

## **Bylaws of the Pennsylvania Pest Management Association, Inc.**

### **ARTICLE I: VISION, MISSION, OBJECTIVES**

#### **Mission Statement**

**The Pennsylvania Pest Management Association is dedicated to leading the structural pest management industry in the Commonwealth by providing superior education opportunities for the industry, a united voice for the industry in the Commonwealth, and maintaining the trust of its members, as well as the citizens and government of the Commonwealth, while sustaining its tradition of environmental stewardship.**

#### **Vision**

**The Pennsylvania Pest Management Association is a group of structural Pest Management Professionals who value member participation, interaction, communication, and a spirit of cooperation between companies of all sizes.**

**The goals of this Association are**

- ❖ To make a meaningful, positive impact for all pest management professionals in the Commonwealth through education, representation, and providing a resource of information for their benefit.**
- ❖ To educate the citizens of the Commonwealth regarding this industry's positive contributions toward protecting health, property, and well-being**
- ❖ To guide the government of the Commonwealth by serving as its technical and pest management business resource in regulating and protecting the property, health and well-being of citizens of the Commonwealth.**

#### **Values**

**The Pennsylvania Pest Management Association values the trust and support of**

- The citizens of the Commonwealth.**
- The structural pest management industry in the Commonwealth.**
- The government of the Commonwealth, and encourages communication between these parties.**

**Above all, this Association values its traditional role as a steward of the environment, an educational resource for the Citizens, Pest Management Professionals, and Government of the Commonwealth, and an advocate of moral responsibility and business integrity.**

## ARTICLE II: MEMBERSHIP

### Section 1. Membership

Membership is open to any individual, organization or business willing to support the vision, mission and objectives of the Association.

1. a. Active membership includes licensed PCOs.
1. b. Allied membership includes industry representatives.

### Section 2: Voting Eligibility

Any active member whose Association membership dues are current may attend and vote at the Association's annual business meeting.

### Section 3. Honorary/Emeritus Membership

Retired individuals who were active members for a minimum of ten years and are worthy of such an honor may be nominated by either a Region Divisional Board or the State Board of Directors with a final approval by the State Board of Directors. These individuals will enjoy all the benefits of active membership except holding an office and shall not be obliged to pay dues.

## ARTICLE III: FINANCIAL MANAGEMENT

### Section 1.

The Association will charge dues as directed by the State Board of Directors. A portion of the dues will be allocated to the Regional Divisions, based on the number of members in each Division. This amount will be determined by the State Board of Directors and shall be payable at the beginning of the calendar year.

## ARTICLE IV: REGIONS

### Section 1. Region~~sal~~ Divisions

The Association members will be grouped geographically into four Region~~sal~~ Divisions.

### Section 2. Counties

#### Central ~~Division~~ Region

Adams, Bedford, Blair, Centre, Cumberland, Dauphin, Franklin, Fulton, Huntingdon, Juniata, Lancaster, Lebanon, Mifflin, Perry, Snyder, York, Union

### **Eastern ~~Division~~Region**

Berks, Bucks, Chester, Delaware, Lehigh, Montgomery, Northampton, Philadelphia

### **Northeast ~~Division~~Region**

Bradford, Carbon, Clinton, Columbia, Lackawanna, Luzerne, Lycoming, Monroe, Montour, Northumberland, Pike, Potter, Schuylkill, Sullivan, Susquehanna, Tioga, Wayne, Wyoming

### **Western ~~Division~~Region**

Allegheny, Armstrong, Beaver, Butler, Clarion, Cambria, Cameron, Clearfield, Crawford, Elk, Erie, Fayette, Forest, Greene, Indiana, Jefferson, Lawrence, McKean, Mercer, Somerset, Venango, Warren, Washington, Westmorland

### **Section 3. ~~Divisional~~Regional Boards**

The business and affairs of each region shall be conducted by a ~~Divisional~~Regional Board of at least five members. Each shall have a Governor, a Treasurer, and a minimum of two Directors.

## **ARTICLE V: ORGANIZATION – OFFICERS & BOARD OF DIRECTORS**

### **Section 1. Officers & Board of Directors - Eligibility**

The business and affairs of the Association shall be managed by the State Board of Directors consisting of the President, President-Elect, Vice President, Immediate Past President along with two Directors and the Governor from each region~~Regional Division~~. Only active members of the Association are eligible to serve as Officers or members of the Board of Directors. A ~~T~~technical ~~A~~advisor and Industry Representative can be appointed by the President at the beginning of each new President's two-year term. ~~These~~The Technical Advisor and Industry Representative positions will be Ex-Officio, non-voting members of the board.

## **ARTICLE VI: ELECTIONS**

### **Section 1. Elections of Officers for the State Board of Directors**

In the August newsletter of an election year, terms approaching maturity will be announced. Any active member may submit nominees for the position of officers on the State Board of Directors by close of business on August 31. Nominees for a position as an officer of the State Association must currently serve on the State Board of Directors.

