



2009 PSATS Bylaws

ARTICLE I

Name

SECTION 1. The name of the Association shall be the Pennsylvania State Association of Township Supervisors.

ARTICLE II

Purpose

SECTION 1. The purpose of this Association shall be as provided in the Act of Assembly approved May 1, 1933, P.L. 103, as enacted and revised by the Act approved July 19, 1947, P.L. 1481, and is as thereafter from time to time amended.

SECTION 2. The purpose of this Association shall also be:

- A. To secure and preserve for the unincorporated areas of the state the benefits of local self-government administered by the township elected officials.
- B. To protect the township against any attempt to abolish it as a governmental unit.
- C. To resist any effort at further centralization of governmental powers by depriving the township of any rights, duties or privileges that it now possesses.
- D. To secure, through friendly communication, a better acquaintance among township officials.
- E. To promote a better knowledge of the rights and duties of township officials and, by comparison of experiences and interchange of ideas, to arrive at the best way to discharge those duties.
- F. To secure from the General Assembly legislation that will enable township government to function more efficiently.
- G. To provide ancillary and informational services to townships of the second class.

ARTICLE III

Membership

SECTION 1. All township supervisors, township secretaries, treasurers, township managers, or comparable representatives of home rule or optional plans townships, and secretaries of county associations shall be entitled to active membership.

SECTION 2. All delegates elected by the respective county associations in accordance with law or the duly elected alternates, if the delegate cannot serve, are entitled to vote at the meetings of

the State Association. All such delegates elected to attend the convention shall be certified by the secretary of the county association to the executive director of the State Association.
association bylaws

SECTION 3. Honorary membership may be conferred upon such persons as may be elected by any convention of the Association.

SECTION 4. In all cases where more than one candidate is nominated for Association office, the election shall be by secret ballot.

SECTION 5. One delegate elected by each township in accordance with the law shall be entitled to vote at the meeting of the State Association, provided the township has paid its dues to the State Association for the current year. The township secretary must certify to the State Association executive director at least 15 days prior to the state convention the name and address of the delegate.

SECTION 6. The Executive Board may establish, maintain, modify, and terminate a category of Associate Membership in PSATS under such terms and conditions as the Executive Board shall deem appropriate. Associate members shall be accorded such privileges as the Executive Board shall determine from time to time. Associate members shall be ineligible to vote on any PSATS matter, designate a delegate to PSATS' Annual Convention, or serve as an officer of the Association or member of the Executive Committee.

ARTICLE IV **Officers**

SECTION 1. Officers of the Association must be township supervisors or comparable elected representatives of home rule or optional plans member townships.

SECTION 2. The officers of the Association shall be president, first vice president, second vice president, secretary-treasurer, and assistant secretary-treasurer and shall be entitled to be delegates at-large to the state convention.

SECTION 3. The president, vice presidents, secretary-treasurer, and assistant secretary-treasurer shall, by virtue of their offices, be members of the Executive Board with full voting rights.

SECTION 4. The immediate past president shall be a member of the Executive Board without voting rights, provided he is a township supervisor or comparable elected representative of a home rule or optional plans member township.

ARTICLE V
Duties of Officers and Executive Director

SECTION 1. The president shall preside at all meetings of the membership, direct business, maintain order, perform all duties pertaining to the office of president, and appoint all standing committees.

SECTION 2. One of the vice presidents, in order of rank, shall preside in the absence of the president.

SECTION 3. The secretary-treasurer shall provide for correct minutes of the proceedings of each meeting of the Executive Board and shall see that the executive director properly cares for all monies collected by the Association and that all disbursements of the funds of the Association are properly authorized.

SECTION 4. The executive director shall keep a roll of the membership, attend to all correspondence, and be responsible for the operation of the State Association office, promotional activities, membership, lobbying, publicity, and such other duties as may be prescribed by the Executive Board.

SECTION 5. If an officer of this Association shall fail, become unable, or become ineligible to perform the duties of his office, such vacancy shall continue until the election of officers at the next annual convention of the Association. During the period of any such vacancy, and during the period of any temporary absence or inability to perform the functions of office, the first vice president and, in his absence the second vice president, shall perform the duties of the absent president, and the assistant secretary-treasurer shall perform the duties of the absent secretary-treasurer.

ARTICLE VI
Election of Officers

SECTION 1. The officers of the Association, elected annually at the regularly called convention, shall assume the duties of their respective offices at the conclusion of the convention at which they are elected and shall serve until their successors are duly elected and qualified.

SECTION 2. Each of the elected officers of the Association shall serve for a term of one year and may succeed himself in the office for only one additional term. Thereafter, said officer shall not be eligible for re-election to the particular office in which he has already served for two successive terms.

