

Constitution & By-Laws  
Of the  
Pennsylvania State Coroner's Association

**Article I**

**Mission Statement / Purpose**

The purpose of the Pennsylvania State Coroner's Association shall be to form a membership of Coroners, Chief Deputy Coroners, Deputy Coroners, Medicolegal Death Investigators, Medical Examiners, Deputy Medical Examiners and their staff, for the purpose of establishing a cooperative and best standard of practice in the field of medicolegal death investigation; for the purpose of conducting annual and other meetings/conventions; for the purpose of carrying on all discussions of pertinent interest to themselves and medicolegal death investigation; to levy assessments, dues fees upon its members; to render assistance to its members; to support and encourage enactment of legislation which is deemed by the organization to be in its best interest.

**Article II**

**Section 1**      **Name** – The organization shall be known as the Pennsylvania State Coroner's Association. (PSCA)

**Article III**

**Meetings**

**Section 1**      **Annual Meetings** - The annual meeting/convention, election/appointment of officers, and transaction of other business pertinent to the association shall be held at such a time and place as determined by the membership.

**Section 2**      **Executive Board** - The Executive Board shall meet 4 times a year, with one of those times being at the annual convention: and the others being held at a location designated by the Executive Board    The Secretary shall be responsible

for making all the necessary arrangements, and all reasonable costs borne for the Executive Board will be paid by the Association. Any member who wishes to attend the Executive Board meetings, the Association will pay for their meeting day expenses.

**Section 3**     **Special Meeting of the Executive Board** - A special meeting of the Executive Board may be called by the President. Notice of a special meeting should include the date, time, location and subject of the meeting. No other business can be discussed during the special meeting. All Executive Board members should be notified at least fourteen (14) days prior to the meeting if possible. Attendance or regrets should be conveyed to the Secretary so appropriate arrangements can be made.

**Section 4**     **Special Meeting of the Membership** - A special meeting of the membership may be called by the Executive Committee or on written request of ten (10) active members. Notice of a special meeting should include the date, time, location and subject of the meeting. No other business can be discussed during the special meeting. Members should be notified at least fourteen (14) days prior to the meeting if possible.

## **Article IV**

### **Membership**

**Section 1**     **Application for County Membership** - Application for membership shall be open to all 67 counties in the Commonwealth of PA. Acceptance will be based off of the payment of the assessed amount set forth by law. Any county failing to join the Association shall forfeit all voting privileges within the Association.

**Section 2**     **Classes of Membership** – There shall be three (3) classes of membership within the Association; Active, Associate and Honorary.

**(A) Active** - Any person who is holding the office of the Coroner or Chief Medical Examiner in any county of the state of Pennsylvania. Those persons shall pay an annual membership fee of thirty (\$30.00) dollars.

**(B) Associate** – All persons who are not eligible for active membership, but who are associated in the work of the Coroner’s Office. Associate members shall be entitled to all privileges of the Association except voting unless by proxy, and holding office. Active

membership on committees is permissible. Those persons shall pay an annual membership fee of ten (\$10.00) dollars.

**(C) Honorary** – Any person who has rendered such service to the Association as to entitle them to special recognition Membership must be by a three-quarter (3/4) vote of those voting at the Executive Committee meeting. Such membership shall be for the life of that individual. There is no fee incurred.

**Section 3 Membership Fees** - The Association membership fees shall be established at the annual meeting/convention by a two-thirds (2/3) majority of the voting members.

The annual fee for members shall be payable at the time of the application of membership and shall cover the calendar year from January 1<sup>st</sup> until December 31<sup>st</sup> , or in the event that a member is elected to membership between such dates, then from the time of election to December 31<sup>st</sup> of that year.

The annual county assessment fees shall be established by law.

## Article V

### Officers

**Section 1 Officers** – The officers of the Association shall be the President, Vice-President, eight (8) Regional Vice Presidents, Secretary, Assistant Secretary, Treasurer, and Assistant Treasurer.

**(A) President** – Any persons wishing to hold the office of President of the Association must be a member in good standing for a minimum of 3 years. The President shall be elected at the annual meeting/convention by a majority vote. The President shall be elected every year and may maintain that office for 2 years. After a minimum of a 2 year absence from holding this office he / she may run for the office again.

