

CONSTITUTION & BY-LAWS

TABLE OF CONTENTS

Article I	Name & Meeting Location
Article II	Purpose & Organization
Article III	Membership
Article IV	Rights & Duties of Members
Article V	Meetings
Article VI	Officers
Article VII	Duties of Officers
Article VIII	Duties & Powers of the Board of Directors
Article IX	Sports Commissioners, Committees, Selections & Appointments
Article X	Ethical Standards
Article XI	Election Regulations
Article XII	Auditing Procedures
Article XIII	Amending the Constitution
Article XIV	Quorum
Article XV	Committees
Article XVI	Minotti Scholarship Award
Article XVII	Order of Business
Article XVIII	Interpretation
Article XIX	Parliamentary Procedure

© All Rights reserved.

All contents of this Constitution and By-Laws are copyright 1988 by the Palmer Township Athletic Association. Reproduction of any material appearing herein without permission is strictly prohibited. Adopted 1988.

Amended Article IX; Sec. 1	January 1, 1995
Amended Article IX, Sec. 1	March 18, 2004
Amended Article VII; Sec.7	March 18, 2004
Amended Article X; Sec. 1	March 18, 2004
Amended Article I; Sec. 1	May 21, 2009
Amended Article VIII; Sec. 5	May 20, 2010
Amended Article VIII; Sec. 4	February 17, 2011

Palmer Township Athletic Association
Constitution & By-Laws

Mission Statement: To comply with Federal Laws and State Laws concerning equal rights and opportunities and assure these with Palmer Township Athletics, the Palmer Township Athletic Association declares itself to be an equal rights and opportunities organization. It does not discriminate against individuals or groups because of race, color, national origin, religion, age, sex, marital status, or non-relevant handicaps and disabilities as identified by law. Palmer Township Athletic Association's commitment extends to players, coaches, organization members and the PTAA community at large.

Article 1

Name and Meeting Location

Section 1: The principal meeting location shall be located in the Township of Palmer, County of Northampton, Commonwealth of Pennsylvania at the Charles Chrin Community Center, Green Pond Road, Palmer Township, Pennsylvania.

Section 2: The organization shall be named and known as the Palmer Township Athletic Association.

Article II

Purpose & Organization

Section 1: The purpose of the Association is to provide and promote organized youth athletics to the residents of Palmer Township.

Section 2: The purpose of the Association shall be furthered by the individual members, by the Association as a whole, or by petitions presented to the civic authorities.

Section 3: The Association shall remain under the auspices of the Palmer Township Recreation Board which is appointed and supported by the Palmer Township Board of Supervisors.

Article III

Membership

Section 1: Any person, male or female, may apply for membership, regardless of race, creed, color, or national origin.

Section 2: All individuals who serve this Association in the following positions must be an Association member. This includes all officers, chairmen and committee members, Board of Directors, coaches, staff members and representative to any league or organization.

Section 3: The annual dues of each active or associate member shall be two (\$2.00) dollars per calendar year.

Section 4: There shall be three classes of membership:

- a. Active Member - All persons, male or female and at least 18 years of age having the rights and privileges provided by this Association and who have met the following guidelines will be considered an active member, and shall without bigotry or interference be able to cast his or her vote for any and all Association issues and elections.
 - 1) To achieve an active membership status an individual must attend a total of three (3) scheduled monthly Association meetings within a five (5) month period of attending his/her first scheduled monthly meeting of the Association (not including July and August when the Association does not hold scheduled monthly meetings.) Said individual will be able to vote on all issues and elections during the

- attendance of his/her third meeting.
- 2) If more than five (5) months have elapsed (not including July and August) and said individual has not attended three (3) of his/her scheduled monthly meetings, said individual will still be considered an associate member and again must attend three (3) scheduled monthly meetings (not including July and August) within a five (5) month period of time to be considered an active member.
 - 3) If an active member misses more than three (3) months of consecutive scheduled monthly meetings (not including July and August when the Association does not hold scheduled monthly meetings) said individual will immediately become an associate member and forfeit his or her voting rights for all issues and elections. Active members can appeal his/her status before the Board of Directors for a valid cause shown, such as extended illness.
 - 4) To regain active status, said individual must attend three (3) scheduled monthly Association meetings within a five (5) month period of attending his/her first scheduled monthly meeting of the Association (not including July and August).
 - 5) Special meetings will not be considered as a requirement in achieving active membership status nor will it be considered as a missed meeting that could alter membership status.
 - 6) All active members will retain their status at the beginning of a new calendar year and will continue to maintain an active status unless he or she misses four (4) consecutive scheduled monthly meetings when he or she will become an associate member until they satisfy the requirements needed to regain active membership status.
- b. Associate Member: All persons under the age of 18 years old and all new members who have not met the necessary three (3) meeting requirement guideline will be considered an associate member. An associate member will have all the privileges provided by the Association but will be unable to vote on any and all issues or elections.

