

**BY-LAWS OF THE
PENNSYLVANIA STATE ASSOCIATION OF COUNTY CONTROLLERS
(ADOPTED 1949)**

SECTION ONE: NAME

This organization shall be known as the Pennsylvania State Association of County Controllers, the County Controller holding a Constitutional Office as noted in the Pennsylvania Constitution Article IX, Section 4, #9.

SECTION TWO: PURPOSE

The object of this Association shall be to:

- A. To promote a better knowledge of the rights and duties of Controllers.
- B. To secure closer relationships among the Controllers and to promote cooperation of the Controllers throughout the Commonwealth of Pennsylvania.
- C. To provide a means of sharing experiences and ideas for the purpose of promoting the efficiency of the Controllers.
- D. To secure and preserve existing powers of the Controller and to promote those additional duties and powers of the Controller which will further the efficiency of operation and the administration of justice.
- E. To do any and all other acts which will enhance and promote the Office of the Controller in the Commonwealth of Pennsylvania.
- F. To provide for the training and continued education of the Controllers and their staff throughout the Commonwealth.

SECTION THREE: MEMBERSHIP

- A. All County Controllers, Deputy Controllers, Internal Auditors, and Solicitors duly appointed and commissioned shall be eligible to be members of the Association, but no County shall have no more than one vote and no proxies be allowed.
- B. The annual dues of the Association shall be paid by each County. No County which has not paid its dues shall be entitled to membership at the annual meeting.

SECTION FOUR: OFFICERS & EXECUTIVE COMMITTEE

- A. OFFICERS. The Officers of the Association shall consist of a President, a First Vice-President, a Second Vice-President, a Third Vice-President, Treasurer, Solicitor, and Secretary.
- B. DUTIES OF OFFICERS.

1) The President shall preside at all meetings of the Association or of the Executive Committee. The President shall appoint such committees as many as may be necessary for the efficient conduct of the business of the Association.

2) The Vice-President shall assist the President and preside at all meetings in the President's absence.

3) The three Vice-Presidents shall also be ex-officio officers of any committee designated by the President.

4) The Secretary shall keep an accurate record of the various meetings of the Association, including Fall, Spring, and Annual conferences, and keep the members of the Association informed as to the affairs of the Association.

5) The Treasurer shall have charge of collecting and disbursing the funds of the Association under proper authority and shall give detailed report of such receipts and disbursements at the annual meeting. The records shall be in an auditable condition as of the close of the calendar year of the organization and ready for examination by the audit committee within fifteen (15) days of the calendar year end. The annual report shall be distributed to the members no later than March 1st.

- a. PAYMENT OF EXPENSES. The Treasurer of the Association shall, upon approval of the President, pay to officers and members of committees upon the submission of proper vouchers

for the same, the actual expenses for attendance at such meetings and shall be payable for the attendance only at such meetings as are properly called by the President or the Chairman of such committees as the President may appoint.

b. TREASURERS BOND. The Treasurer of the association is to be bonded by the sum to be determined by the Executive Committee and the bond shall be in the custody of the Secretary.

- C. EXECUTIVE COMMITTEE. The Executive Committee shall consist of the President, the three Vice-Presidents, Treasurer, Secretary, and immediate Past President. It shall be the duty of the Executive Committee to meet at least 3 times per year and develop the programs of the Association as directed by the membership of the Association.
- D. DUTIES OF THE EXECUTIVE COMMITTEE. The Executive Committee shall meet and present a budget to the membership no later than December 1st of the proceeding calendar year. The Executive Committee shall meet at the annual meeting and establish an operational plan for the next calendar year. It shall also meet upon the call of the President or at the request of two-thirds of its membership at any time during the year for the transaction of any business affecting the interests of the Association, which shall be deemed of sufficient importance for a special meeting to be called by the President or by two-thirds of the membership of this committee. Notice shall be given by mail, electronic mail, or by phone and attendance shall be allowed by phone or other electronic means.
- E. VACANCIES. In the event of a vacancy in the office of President, the remainder of the unexpired term shall be filled by the First Vice-President, in the event of a vacancy in the office of the First Vice-President, the remainder of the unexpired term shall be filled by the Second Vice-President, in the event of a vacancy in the office of the Second Vice-President, the remainder of the unexpired term shall be filled by the by the Third Vice-President. In the event of a vacancy in the office of the Third Vice-President, Secretary or Treasurer, the Nominating Committee (which is a standing committee appointed by the President on an annual basis) shall nominate a successor, which shall be presented to the members of the organization by ballot in such a fashion as the Executive Committee may direct. The person so elected shall serve the remainder of the unexpired term of said officer.
- F. SPECIAL COMMITTEES. The Executive Committee may appoint or authorize the President to appoint, subject to the Executive Committee's approval, any special committees needed from time to time to attend such matters as the Executive Committee in its discretion deems necessary. Upon the appointment of any special committee, the Executive Committee shall define its duties and responsibilities and such other relevant matters as are necessarily incidental to the function thereof.