The President shall preside over all general and executive meetings of the Association. The President shall have no vote except in the case of a tie, in which case he/she shall cast the deciding vote. The President shall be the spokesperson or representative for the

Association, unless he/she deems otherwise. In the absence of the President the Vice President shall undertake the duties of the President.

The President shall appoint or disband all committees that he deems necessary to conduct the business of the Association. The first member appointed shall be chairperson. The President shall be a member of all committees; however he/she need not attend all meetings of such.

The President shall undertake any other duties commonly understood as connected to this position.

**(B) Vice President** – Any persons wishing to hold the office of the Vice President of the Association must be a member in good standing for a minimum of 2 years. The Vice-President shall be elected at the annual meeting/convention by a majority vote. The Vice President shall be elected every year and may maintain that office until he/she is removed by a membership vote at the annual meeting/convention. The Vice President shall act in the absence of the President in the capacity listed in Article IV; Section 1 A.

In the event of a death or removal of the President the Vice-President shall hold that position in an acting capacity until the next annual election.

**(C) Regional Vice Presidents** – The Commonwealth of Pennsylvania shall be divided into 8 Regions (see attached list). The Regional Vice President may not necessarily be the first county listed in that Region. Regional Vice Presidents shall be elected by the Executive Board. The duties of each Regional Vice President shall be to keep each county in their region informed of any pertinent information pertaining to the Association, reminders of special meetings, and any legislative issues, as well as any other duty commonly understood as connected with the office of Vice-President.

**(D) Secretary** - Any persons wishing to hold the office of the Secretary must be a member in good standing for a minimum of 2 years. He/ She shall be elected to the office for a minimum of 2 years and can succeed themselves. He /She shall reside at all meetings, keep all

records of the Association and the Executive Board including membership records: keep a record of all proceedings of the Association and Executive Board: handle all correspondences: and handle all other duties normally associated with this office. He / She shall be in charge of all records of the Association and have the authority to disburse them.

**(E) Treasurer** – Any person wishing to hold the office of the Treasurer must be a member in good standing for a minimum of 2 years. He /She shall be elected to the office for a minimum of 2 years and can succeed themselves. He /She shall reside at all meetings, and keep financial records of the Association. He / She shall furnish at the annual meeting /convention or upon request by the Executive Board a financial statement of all receipts and disbursements since the last annual meeting / convention. All records will be referred to an Auditing Committee of three (3) persons appointed by the President at the annual meeting / convention.

**(F) Assistants to the Secretary and Treasurer** - Any persons wishing to hold the office of the Assistant Secretary or Assistant Treasurer must be a member in good standing for a minimum of 2 years. He / She shall be elected to the office for a minimum of 2 years and can succeed themselves.  
His / Her duties shall be to assist the Secretary or Treasurer and assume their duties and responsibilities in the event of their absence.

**Section 2**      **Terms of Office** – The terms of all officers elected at the annual meeting / convention shall begin at the close of the meeting at which they are elected.

## **Article VI**

### **Executive Board**

The Executive Board shall consist of all Officers of the Association, three (3) members elected from the floor, shall be known as Members of the Executive Board at Large, and the last living Past-President of the Association. The

Executive Committee shall conduct the business of the Association between the annual meeting / convention.

- A. During a one (1) year term, any member of the Executive committee not in attendance at two (2) quarterly meetings without acknowledged excuse by the President may be removed and replaced by a motion from a member of the Executive Committee and a majority vote of the Executive Committee members present at that meeting. Terms run one year from each annual meeting / convention.

## **Article VII**

### **Vacancies of the Executive Committee**

The Executive Committee by a majority vote at a regular or special meeting shall have the authority to fill any office that becomes vacant due to the death, resignation or inability to perform the duties of the office holder.

1. In the office of the Past President another Past President in good standings with the Association shall be elected by a majority vote of the Executive Board.
2. In the office of a Regional Vice President another Coroner, in good standing with the Association, from that region where the vacancy occurred shall be elected by a majority vote of the Executive Board.
3. If a vacancy occurs in any other office the Executive Board shall elect by a majority vote a member of the Association, in good standing to complete that term of office.

Any member duly elected must meet any previously stated requirements.

Member in good standing shall be defined as the status assigned to an Active member of an organization when he/she has remained current on organization dues and payments.

