

PENNSYLVANIA ASSOCIATION OF FEDERAL PROGRAM COORDINATORS  
(PAFPC)

CONSTITUTION AND BY-LAWS

2010 – 2011

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(Revised 7/1/2010)

**CONSTITUTION**

**Article I - Name**

The organization shall be known as the Pennsylvania Association of Federal Program Coordinators, hereinafter referred as the “ Association.”

**Article II - Purpose**

Section 1. To promote an exchange of knowledge, experience, and ideas concerning federal programs in order to enable the members to serve educational entities with greater effectiveness and efficiency.

Section 2. To disseminate information concerning resources available from the federal government so that greater use can be made of these resources.

Section 3. To supplement and assist the flow of information and constructive comment from the offices of the Pennsylvania Department of Education that are responsible for the administration of federally supported educational programs.

Section 4. To provide advice and counsel regarding federal programs to any member and /or organization seeking to serve the educational needs of the community, the state or the union.

Section 5. To provide training institutes or workshops in the area of federal programs.

**Article III - Membership**

Membership shall include those persons described in the By-Laws (revised) in Article II (Membership).

**Article IV - Governing Body**

Section 1. The affairs of the Association, except as restricted herein or in the By-Laws, shall be conducted by the Executive Committee, consisting of the following Association members each with one vote when present at an Executive Committee Meeting: a President, a President-Elect, a Vice-President, a Past President, a Senior Past President, a Treasurer, a Secretary, one Representative from each Association region and his/her Alternate as defined in the By-Laws.

Section 2. Members of the Executive Committee shall be chosen as provided by the By-Laws.

Section 3. The Executive Committee, in addition to its other duties as provided by the By-Laws, may appoint an Executive Director of the Association. The Executive Director's duties, remuneration, and term of office shall be established by the Executive Committee. The Executive Director shall attend meetings of the Executive Committee, except as excluded by the Executive Committee, but shall hold no voting position on the Executive Committee.

Section 4. An Executive Committee member (director) of the Association (corporation) shall not be personally liable for monetary damages as such for action taken, or any failure to take such action, unless:

1. The director has breached or failed to perform the duties of his office under the section as provided in the Pennsylvania Directors Disability Act.
2. The breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

The provisions of this section shall not apply to:

1. The responsibility or liability of a director pursuant to any criminal statute
2. The liability for the payment of taxes pursuant to state or federal law.

## **Article V – Officers, Regional Representatives, and Alternates**

Section 1. The Officers of the Association shall be a President, President-Elect, Vice-President, Secretary, Treasurer, Past President, and Senior Past President. The officers shall meet the conditions for membership as stated in the By-Laws, Article II, Membership. The regions shall be represented by a Regional Representative and Alternate from their respective region and shall meet the conditions for membership as stated in the By-Laws in Article II, Membership. Elected Officials of the Association (President, President-Elect, Vice-President, Secretary, Treasurer, Region Representatives and Alternates) shall be residents of Pennsylvania during their respective terms.

Section 2. The term of any elected position, defined in Article V – Officers, Regional Representatives and Alternates, Section 1, shall be two consecutive years, coincident with the fiscal year as defined by the By-Laws.

Section 3. No President shall succeed himself/herself in office.

Section 4. A person must be a member of the Association, as defined in the By-Laws, Article II – Membership, Section 1. a, for two consecutive years before being eligible to hold an elected position, effective April 20, 2004.

## **Article VI - Meetings**

Section 1. An annual general membership meeting of the Association shall be held at such time and place as the Executive Committee may select.

Section 2. Special meetings of the Association shall be held at such time and place as the Executive Committee may select.

Section 3. The Executive Committee shall meet at the call of the President or by written petition of at least a majority of the members of the Executive Committee.

Section 4. The Executive Director shall mail notices of each properly called meeting to the general membership or to the Executive Committee members, as appropriate, thirty days before the date of such meetings provided, that such a call has been made at least thirty days before the date of such a meeting. Those members present and voting may by majority vote adjourn such a meeting to a future time and place.

Section 5. A quorum at the annual meeting, at special meetings of the Association, or at any Executive Committee shall be established by the By-Laws.