## **Section 2. Candidate Announcements and Voting**

The State Board of Directors shall elect its officers. Candidates will be announced in the September newsletter. Ballots for the officer positions will be prepared by the Executive Director and mailed to the State Board of Directors by close of business September 30. Completed ballots must be received by the Executive Director no later than October 15. No proxy votes are allowed. Results will be announced at the annual fall meeting. The voting process can be executed electronically at the direction of the President.

## **Section 3. Elections of Region Divisional Board Members**

Divisional Board Members will be elected by the membership following the process outlined in each division's bylaws. A copy of the Divisional Bylaws shall be housed in the office of the Executive Director.

# **ARTICLE VII: TERMS**

## **Section 1. State Board Officers and ~~Divisional~~Regional Board Officers**

All Officers shall serve a term of two years.

## **Section 2. Retirement, Death or Resignation**

In the case of retirement, death or resignation of any Officer or Director except the President, the vacancy shall be filled by election by the remaining Directors. The President-Elect shall succeed to the office of the President in the event of death or resignation of the President.

# **ARTICLE VIII: Duties of State Board of Director's Officers**

## **Section 1. President**

The President shall preside at meetings and be responsible for executive actions in carrying out policies designated by the State Board of Directors. The President shall appoint the chairpersons of the Standing Committees as well as submit nominations for industry representation, such as the State Pesticide Advisory Committee and Penn State Ag Council, which have been approved by a majority vote of the State Board of Directors.

## **Section 2. President-Elect**

The President-Elect shall preside at meetings in the absence of the President. The President-Elect shall act as an ex-officio member and facilitate activities of the committees or perform duties assigned by the President.

### **Section 3. Vice President**

The Vice President shall oversee the duties of the Secretary and Treasurer.

### **Section 4. Executive Director**

The Board of Directors may appoint/hire an Executive Director/Agency to serve at the pleasure of the Board whose duties shall be that of both the Secretary and Treasurer.

The length of the appointment and the annual remuneration of the Executive Director/Agency performing these duties shall be mutually agreed upon at the time of their appointment. An annual review of their accomplishments, goals and remuneration shall be completed by the Board of Directors by the end of the fiscal year. Any intention of non-renewal of the contract must be communicated at least 90 days prior to the expiration of that contract.

The Executive Director acting as Secretary shall be responsible for records, have custody of the corporate seal, announce upcoming meetings and keep minutes of all Membership and Board of Directors meetings.

The Executive Director acting as Treasurer shall have custody of Association funds, keep accurate records approved by a Certified Public Accountant or other qualified auditor selected by the Board, give bond for the faithful performance of his duties in an amount and with surety as shall be approved by the Board, and maintain funds in a depository approved by the Board. Funds shall be subject to withdrawal by checks executed by two of the following – President, President-Elect or Vice-President.

## **ARTICLE IX: MEETINGS**

### **Section 1. Annual meetings**

The annual meeting of the Association shall be held during the months of October, November or December. The location will be determined by the State Board of Directors. Additional conferences may be held as determined by the State Board of Directors. Notice of all general membership meetings shall be made via Newsletter, email or mail at least 30 days prior to the date of the meeting. Meeting agendas shall be included in the notice.

### **Section 2. Board of Director Meetings**

The State Board of Directors shall meet at least three times a year. A conference call may be substituted for one of the scheduled meetings. Additional Board Meetings or conference calls may be held as determined by the Board of Directors. A quorum will be a majority of the voting members, or 8 members of the board.

## **ARTICLE X: COMMITTEES**

### **Section 1. Standing Committees**

At the beginning of a new President's term, the Board of Directors shall determine the number and function of standing committees. The President shall appoint persons to appropriate committees and may appoint special committees.

## **ARTICLE XI: DUES**

Annual dues will be set by the State Board of Directors. Any active member whose dues remain unpaid shall be placed in inactive status according to NPMA policy. Allied members shall be placed in inactive status 90 days after a second membership notification has been sent.

## **ARTICLE XII: AUDIT**

The books and records of the Association shall be reviewed annually by a qualified auditor or committee named by the Board of Directors. The auditor or committee shall prepare a written report for review by the Board of Directors.

## **ARTICLE XIII AMMENDMENT**

These bylaws may be altered or amended by a majority vote of those members present at the Board Meeting. Notice of proposed changes shall be made by mail, email, or publication in the Newsletter at least 14 days prior to voting.

At the next General Membership Meeting, a majority vote of active members present will confirm the proposed bylaw changes.

## **ARTICLE XIV: Parliamentary Authority**

All meetings of the Association shall be governed by "Roberts Rules of Order, Revised"