, control all expenditures and property of the Association, and act for its interest in any way not inconsistent with these by-laws. While ultimate authority rests in the membership, the Board of Directors shall define policies and shall have full administrative direction of the Association.

ARTICLE VI – Annual Convention

The Annual Convention shall be held as arranged by the Board of Directors.

ARTICLE VIII – Parliamentary Law

"Roberts Rules of Order" shall govern in all cases not for in these by-laws.

ARTICLE IX – By-Laws

The Board shall draw up proposed changes to the bylaws to be presented to the general membership for acceptance at a general membership meeting, including the vote by proxy, upon a written thirty (30) day notice prior to the vote.

ARTICLE X – Amendments

The by-laws may be amended upon the concurrence of two thirds (2/3) majority of votes cast by the active members present and represented by proxy, at a stated meeting, following the written notice of said change issued by the recording secretary thirty (30) days in advance, which was proposed at a previous meeting.

REVISED: June 14, 2008