SECTION 3. Any person(s) nominated for Association office, including the office of Executive Committee member, from the floor of the convention must provide background information and sign a statement of willingness to serve if elected at least 30 days before nomination from the floor of the convention. Such information and statement shall be given to the secretary-treasurer of the State Association.

SECTION 4. In all cases where more than one candidate is nominated for Association office, the election shall be by secret ballot.

SECTION 5. A vacancy shall occur at any time any officer or member of any committee ceases to be a township supervisor or comparable representative of a home rule or optional plans township, township secretary, or township manager. All vacancies not otherwise provided for in these bylaws shall be filled by the Executive Board.

ARTICLE VII **Executive Board**

SECTION 1. The Executive Board shall consist of the immediate past president of the Association as prescribed in Article IV, Section 3 of these bylaws and 12 voting members, including the five officers of the Association as prescribed in Article IV, Section 2 of these bylaws and the seven members of the Executive Committee, as prescribed herein.

SECTION 2. Executive Committee.

A. Qualifications. The Executive Committee shall be composed of seven members. Members must be township supervisors or comparable elected representatives of a home rule or optional plan member township, or township secretaries.

B. Term of Office. Members of the Executive Committee shall be elected for three-year terms at the regularly called annual convention. The terms of office of Executive Committee members shall begin at the conclusion of the convention at which they are elected and shall end immediately prior to the election held at the third annual convention convened after their election.

C. Vacancy. Any vacancy on the Executive Committee shall be filled by appointment by the Executive Board. Any such appointee shall serve only until the next regularly called annual convention, at which time the remainder of the unexpired term shall be filled by election.

D. Term Limits. Any person eligible to serve as a member of the Executive Committee shall be eligible for election to two full terms on the Executive Committee. After serving two full terms, said member shall be ineligible for re-election to the Executive Committee until the next regularly called annual convention convened after the expiration of the member's second term.

E. Eligibility of Incumbent Executive Committee Members to Serve as Officers of the Association. Members of the Executive Committee must complete the terms for which they were elected before they can be elected or appointed as an Association Officer. However, an Executive Committee member whose full term expires at a regularly called annual convention shall be eligible for election as an Association Officer at the same convention.

SECTION 3. The Executive Board shall elect, annually, from its members a chairman and vice chairman. The chairman shall preside at all meetings of the Executive Board. In the event the chairman is unable to fulfill the duties of his office, the duties of said office shall be performed by the vice chairman of the Executive Board. The Executive Board shall not conduct any business in the absence of a quorum, which shall consist of at least seven voting members, as set forth in Article IV, Section 2, and Article VII, Section 1.

SECTION 4. The Executive Board shall be charged with the management of the Association. It shall adopt an annual budget, authorize all expenditures of Association funds, audit or have audited all records and accounts of the Association at least once a year, and employ an executive director, assistant executive director(s), and such other personnel as are necessary to administer the business of the Association.

SECTION 5. The Executive Board shall choose an executive director and assistant executive director(s) who will serve at the pleasure of the Board. The Board may enter into a contract with the executive director and assistant executive director(s), but such contract shall not be for a period of more than three years.

SECTION 6. The Executive Board shall meet for the transaction of business at least one time per year, at such time and place as fixed by the Executive Board. A special meeting of the Executive Board shall be called at any time by written action of three members or upon the call of the executive director.

ARTICLE VIII **Standing Committees**

SECTION 1. On or before December 31st of each year, the president shall appoint members to fill the standing committee vacancies which will occur on or before December 31 of that year. Each appointee shall assume office on January 1 of the succeeding year, or upon the expiration of his or her predecessors term, whichever shall first occur. Each standing committee shall be composed of nine members, except the Resolutions Committee and the Legislation Committee each of which shall be composed of 18 members and the Secretary/Manager Committee which shall be composed of 13 members. From time to time, the president may appoint such special committees as he may deem necessary. He shall have the power at any time to fill vacancies in the membership of any committee except the Executive Committee. The appointments and terms of standing committee members shall be governed as follows:

A. Standing committee members shall be for terms of three years, beginning January 1 next following the date of appointment, subject to the requirements of subparagraph B.

B. In the case of vacancies occurring prior to the expiration of a term, the president shall, by appointment, fill the vacancy for the unexpired term.

C. Each standing committee shall meet at least one time each year at a time, place, and date designated by the president as the committee's annual meeting; and at such other times at the call of the president or at the request of a majority of the committee members.

