

BY-LAWS **of**

ARTICLE I – NAME AND PURPOSE

Section 1 Name and Purpose

The name of the organization shall be . It may also hereinafter be referred to as the “Organization.”

Its purpose shall be as described in its Mission Statement as follows:

MISSION STATEMENT

Section 2 Offices

The registered corporate offices and mailing address of the Organization shall be as designated by its Board of Directors.

Section 3 Fiscal Year

The fiscal year of shall be the calendar year.

Section 4 Tax Exempt Operation

The term of existence for the Organization shall be perpetual. It shall be organized and operated exclusively for those purposes which shall qualify it as tax-exempt under Section 501(c)(3) of the Internal Revenue Code, as well as Section 508(e) of the Code as enacted in Pennsylvania law, or as corresponding sections of any future law or regulation may require.

ARTICLE II – BOARD OF DIRECTORS

Section 1 Powers

The shall be governed by its Board of Directors, which shall have full power to conduct, manage and direct its business and affairs and all powers of the Organization are hereby granted to and vested in its Board of Directors.

Section 2 Qualification and Selection

Each Director shall be elected following a review of their interest in the Mission of the Organization and their qualifications to contribute to its work.

Section 3 **Number of Directors**

The Board of Directors shall consist of six (6) persons serving as Directors and members of the Board.

ARTICLE III **OFFICERS**

Section 1 **Qualifications and Designations**

The Officers shall be a President, Vice President, Secretary and Treasurer.

Section 2 **Appointment and Terms of Office**

The Officers of the Organization shall hold office at the pleasure of Board and for a term of three (3) years or until his/her successor shall have been appointed or until his/her earlier death, resignation or removal.

Officers whose terms have expired may be reappointed to an additional term at the pleasure of the members of the Board of Directors.

Section 3 **President**

The President shall preside at all meetings of the Board of Directors and conduct the same according to the By-Laws and rules adopted, sign all official documents that are adopted by the Organization and perform all the duties normally associated with this office.

The President shall be a Director of The _____ and serve as the Chair of the Board of Directors. He/she shall also be an *ex-officio* member of all committees.

At the expiration of his/her term of office, the President shall turn over all Organization records in his/her possession to his/her successor.

Section 4 **Vice President**

The Vice President shall perform the duties of the President in his/her absence and assume such other duties as may from time to time be assigned to him/her by the President or the Board of Directors. At the expiration of his/her term of office, the Vice President shall turn over all Organization records in his/her possession to his/her successor or as directed by the President.

Section 5 **Secretary**

The Secretary shall record the Minutes and see that all records and reports are properly filed and kept and that timely notices are given of meetings to be held. In general, the Secretary shall perform all the duties normally associated with the office and such other duties as may be assigned to him/her by the President or the Board of Directors. At the expiration of his/her term of office, the Secretary shall turn over all Organization records in his/her possession to his/her successor or as directed by the President.

Section 6 **Treasurer**

The Treasurer shall keep accurate financial records of the Organization and report to the Board of Directors at each meeting as to the current financial condition of the Organization. In

general, the Treasurer shall perform all the duties of the office of Treasurer normally associated with the office and other such duties as may be assigned to him/her by the President or the Board of Directors. At the expiration of his/her term of office, the Treasurer shall turn over all Organization records in his/her possession to his/her successor or as directed by the President.

ARTICLE IV ANNUAL MEETING

Section 1 Annual Meeting of the Board

Following the end of the Organization’s fiscal year, a meeting of the The Board of Directors shall be held at a convenient time and place announced in writing at least two weeks in advance.

Section 2 Conduct and Purpose of the Meeting

The President shall conduct the meeting and report on the state of the Organization, its accomplishments during the year past and a look at the year ahead. The Treasurer shall present at this meeting a report as of the end of the fiscal year, the following:

- The assets and liabilities of the The
- Principal changes in assets and liabilities
- Revenues received by the Organization
- Expenses or disbursements of the Organization

ARTICLE V REPORTS ON THE STATE OF The

Section 1 Reports

The President and Treasurer of The shall report to the Board of Directors at least quarterly on the state of the Organization. These reports shall include the same information as listed in Article IV, Section 2 above and, in addition, any other significant developments or problems that may affect the operation of The .

ARTICLE VI AMENDMENTS

Section 1 Amendments

Proposals for amendments to these By-Laws shall be submitted in writing at least thirty (30) days prior to any meeting of the Organization’s Board of Directors. Amendments will be adopted upon an affirmative vote by a two-thirds majority vote of the Board.

ARTICLE VII RULES

Section 1 Rules of Order

The Modern Rules of Order (Pennsylvania Bar Institute) shall govern proceedings at Organization meetings.

ARTICLE VIII In the Event of the Dissolution of the Organization

Section 1 Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE IX SAVINGS PROVISION

Section 1 Savings Provision

In the event that any provision of these By-Laws is deemed to be unenforceable or illegal by any court of law having jurisdiction, such decision shall not invalidate or otherwise affect any other provisions of these By-Laws.

APPROVED AND ADOPTED THIS DAY OF , 2011

By the Secretary