All associate members 18 years or older will be considered an active member when he or she meets the necessary three (3) meeting attendance guideline as noted under Article III, Section 3 of said by-laws.

- c. Life Member: A life member will have all the privileges set forth by the Association and will at all times be an active voting member for all issues and elections. Restrictions and guidelines stated under Article III, Sections 2 and 3 do not pertain to life members since the decree of a Life Member is absolute. Criteria for being nominated as a Lifetime Member of the Palmer Township Athletic Association will be as follows:
- 1) must have donated at least 15 years of service to the Palmer Township Athletic Association.
 - 2) Must have participated in multiple sports serving on levels such as Coach, Commissioner, Equipment Manager, Individual Sports Committee Member, Officer, Board of Directors, Representative for the A.A. in an outside League, Umpire, or Committee Member/Worker of Special Committees (such as Community Weekend, Anthony J. Minotti Scholarship, etc.) or
 - 3) Donated outside Community Services that contribute to the Success of the Palmer Township Athletic Association.
- Exceptions to the above criteria may be appealed to the Board of Directors.

Section 5: The membership committee, its Chairman and members will be responsible for monitoring and recording the appropriate membership status of all Association members and to keep all individual membership status current and updated. They will be responsible for taking attendance at all scheduled monthly and special meetings and will present to the Judge of Elections with a list of all eligible individuals able to vote in any and all elections.

**Article IV
Rights and Duties of Members**

- Section 1: Only Active Members and Life Members may vote upon all business brought before the Association.
- Section 2: No Association member is to acquire bids or price quotations, or make any other business contacts or commitments concerning or representing the Palmer Township Athletic Association unless properly appointed to a specific task or instructed to do so through the proper channels or legal proceedings as set forth by the Constitution and By-Laws of this Association.

**Article V
Meetings**

- Section 1: The monthly scheduled meetings shall be held the third Thursday of each month, except for July and August when the Association does not meet, and begin promptly at 8:00 p.m. and adjourn no later than 10:30 p.m.
- Section 2: Special general membership meetings of the Association shall be called by the President, or six (6) members of the Board of Directors or one-third (1/3) of the active general membership. Requests are to be made in writing, stating the purpose for the call of the meeting. Such meetings shall not be held less than four (4) days after the request for same, as each member is entitled to at least three (3) days notice of any special meeting by any of the following means: i.e., telephone, direct mail, print or voice media. At the same special meeting no other business shall be transacted except the purposes set forth in the call of the meeting.

**Article VI
Officers**

- Section 1: Any member 19 years of age or over, having served a minimum of one (1) year as an active member shall be eligible to hold office.
- Section 2: The elected officers of the Association will consist of a President, Vice President, Secretary, and Treasurer. There is no limit on the consecutive terms any officer may serve. The President will be elected to a two (2) year term. The Vice President, Secretary and Treasurer will be elected to one (1) year terms respectively.
- Section 3: The Board of Directors will consist of eleven (11) members including the Association's President, who will serve a two (2) year term, the Vice President, Secretary and Treasurer will each serve one (1) year terms. One at large active Association member will be appointed by the President who will serve a two (2) year term, three (3) Recreation Board members selected by their own body will each serve a two (2) year term. Three At-Large Active Association members will be elected by the General Membership by a simple majority vote; one (1) who will serve a two (2) year term and two (2) to serve one (1) year terms each on the Board of Directors. See Article IX Duties and Powers of the Board of Directors for a detailed structure of said Board.
- Section 4: A majority of votes polled is necessary for election to any office described in this article.
- Section 5: Should the office of the President become vacant, the Vice President will assume the duties of president. Should any other office become vacant the president will make the recommendation for filling the vacancy, pending the approval of the general membership.