D. One third of each committee's members shall constitute a quorum.

E. Each committee shall transact business by majority vote of the committee members physically present at the meeting.

F. There shall be an interval of at least 12 months ineligibility between the completion of any standing committee member's term of office and his or her reappointment to the standing committee, or appointment to any other standing committee.

SECTION 2. Committee on Rules — to draw up and amend rules for the conduct of all meetings of the Association. Such rules, once adopted by the Rules Committee, shall have the

force and effect of bylaws of the Association and shall continue in effect until amended, deleted, or otherwise altered by the Rules Committee or as otherwise established by the Executive Board. Such rules shall be effective only to the extent that they do not contravene an existing provision of the Association's bylaws. To examine and determine the qualifications of those entitled to vote at such meetings. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII. From time to time, to submit recommendations to the Association for the amendment of these bylaws, as follows:

- A. Amendments emanating from a county convention shall be referred to the floor of the state convention for action, regardless of approval or disapproval of the Rules Committee, provided said amendment is received in the office of the executive director at least 30 days prior to the annual state convention.
- B. Amendments emanating from the Executive Board shall be referred to the floor of the state convention for action, regardless of approval or disapproval of the Rules Committee.
- C. Amendments by any member attending the state convention may be referred to the floor of the state convention for action upon a majority vote of the Rules Committee.
- D. The president shall declare out of order anyone proposing an amendment from the floor of the state convention.

SECTION 3. Committee on Nominations — to nominate officers and members of the Executive Committee of the Association to be elected at the annual convention. The committee shall nominate one person for each office. Any individual serving a term as a member of the Nominations Committee shall not be permitted to submit or have his or her name submitted as a nominee for the PSATS Executive Committee or officer. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 4. Committee on Finance — to advise ways and means of raising funds necessary for the operation of the affairs of the Association, to recommend the annual township dues, and to recommend an annual budget. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 5. Committee on Resolutions — to draw up and act upon such resolutions as may be presented.

- A. Resolutions may be submitted by county associations in a manner established by each county association. Resolutions emanating from a county association shall be referred to the Resolutions Committee, provided said resolutions are received in the office of the executive director at least 30 days prior to the annual state convention.
- B. Resolutions by any member attending the state convention may be referred to the floor of the state convention for action after a majority vote of the Resolutions Committee. Any such resolutions referred to the floor of the convention shall be presented in writing to the convention.
- C. The Executive Board may offer resolutions for consideration at the state convention. Such resolutions shall be referred to the floor of the state convention for action.
- D. The Resolutions Committee may combine or modify any resolution received from a county association prior to referring said resolution to the floor of the annual state convention.

(1) The secretary of the county association submitting a resolution that has been combined or modified shall be advised of the basis for this action no less than 15 days prior to the annual state convention.

(2) Any county association whose resolution(s) has been combined or modified may request the Resolutions Committee, at its meeting on the day preceding the day on which resolutions will be considered by the state convention, to reconsider its previous action. The Resolutions Committee shall refer to the floor of the annual state convention any resolution as it was originally submitted, upon the request of the sponsoring county association, regardless of the action taken by the Resolutions Committee.

(3) Any resolution that duplicates or is of essentially the same nature as a resolution that is in effect as standing policy of the Association or is already provided in present law shall not be referred to the floor of the annual state convention.

(a) The secretary of the county association shall be notified of such action in accordance with subparagraphs (1) and (2) of Section 5-D, Article VIII.

E. The chair shall declare out of order anyone proposing a resolution, or amendment to a resolution, from the floor of the state convention.

F. Each resolution should include, for the benefit of the Resolutions Committee, a brief description of the need for the resolution or an explanation of the problem it attempts to solve.

G. The Resolutions Committee shall vote to support, oppose, or take no action on proposed resolutions.

H. The State Association will advise each county association secretary, no later than 90 days after the annual state convention, of all resolutions adopted at said state convention.

I. Resolutions may be submitted by the standing committees by action taken at their respective annual meetings, or at such other meetings authorized for that purpose by the president of the association. Such resolutions shall have the same standing and follow the same procedures as resolutions submitted by county associations under this section. The chairperson of the committee shall be notified of any action taken on any resolution submitted by the respective standing committee in accordance with Section 5(D), Article VIII.

SECTION 6. Committee on Publications-Public Relations — to supervise and direct publications and public relations of the Association. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 7. There shall be created an Administrative Control Committee composed of five voting members from the Executive Board, including the president, chairman of the Executive Board, and secretary-treasurer of the Association, plus two members from the Executive Committee appointed by the Board. The duties of this committee shall be to control the various administrative duties and actions of the Association employees and shall have prior approval of all expenditures of the Association in excess of five hundred dollars (\$500), except emergency and such other expenditures as are authorized by the Executive Board.