SECTION FIVE: ANNUAL MEETING & SPECIAL MEETINGS

A. ANNUAL MEETING

- 1) The Association shall hold an annual meeting once each calendar year in the Commonwealth of Pennsylvania.
- 2) The date for such meeting is currently the last full week in July. The date for such meeting may be changed by the President with the concurrence of the Executive Committee.
- 3) The place for such meeting shall be determined by the Executive Committee at the annual meeting held prior to the next forthcoming annual meeting.

- B. SPECIAL MEETINGS. The President or a majority of the Executive Committee, or the of not less than ten (10) counties of the Commonwealth may call at any time within twenty (20) days' notice, a special meeting of the Association. The time, place, and purpose of the meeting shall be set forth in the notice of the meeting and agenda which shall consist only of the purpose set forth in the meeting notice.

SECTION SIX: AMENDMENTS

- A. These by-laws may be amended by two-thirds vote of the members present at the business session of the annual meeting.
- B. Any Amendments submitted for vote at the annual meeting must first be given to the Secretary by mail or email at her/his controller's office no later than 30 days before the first day of the annual meeting. The Secretary will then distribute the proposed amendments to the membership before the annual meeting.

SECTION SEVEN: EXECUTIVE DIRECTOR

- A. In addition to the officers of the Association as authorized in its by-laws, the Association may employ an Executive Director with Executive Committee having the authority to select and supervise the person who shall serve that position, together with establishing the compensation to be paid to such individual. The Executive Director shall serve at the pleasure of the Executive Committee. (Amendment passed July 23, 2008-Annual Meeting in Tannersville, PA, Monroe County)
- B. The Executive Committee shall advertise and interview for any opening of the executive director position of the Association. The Executive Committee shall appoint and hire an Executive Director. The Executive Director shall conduct such business of the Association as is authorized by the Executive Committee according to the policies, regulations, Constitution and By-Laws of the Association and other guidelines as set forth herein and in the job description for Executive Director as set forth by the Executive Committee.
- C. The Executive Committee shall recommend annually to the membership the salary and benefits of the executive director position.

SECTION EIGHT: AUTHORIZATION & DISSOLUTION

Said organization is authorized by Pennsylvania State Statute, Section 440 and 441 Public Law 323, "THE COUNTY CODE", of August 9, 1955, for educational purposes; to discuss and resolve the various questions arising in the discharge of the duties and functions of our respective offices, and to provide uniform, efficient, and economical methods of administering the affairs of the counties in so far as they relate to the County Controller.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of our organizations purposes. No substantial part of the activities of the organization shall be the carrying of propaganda, and the organization shall not participate in the publishing or distributions of statements of any political campaigns on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these By-laws, the organization shall not participate in the publishing or distributions of statements of any political campaigns on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these By-laws, the organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under proper current or future IRS Code Regulations.

Furthermore, in the event the Laws authorizing the creation of the Pennsylvania State Association of County Controllers and its funding are repealed by the Legislature, this organization will be disposed as according to the Laws of the Commonwealth of Pennsylvania, and no funds shall be distributed to the members.

SECTION NINE: SOLICITOR'S SERVICE AND SERVICE OF OTHERS

An Attorney, licensed to practice law by the Commonwealth of Pennsylvania, shall be appointed by the Executive Committee as a General Counsel for the Association to advise its officers, trustees, and committees upon transactions and matters affecting the interests thereof and on proposed legislation germane to the Association and its members that may be submitted to said Solicitor by said officers, trustees, or committees of said Association. Said Solicitor shall not be obligated to render any legal service to individual member of the Association. Solicitor may join individual members on approval of the Executive Committee.

The Executive Committee shall fix the annual retainer of the Solicitor and approve other expenses for travel etc. of the Solicitor for service performed by said Solicitor at the direction of the Executive Director, or Executive Committee.

SECTION TEN: RULES OF ORDER

Except as otherwise decided by two-thirds vote of the members present and voting, the parliamentary practice which shall govern the deliberations of the Association at all official sessions shall be Robert's Rules of Order.

(Association was created by the Act of 1919, P.L. 129. Original By-Laws were adopted in 1921. Amended 1940, 1945, 1947, 1959, 1992, 1997, 1998, 2001, 2003, 2005, and 2008.)

By-Laws were updated and amended to include new sections approved by membership July 24, 2013.

The first meeting of the Association was held in 1914. The Association was formally organized August 9, 1916 at the County Court House, Crawford County.

AMENDED July 24, 2013