- Section 6: Newly elected officers shall take office during “New Business” under the rules conducted by the President and in conjunction with the Order of Business, Article XIX and the Association’s By-Laws and Constitution during the December meeting in which elections are held.
- Section 7: No expenditure in excess of five- hundred (\$500.00) dollars shall be made by the officers or Board of Directors without the consent and approval of the members at a regular or special meeting.

Article VII Duties of Officers

- Section 1: The President shall be Chief Executive Officer of this Association. He/she shall preside at all general and special membership meetings and enforce rigid observance of the Constitution and By-Laws and Rules and Regulations of this Association. He/she shall be elected to a two (2) year term of office.

The President shall have general and active management of the business of the Association. He/she may co-sign checks with the Treasurer. He/she shall see that all orders and resolutions of the Board of Directors are carried out. He/she shall execute all bonds, mortgages and contracts of this Association with the Secretary affixing the corporate seal thereto. He/she shall have general superintendence and direction of all officers of the Association and see that their duties are promptly and efficiently carried out. He/she shall, from time to time, report to the Board of Directors all matters within his knowledge that may effect the Association. He/she shall be ex-officio a member of all standing committees and shall have the power and duties of management usually vested in the President of a corporation. He/she shall appoint all committees that he deems necessary except as otherwise herein provided.

- Section 2: The Vice President shall be vested with all powers and duties of the President during the absence of the latter. He/she shall, from time to time, have other duties as determined by the President and the Board of Directors. He/she shall be elected to a one (1) year term of office.

- Section 3: The Secretary shall attend all Association meetings and act as clerk thereof. He/she shall record all minutes of all proceedings in a book to be kept for that purpose and shall post the minutes of each meeting for the inspection of same by all Association members. He/she shall send a copy of the monthly minutes to the Recreation Board secretary. He/she shall be the custodian of the corporate seal and all the books and records of the Association except as otherwise provided herein. If he/she is unable to attend any meeting, he/she shall see that all necessary books and papers are conveyed to an executive officer for use at said meeting. He/she shall be elected to a one (1) year term of office.

- Section 4: The Treasurer shall receive all monies due the Association from any source. He/she shall be responsible for the opening and dispersion of all association mail. He/she shall pay all bills as authorized by the Association and/or Board of Directors. He/she shall co-sign all checks with the President. He/she shall keep a correct account of the amounts and sources of receipts and the amounts and purposes of disbursements. He/she shall, at such times as the Association directs or the President requires, present for examination all books, vouchers, papers, etc., that may be necessary for proper auditing of the association accounts. He/she shall present a report showing the condition of the funds of the Association at each monthly general membership meeting and submit that report to the Recreation Board secretary. He/she shall deliver all money and property to the Association in his/her possession to his/her successor when elected. He/she shall be elected to a one (1) year term of office.

Article VIII
Duties and Powers of the Board of Directors

Section 1: The Board of Directors shall consist of eleven (11) members including the president, who will serve a two (2) year term, the vice president, secretary and treasurer of the Association, who will each serve one (1) year terms. The president shall appoint one (1) at large active Association member to the Board, who will serve a two (2) year term. Three Active Association members will be elected during the December elections (as per Article XII) by a simple majority vote. One will be elected to a two (2) year term and the remaining two individuals will each be elected to serve one (1) year terms on the Board of Directors. Association members can only run for either the two (2) year term or the one (1) year term during the same election.

All Board Members should attend all Board of Director meetings. However, if a member misses three (3) consecutive meetings, the President may appoint a new active association member to replace said individual.

A simple majority vote shall be required to pass any motion at any meeting of the members or Board of Directors, unless otherwise provided.

Section 2: Any Board of Director who has his/her membership status changed from active to associate member will be given under Article III, the opportunity in that time frame only, to regain active status. If said individual is unable to regain active membership status under said articles and within not more than four (4) months he/she will be replaced and an individual will be selected to fill their remaining term by a simple majority vote by the Board of Directors. All Board of Directors' positions must be filled no earlier than the December election of officers and no later than the first scheduled monthly meeting in January following the election of officers.

There shall be a Chairman and Vice Chairman elected by the Board members by a simple majority vote by or at the January meeting.

