



## CONSTITUTION OF THE PENNSYLVANIA ASSOCIATION OF FLOODPLAIN MANAGERS

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### PREAMBLE

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In order to promote the common interest in floodplain management, to enhance cooperation between the various related private, local, regional, state, and federal agencies, and to encourage and ensure effective, new and innovative approaches to managing the state's floodplain systems, this body hereby adopts this document as the official Constitution of the Pennsylvania Association of Floodplain Managers.

### ARTICLE I. NAME

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The name of this organization shall be the Pennsylvania Association for Floodplain Managers.

### ARTICLE II. PURPOSE

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The purpose of the Pennsylvania Association of Floodplain Managers is the following:

1. To promote public awareness of integrated floodplain management;
2. To promote a liaison and to encourage the exchange of ideas and resources between individuals and groups concerned with floodplain management and to keep those individuals and groups well informed through educational and professional seminars; and,
3. To inform concerned individuals of pending floodplain legislation, regulation, and related matters in order to advance the effective implementation of floodplain management.

### ARTICLE III. MEMBERSHIP

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Regular membership shall be open to all persons actively involved or interested in floodplain management in the Commonwealth of Pennsylvania. This includes elected officials, appointed officials, Federal, State, regional and local employees, design professionals, consultants, and others involved in floodplain management.



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### ARTICLE IV. LOCATION

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The principal place of business of the Association shall be within the Commonwealth of Pennsylvania, United States of America.

### ARTICLE V. OFFICERS

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1. The officers of the Association shall be the Chair, Vice-Chair, Secretary, Treasurer and the Immediate Past Chair. If the Past Chair is unavailable, the Members of the Association shall nominate and elect a member to fulfill the term. These officers shall constitute the Executive Committee.
2. The Chair, Vice-Chair, Secretary, and Treasurer shall be elected annually from the membership of the Association and may not serve more than two consecutive one-year terms in the same office.
3. The responsibilities of each office shall be set forth in the Bylaws of the Association.

### ARTICLE VI. COMMITTEE CHAIRS

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The Chair may appoint, with the approval of the Executive Committee, Committee Chairs to assist in conducting the business of the Association.

### ARTICLE VII. BOARD OF DIRECTORS

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The government and direction of the Association, and the control of its property, shall be vested in the Board of Directors. The Board of Directors of the Association shall be comprised of the Executive Committee and the Chair of each Committee. The Chair of the Association shall serve as Chair of the Board of Directors and each other Association Officer shall serve as the same officer for the Board.

### ARTICLE VIII. MEETINGS

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One general membership meeting of the Association shall be held annually to elect officers and to conduct any other business or programs. Other meetings may be called as provided for in the Bylaws of the Association.



## ARTICLE IX. AMENDMENTS

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Amendments to this Constitution may be proposed by the Board of Directors or by written petition signed by 15 voting members or 10% of the membership of the Association, whichever is less. All such petitions shall be submitted to the Association Secretary. The Secretary shall draft a proposed amendment in accordance with the intent of the petition and shall give written notice of same to the membership at least 21 days prior to the meeting at which it is to be discussed. The proposed amendment shall be discussed at any scheduled meeting or at a special meeting and may be amended by a majority vote at said meeting and, if amended, shall be voted upon by ballot in such form. If not amended, the proposed amendment as submitted to the membership shall be voted upon by ballot. Ballots shall be made available at the annual meeting of the Association. Absentee ballots will be available upon request no less than 15 days before the annual meeting. Ballots shall be counted at the annual meeting by a teller's committee appointed by the Chair. The Secretary shall notify the membership of the results. For adoption of any amendment to the Constitution, two-thirds of the valid ballots cast shall be in the affirmative. An amendment which has been adopted shall become effective 10 days after counting of ballots.

At any meeting of the Board of Directors, the Board by a two-thirds vote may amend the Bylaws in conformity with the Constitution, provided that written notice of such shall have been made to each Board member at least 21 days prior to the meeting at which action thereon is to be taken. The Bylaws may be amended by a majority vote of the members present at any Association meeting duly called and attended by at least one third of the membership, whichever is less.

## ARTICLE X. DISSOLUTION

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Upon dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all the assets of the Association to such organization or organizations operating exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1953 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

## ARTICLE XI. PARLIAMENTARY LAW

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In all questions involving parliamentary procedure, including election procedures not covered by the Bylaws of the Association or established by the Board of Directors, Robert's Rules of Order (Revised) shall be considered the governing authority. The Chair shall be the Parliamentarian or may designate a Parliamentarian to assist in guiding proper proceedings; the Parliamentarian shall rule on all issues of parliamentary procedure.

## ARTICLE XII. ASSOCIATION RECORDS AND REPORTS

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1. The original Bylaws and Constitution and copies thereof as amended to date, certified by the Secretary, shall be kept on file at a location selected by the Board of Directors, and open to inspection to all at reasonable times.



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2. The minutes of the Board of Directors and membership meetings and the membership register shall be kept on file at a location selected by the Board of Directors and open to inspection at any reasonable time upon written demand of any member for any purpose reasonably related to his or her interest as a member.

3. The books of account shall be kept on file at a location selected by the Board of Directors and open to inspection at any reasonable time upon written demand of any member for any purpose reasonably related to his or her interest as a member.

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ADOPTED OCTOBER 2009; REAFFIRMED JANUARY 28, 2015

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Chair: 

Vice-Chair: Tamia Darr

Secretary: 

Treasurer: 

Past-Chair: 

Date: 1/28/15