## **Article VII - Committees**

Section 1. The following Standing Committees shall be named to serve the Association.

a. Conference - to make all arrangements for the annual conference with the Executive Committee's approval.

b. Legislative - to keep the membership informed about the status of federal legislation and to make appropriate contacts with state and federal officials in regard to legislative matters.

c. PDE liaison - to maintain contacts with the Department of Education in matters of mutual interest and to work with Department personnel, as authorized by the President of the Association or the Executive Committee.

d. Information and Publication - to supervise the preparation of newsletters, conference proceedings, directories, and any other publications authorized by the Executive Committee.

e. Membership - to promote membership in the Association, to act upon membership applications, to serve as a credentials committee at general memberships, and to oversee any membership services authorized by the Executive Committee.

f. Internal Affairs – to provide a slate of qualified candidates for the various offices of the organization and to direct and supervise the election of these candidates, inclusive of proper/timely notification to the general membership of said election.

g. Budget/Finance - to maintain and review the financial books of the organization, to keep-all funds accounted for, and to prepare and stand for the office audit of the organization's debts and liabilities each year.

h. Website - to maintain the Association's website to provide members with timely, relevant information and services.

Section 2. Special Committees, including a Nominating Committee and an Auditing Committee, for the furtherance of the Association's work and to carry on projects, may be appointed as established by the By-Laws.

### **Article VIII – By-Laws Amendments**

Section 1. By - Laws consistent with the Constitution may be adopted, repealed, or amended by a two-thirds vote of all members present and voting at the annual meeting or a special meeting called for that purpose.

Section 2. The Executive Committee may suspend protocol established in Article VIII, By-Laws, Section 1, to allow for amendments to the By-Laws, between Annual Meetings, when regulatory compliance is required. The amendment requires a two-thirds vote of the Executive Committee and will take effect immediately.

### **Article IX - Constitutional Amendments**

Section 1. The Constitution may be repealed or amended by a two-thirds vote of the members present and voting at the annual meeting or any special meeting called for that purpose providing that a copy of the proposed amendment has been sent to the members at least thirty days before the meeting is held; provided also that the executive comments and/or recommendations are included.

Section 2. Proposed Constitutional amendments can be changed at the annual meeting or special meeting called to consider such amendments only in regard to the subject matter of the proposed amendment. Such changes to a proposed amendment must be by a two-thirds vote of those members present and voting in regard to such a change.

Section 3. The Executive Committee may suspend protocol established in Article IX, Constitutional Amendments, Section 1 and Section 2, to allow for amendments to the Constitution, between Annual Meetings, when regulatory compliance is required. The amendment requires a two-thirds vote of the Executive Committee and will take effect immediately.

## **BY-LAWS**

### **Article I - Preamble**

Nothing in the By-Laws or any amendment thereto is intended to state purposes or authorize powers in any respect different from or in addition to those purposes and powers set forth in the Association's Constitution.

### **Article II - Membership**

Section 1. Membership is open to the following:

a. Individuals who represent Local Education Agencies, (Governmental Units). This includes, but is not exclusive to School Districts, Charter Schools, Intermediate Units and Departments of Government.

b. Individuals who represent private or other non-governmental agencies, whose purposes are compatible with the intent of this Association, as set forth in the Constitution. This includes but is not exclusive to non-public administrative units and schools, locally operated neglected and delinquent institutions, vendors and representatives.

Section 2. Annual dues for each class of membership shall be determined by the members at the Association's annual meeting by a majority vote of those present and voting. Any change in the dues may take effect no sooner than thirty days following the memberships' action and will apply only to those memberships received after that date.

Section 3. Membership dues paid at the annual meeting or later in the fiscal year shall become effective immediately and provide membership until the end of the ensuing fiscal year. Membership is for twelve (12) months, effective upon receipt of dues. Membership Guidelines are defined in the PAFPC Policies and Procedures.

### **Article III - Regions**

Section 1. The Intermediate Units of the Commonwealth of Pennsylvania shall be divided into eight regions, with Pittsburgh and Philadelphia as two of these separate regions, and members of Charter Schools to comprise a ninth region, as approved by a two-thirds vote of the membership present and voting at the annual meeting.

Section 2. Each region shall serve as an extension of the Association in fostering the purposes of the Association within that region.

Section 3. Each region shall reorganize biannually in odd numbered years at the annual meeting of the Association or within thirty days following the close of the annual meeting, the Association President shall be responsible to call a meeting for such reorganization in the case of the failure of the region to so organize itself within the time limits provided above.