The Board of Directors shall meet on the second Thursday of each month except for July and August.

Section 3: In addition to the general powers given the Board of Directors by the virtue of their office, the powers and authority expressly given by law, and elsewhere herein, the following specific powers are conferred on the Board, to purchase or otherwise acquire for the Association any equipment which it is authorized to acquire at such price or consideration and upon such terms as expedient; to appoint, to remove, or suspend subordinate agents or servants; to determine their duties; to confer by resolution upon any officer or servant; to determine who shall be authorized on behalf of the Association to sign bills, notices, establish specific financial accounts, receipts, acceptances, endorsements, checks, releases, contracts and other financial instruments; to delegate any of the powers of the Board to any standing committee, or agent of this Association with such powers as the Board may see fit to grant; generally to do all such lawful acts and things as required by law or the by-laws for the best interest of the general membership of the Palmer Township Athletic Association.

Section 4: The Chairman of the Association's Board of Directors shall be responsible for appointing a Committee consisting of Life Members and the current PTAA President or his/her designee to oversee all aspects and nominate individuals as set forth in said by-laws for the Anthony M. Minotti Scholarship Fund.

Section 5: In the event of dissolution of the Palmer Township Athletic Association, the board of directors shall, after paying and making provisions for the payment of all liabilities, distribute all the assets of the Palmer Township Athletic Association over to an organization dedicated to charitable and/or educational purposes and which has been recognized as a 501(c)(3) organization by the Internal Revenue Service.

Article IX

Sports Commissioners, Committees, Selections and Appointments

- Section 1: The President of the Association shall at the beginning of his/her term and yearly recommend one active Association member to serve as a Commissioner for each sport that is officially endorsed and sponsored by the Association. A majority vote of the Board of Directors is required to approve this recommendation.
- a. The Commissioner shall report directly to the President or to the Board of Directors if directed to do so. All Commissioners will follow the guidelines as set forth in the Commission's Handbook.
 - b. Each Commissioner, with input from the President, will select a committee to assist in the daily operation of said sport.
 - c. Coaches and/or staff members of each particular sport must make up at least 1/3 (one-third) of each committee.
 - d. Each year every committee will select a slate of coaches and staff members for all teams in said sport. If needed, the Commissioner and the President will be responsible for placing either voice and or print advertisements at no cost to the Association for any and all available positions and sports signups listing all requirements and prerequisites if applicable. All paid advertisements must be approved by the general membership.
 - e. The list of all coaches and staff members will be brought before the Board of Directors and Recreation Board for approval.
 - f. A Commissioner and his/her committee may seek not to reappoint a coach or staff member to their respective position after conferring with and obtaining the approval of the Association President and officers. Any individual who wishes to appeal said decision may present their case before the Board of Directors at their regularly scheduled monthly meeting. All appeals must be in writing at least seven days prior to the Board of Directors meeting.
 - g. Commissioners are authorized to acquire bids or price quotes for their sport for equipment with approval by the Recreation Board in accordance with the pricing process.

Section 2: Procedures for all disciplinary action are outlined under Article X Ethical Standards.

Article X

Ethical Standards

Section 1: The Commissioners of all sports along with the President will comprise the Ethics Committee.

Section 2: A Commissioner will be responsible for investigating any and all behavior and/or actions that are considered unethical, unsportsmanlike, illegal or in complete contempt for this Association, its Constitution and by-laws by any active, associate, coach or staff member and report such actions to the Ethics Committee.

- Section 3: The Ethics Committee may immediately suspend a coach or staff member if warranted circumstances are found to justify said action. The Commissioner will seek an interim replacement for the suspended coach or staff member. The Ethics Committee may levy and uphold a suspension or censor for not more than 15 calendar days from the initial date of the disciplinary action. If additional disciplinary action is contemplated after the 15 calendar day period such as continued suspension or expulsion from said position, the Ethics Committee will convene the Association's officers in an executive session, and said Association officers will determine, direct and implement any and all disciplinary action deemed appropriate. The Ethics Committee may order and direct the necessary testimony needed for said proceedings. The Association officers may also act immediately or within the 15 calendar day period for determining any and all disciplinary action.
- Section 4: The Ethics Committee will meet with said coach or staff member in person if possible to discuss said disciplinary action. If coach or staff member has been expelled, he/she will turn over to the Association all property, equipment, supplies and keys belonging to the Association.
- Section 5: Appeals for any and all disciplinary action may be made before the Board of Directors at the next regularly scheduled monthly meeting unless a special meeting has been called in accordance with said constitution and by-laws. The appeal must be made in writing seven days prior to the Board of Directors meeting accompanied by a check for \$50 made payable to the Palmer Township Athletic Association. If the coach wins the appeal, the \$50 will be refunded.