SECTION 8. Committee on Townships Over 10,000 — The mission of the Townships Over 10,000 Population Committee is to identify common problems and needs unique to these townships, propose solutions through state and federal legislation and administrative initiatives, and facilitate the exchange of information through discussion, training, and technical assistance. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 9. Committee on Township Secretaries and Managers — The mission of the Secretary-Manager Committee is to promote and encourage the effective, efficient, and responsive operation of township government through training, education, communication, and the interchange of ideas. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 10. Committee on Townships Under 2,000 — The mission of the Townships Under 2,000 Population Committee is to identify common problems and needs unique to these townships, propose solutions through state and federal legislation and administrative initiatives, and facilitate the exchange of information through discussion, training, and technical assistance. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 11. Committee on Townships with Populations Greater Than 2,000 But Less Than 5,000 — The mission of the Townships With Populations Greater Than 2,000 But Less Than 5,000 Committee is to identify common problems and needs unique to these townships, propose solutions through state and federal legislation and administrative initiatives, and facilitate the exchange of information through discussion, training, and technical assistance. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 12. Committee on Land Use and Growth Management — The mission of the Committee on Land Use and Growth Management will be to advise the Association on matters affecting townships' capacity to enact and manage effective land use and growth management policies and facilitate the exchange of information through training and technical assistance. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 13. Committee on Townships With Populations Greater Than 5,000 But Less Than 10,000 — The mission of the Townships With Populations Greater Than 5,000 But Less Than 10,000 Committee is to identify common problems and needs unique to these townships, propose solutions through state and federal legislation and administrative initiatives, and facilitate the exchange of information through discussion, training, and technical assistance. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

SECTION 14. Committee on Legislation. The mission of the Legislation Committee is to assist the Association on the legislative issues and to function as a grassroots regional communications network. The committee may develop and submit resolutions in accordance with Section 5(I), Article VIII.

A. The members of the Executive Board shall serve as members of this committee in addition to the appointees provided for in Section 1, Article VIII. Such Executive Board committee members shall serve by virtue of their elective office and shall not be subject to the term limits which are applicable to other committee members.

B. The members of the committee will serve on specific tasks as approved by the Executive Board.

C. Members to a specific task shall serve no longer than the Executive Board deems.

ARTICLE IX
Policy

SECTION 1. The policies of this Association shall be established by:

A. Action taken by the Executive Board of the State Association.

(1) The Executive Board may establish the official policy of this Association. Such policy, established by the Executive Board, shall remain in force until such time as the Executive Board alters that policy or until a resolution is adopted at the annual state convention which alters, reverses, or abolishes such policy.

(2) The Executive Board shall be charged with the implementation and interpretation of policies established by resolutions adopted at the annual state convention.

B. Resolutions passed by a majority vote of those voting delegates present and voting at the annual state convention of the Association.

(1) When adopted at the annual state convention of this Association, resolutions shall become the standing policy of this Association until the goal of the policy has been achieved, the policy has been changed, or for a period of five years following adoption.

ARTICLE X
Dues

SECTION 1. The dues assessed against member townships shall be as follows:

Twp. Population	Current Dues
A. 1 - 250	\$82.00
B. 251 - 1,000	260.00
C. 1,001 - 2,500	475.00
D. 2,501 - 5,000	767.00
E. 5,001 - 7,500	1,063.00
F. 7,501 - 10,000	1,301.00
G. 10,001 - 12,500	1,531.00
H. 12,501 - 15,000	1,773.00
I. 15,000 - 20,000	1,945.00
J. 20,001 & over	2,126.00

SECTION 2. Whenever it is deemed necessary to amend the dues structure as provided in Section 1, the Association shall mail an explanation of the proposed change to all member townships not less than 45 days prior to the Annual Convention.

ARTICLE XI
Meetings

SECTION 1. Meetings of the Association shall be held annually at such date and such place as shall be fixed by the Executive Board.

ARTICLE XII
Miscellaneous

SECTION 1. Amendment. These bylaws may be amended at any regular meeting of the Association by majority vote of the voting delegates present and voting, as provided herein. Amendments shall become effective at the close of the meeting at which they were adopted.

SECTION 2. Indemnification. The Association shall indemnify to the fullest extent permitted by law any officer, member of the Executive Committee or Executive Board, or Trustee of any trust designated by the Executive Board as being within this section, against any liability or legal expense actually and reasonably incurred by such person on account of a claim or legal action arising out of the good faith performance by such person of his duties as an officer, member of the Executive Committee or Executive Board, or Trustee of a designated trust.

Effective April 22, 2009