Section 4. The minimum organization of a region shall consist of one Representative and one Alternate. The Representative shall serve as chairman of the region and shall serve on the Executive Committee of the Association. The Alternate shall assist the Representative in the affairs of the region and shall serve on the Executive Committee.

Section 5. Representatives and Alternates may succeed themselves in office.

#### **Article IV - Governing Body**

Section 1. The Executive Committee shall hold an annual meeting and such other meetings as are deemed necessary for the conduct of the business of the Association. Meetings of the Executive Committee shall be called by the President, or Secretary, upon written request by a majority of the Executive Committee members.

Section 2. The Executive Committee shall have the power to conduct all Association business and to act for the Association in all matters, except the election of officers, the approval of the budget, the establishment of dues, the adoption of By-Laws of the Constitution, and the modification of the Association's regional alignment.

Section 3. The Executive Committee shall authorize the issuance of all publications, announcements, and other printed materials relating to the general work of the Association, its annual meeting, and its committee activities.

Section 4. The Executive Committee shall prepare a budget covering anticipated receipts and expenditures to be presented to the membership for approval at the annual meeting. All appropriation of funds shall be the direct responsibility of the Executive Committee and shall be in accordance with the budget approved by a majority vote of the members present and voting at the annual meeting.

Section 5. A quorum at any Executive Committee Meeting, Special Meeting, or Committee (Standing or Special) of the Association shall be a majority (more than half) of voting members of the meeting's constituents. A quorum at the annual business meeting shall be the members present at the annual business luncheon.

Section 6. The Association may utilize electronic mailings (email) and web site postings, as a substitute for paper mailings/notifications required in the Constitution and By-Laws, to inform the Executive Committee and membership.

**Article V - Election and succession of Officers, Regional Representatives and Regional Alternates.**

Section 1. The election for the office of President-Elect, Vice-President, Treasurer, and Secretary shall be conducted biannually in even numbered years at the annual meeting of the Association. The election of Regional Representatives and Alternates shall be conducted biannually in odd numbered years at the annual meeting of the Association.

Section 2. A slate of nominees for office President-Elect, Vice-President, Secretary, and Treasurer shall be prepared by a Nominating Committee and mailed to the membership by the Association at least thirty days prior to the annual meeting. Furthermore, nominations may be made by any member at the annual meeting.

Section 3. All elections shall be by secret ballot, unless there is only one candidate for the office prior to the commencement of such term.

Section 4. The term of office shall coincide with the fiscal year. Such elected officers shall be privileged to meet for the purpose of organizing and planning for their term of office prior to the commencement of such term.

Section 5. In the event that the office of President becomes vacant due to death, resignation, or inability to perform the duties of the office, the office shall be assumed by the President-Elect for the remainder of the term of office. Such assumption of office shall not count as a term of office in determining limit of tenure in a given office if it is for less than eight months.

Section 6. In the event of vacancy in any office, other than President, due to death, resignation, or inability to perform the duties of the office, if the vacancy occurs before the first of September immediately following the election, the vacancy shall be filled by a special election conducted by a ballot which has been mailed by the Executive Director to all members. In such instances, the Executive Committee shall serve as the Nominating Committee. A plurality of those votes received within thirty days of the mailing the ballots shall determine the successful candidate. The person selected to fill a vacancy shall hold the office for the remainder of the term. A partial term of office shall not count as a term in office if held less than fifteen months.

Section 7. Nomination and election of Regional Representatives and Regional Alternates within the general framework outlined in Article III, Section 3 of these By-Laws shall be by a procedure approved by the Executive Committee and announced to the membership at least thirty days prior to the annual meeting.

Section 8. In the event that a vacancy should occur in a Regional Representative's position, the appropriate Regional Alternate will succeed to the vacant position. In the event that the Regional Alternate position becomes vacant before the first of September following the election, the vacancy shall be filled by a special election conducted by the Regional Representative who shall poll the membership of the region for nominations

(See the Constitution, Article V, Section 4 for eligibility to hold office.) If more than one nomination is received, the Regional Representative will mail ballots to all members of the region to determine the successful candidate, who will serve out the remainder of the term. If the vacancy occurs after the first of September following the election, the Regional Representative shall nominate an eligible individual (See the Constitution, Article V, Section 4 for eligibility to hold office) and present the individual to the Executive Committee for approval. The individual shall complete the remainder of the term. If both the Regional Representative and Regional Alternate positions become vacant, the procedure outlined in Article III, Sections 3, of these By-Laws will be followed.