Article XI Election Regulations

- Section 1: At the October scheduled monthly meeting the President shall appoint a nominating committee of three (3) active members for the purpose of selecting a slate of candidates for the elective offices of the Association. The President shall name one individual to serve as Chairman of said committee. Members of the nominating committee are ineligible to be submitted as nominees for the November meeting. Current officers cannot serve on the nominating committee regardless whether they plan on seeking reelection. The nominating committee shall propose one candidate for each elective office to be filled. Individuals are not authorized by this constitution and by-laws to run for more than one (1) office during a given election.
- Section 2: At the November scheduled monthly meeting, the Chairman of the nominating committee shall present their report of the nominees they have selected for the offices to be filled. At this time nominations also will be accepted from the floor. After all nominations have been received, the President shall ask that nominations be closed. After nominations have been closed, the Secretary shall cast a ballot for all unopposed offices. In the event any member of the nominating committee is nominated for office from the floor and seeks to run for such office he or she will be replaced by the President and will immediately terminate their position on the nominating committee.
- Section 3: The President shall then disband the Nominating Committee and appoint a Judge of Elections and two (2) tellers to be known as the Election Board. The Election Board will be composed of active Association members. Individuals who served on the recent nominating committee cannot serve on the Election Board.
- Section 4: Elections shall be held under new business during the scheduled monthly meeting in December by written ballot.
- Section 5: The Secretary of the Association will deliver to the Judge of Elections a tally sheet, election register, printed ballots and a list of members eligible to vote at this election. Each ballot shall list the names of the candidates and the offices for which they are seeking election.

The number of ballots shall equal the number of eligible voters. Additional or alteration to the nominations proposed and accepted in November cannot be altered or changed during the December meeting nor will write in votes or absentee ballots be accepted during the official ballot.

Section 6: Duties of the Judge of Elections

- a. If the circumstances arise at the time of election that an elective office would become unopposed, the declining candidate's name shall be obliterated on the ballot by the Judge of Elections in the presence of the two tellers and the unopposed candidate's name and office shall remain on the ballot to be voted on by the eligible voters.
- b. He shall furnish a ballot box on the day of election.
- c. He shall see that members of the election board are on duty at the polling place at all times during the voting.
- d. He shall see that each voter signs the Official Election Register.
- e. He shall see that each voter is furnished with only one (1) of the official ballots.
- f. He shall see that when this ballot has been marked, it is placed in the ballot box.
- g. At the close of election, the Judge, in the presence of the two tellers, shall open the ballot box and make the official count.
- h. The results of this count will be recorded in duplicate on the tally sheet.
- i. When the count is complete, the original tally sheet along with the unused ballots and the list of voters shall be turned over the Secretary. Nominees may examine tallies in the presence of the Secretary and must be kept confidential.
- j. The election ballots and duplicate tally sheet shall be retained by the Judge of Elections for a period of one (1) month from the date of election and then destroyed.
- k. The successful candidates shall be announced immediately following the tally count.
- l. In the event of a tie, the Judge of Elections shall, at the first general membership meeting after the election, conduct a written vote of all eligible voters present. Results will be announced at that meeting.
- m. If a ballot has more than one name marked for a specific office, the Judge of Election will declare that vote invalid for that specific office only. The remainder of the ballot will be counted and considered valid if only one mark is provided for each office.

Section 7: Recount of Ballots:

- a. A recount of ballots may be requested in writing by a candidate to the Judge of Elections within ten (10) days following the election.
- b. A recount shall be made in the presence of the candidate concerned and the President holding office at the time of elections by the full election board. The Judge of Elections shall preside.

Section 8: Newly elected officers shall take office during "New Business" under the rules conducted by the President and in conjunction with the Association Bylaws and constitution during the December meeting in which elections are held.

**Article XII
Auditing Procedures**

- Section 1: The books, accounts and records of the Association shall be open for inspection to any member of the Board of Directors at any time. Members of the Association may, at the discretion of the Board of Directors, inspect such books, accounts and records of the Association at such reasonable time as the Board of Directors may by resolution designate.
- Section 2: The Treasurer is responsible for delivery of the association's books to the township auditor in a timely manner. A review or audit will be completed determined by the guidelines of the Bureau of Charitable Organizations.

**Article XIII
Amending the Constitution**

- Section 1: The Constitution and By-Laws of the Association shall be amended or altered only upon a written proposal of the proposed amendment being presented at a regular or special business meeting and such proposals shall not be acted upon until the next regular or special business meeting at which time such proposals shall not be adopted unless two-thirds (2/3) of the members present shall vote in favor of said amendment or alteration.

**Article XIV
Quorum**

- Section 1: A quorum for the purpose of holding any meeting (special or regular) shall be at least 10 members.
- Section 2: A quorum for the purpose of holding any meeting of the board of directors shall be the simple majority of the members of the board of directors.

**Article XV
Committees**

- Section 1: The President, at his discretion, shall appoint such committees as he deems necessary to properly conduct the business of this Association.
- Section 2: The Chairman or leader of each committee shall be an active Association member.
- Section 3: The standing Committees of the Association are as follows:
1. Baseball
 2. Basketball
 3. Building & Grounds
 4. By-laws
 5. Cheerleading
 6. Ethics
 7. Football
 8. Fund Raising
 9. Lacrosse
 10. Life Membership
 11. Membership
 12. Soccer
 13. Softball
 14. Palmer Community Weekend

15. Wrestling

Article XVI

Minotti Scholarship Award

Section 1: The Anthony M. Minotti Scholarship Award shall be an annual consideration for the Palmer Township Athletic Association. The guidelines are as follows:

- a. Purpose: To aid deserving Palmer Township resident high school graduates and to further their education and to honor and perpetuate the memory of the late Anthony M. Minotti.
- b. Eligibility: Any boy or girl, athlete or non-athlete, regardless of race or creed, is eligible to make application for the scholarship provided that he or she is a member of the graduating class of a local area high school and that he or she is a resident of Palmer Township.
- c. Merit Standards: Scholarship, citizenship, personality, leadership, perseverance, will to succeed, resourcefulness, and financial need are the criteria by which applicants will be judged.
- d. Number and Amount of Scholarships: The number of scholarships and the amount of each may vary from year to year depending upon the size of the Fund and its earned income.
- e. Securing and Filing Applications for Scholarship: Application forms for the Anthony M. Minotti Scholarship can be secured from the senior guidance counselor of any area high school. Completed applications must be returned to the counselor on or before May 1st of each year.
- f. Selecting the Scholarship Recipient: The winner of the scholarship award shall be selected by a committee appointed by the Palmer Township Athletic Association Board of Directors. The decision of the committee will be final.
- g. Payment of the Scholarship Award: The Scholarship award money shall be deposited to the credit and state on the payment a co-sign of both the recipient's name and that of the educational institution above the high school level that the recipient will be attending.
- h. Conditions concerning withdrawal from school: In the event that the recipient fails to enter the accepting institution, or withdraws from same institution, any balance will revert to the Anthony M. Minotti Scholarship Award account.

Article XVII

Order of Business

Section 1: The general membership meetings shall be conducted by the President in the following order:

- a. Roll call of officers
- b. Reading of the minutes of the previous meeting
- c. Reports of officers
- d. Reports of Committees and Board of Directors
- e. Communications
- f. Unfinished business
- g. New Business
- h. Remarks for the good of the Association

- i. Nomination of officers
- j. Election of officers
- k. Officers taking office
- l. Adjournment

Section 2: This order of business may be suspended or changed at any meeting by a majority vote, a quorum being present.

Article XVIII Interpretation

Section 1: Any questions regarding interpretation of the Articles contained herein shall be resolved by a ruling of the Board of Directors, after consultation with legal counsel for the Association.

Article XIX Parliamentary Procedure

Section 1: For rules not mentioned herein, the Revised Edition of Robert's Rules of Order will be used by this Association.