## Article VIII

### Trusteeship

The executive Committee shall act as Trustee for all the assets of the Association.

#### Trustee Liability and Indemnification

**Section 1.** In accordance with and to the fullest extent permitted by the Director's Liability Act (42 PA C.S. A. Section 8361 et seq) no person who is or was a Director of the Association shall be personally liable for monetary damages as such for any action taken, or any failure to take an action, as a Director, unless.

- (a) The Director has breached or failed to perform the duties of his office as defined in 42 PA. C.S.A. Section 8363 (relating to standard of care and justifiable reliance) and
- (b) The breach of failure to perform constitutes self-dealing, willful misconduct, or recklessness.

**Section 2** If Pennsylvania law hereafter is amended to authorize the further elimination of or limitation on the liability of Directors, then the liability of a Director of the Association, in addition to limitation on personal liability provided herein , shall be limited to the fullest extent permitted by the amended Pennsylvania law.

**Section 3** The Association shall indemnify each person who is or was a Director or Officer of the Association, or of any other request of the Association, against any and all liability and reasonable expense that may be incurred in connection with or resulting from any claim, action suite or preceding (whether brought by or in the right of the Association or otherwise) civil or criminal, or in connection with an appeal relating thereto, in which he/she may become involved, as a party or otherwise (other than a party plaintiff suing on his/her own behalf or in the right of the Association) , by reason of being or having been a Director or Officer of the Association or of such other Association or entity, or by reason of any past or future action taken or not taken in his/her capacity as such Director or Officer, whether or not he/ continues to be such at the time such liability or expense is incurred, except where there shall has been judgment rendered by a court specifically finding that the action or conduct of such Director or Officer constituted willful misconduct or recklessness.

As used in this Article, the terms “liability” and “expense” shall include, but shall not be limited to, counsel fees and disbursements and amount of judgments, fines, or penalties against, and amounts paid in settlement by, a Director or Officer.

Expenses incurred with respect to any claim, action, suit, or proceeding described above may be advanced by the Association prior to the final disposition thereof upon receipt of an undertaking by or on behalf of the recipient to repay such amount if it shall ultimately be determined that he/she is not entitled to indemnification under this Article. The right of indemnification provided in this Article shall be in addition to any rights to which any person concerned may otherwise be entitled by contract or as a matter of law, and shall inure to the benefit of the heirs, executor, and administrators of any such person.

The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director or Officer of the Association, or is or was serving at the request of the Association as a Director, officer employee or agent of another Association other entity against and liability asserted against him and incurred by him/her in any such capacity, or would have that power to indemnify him/her against such liability under the provisions of the Article.

**Section 4** The intent of the Article is to protect and indemnify the Director and Officers against any liability to the fullest extent by law in consideration of the services they render to the Association. Nothing contained in this Article shall be constructed to limit or impair any other provision of law or the provisions of any other document providing protection of indemnification, including but not limited to, the provisions contained in (42 PA C.S.A. Section 8332.2)

This Article of the By-Laws shall not apply to (1) any action for money damages filed or commenced prior to January 27, 1987, or (2) and breach of performance of duty by any Director or Officer, occurring prior law shall remain in effect with respect to actions not covered as a result of the first sentence of this paragraph.



## **Article IX**

### **Voting Privileges**

Voting privileges of the Association shall be vested in the Active/ Associate Membership. Only those Active / Associate members whose individual and County fees are paid, shall be entitled to vote in any elections, or on any business conducted during the annual meeting/convention.

A proxy vote would be allowed when a written correspondence is received by the President prior to the meeting where voting will take place. Any permission for proxy must be signed by the Coroner. Only those members of the Association deemed as Active or Associate may partake in a proxy vote.

The President at the annual meeting/convention shall appoint a nomination committee of three (3) members to submit a list of nominees for Office's that are available. The President shall ask if there are any additional nominations to be made from the floor, after which the President can ask to have the nominations closed. If there is not more than one (1) candidate for any office, the Secretary shall cast a vote of acclamation on behalf of the candidate, which shall be final. Voting shall be conducted by ballot to be distributed and counted by the nominating committee. All results are to be announced and recorded prior to the close of the meeting/convention. The presiding President can suspend the meeting until all ballots are counted and recorded.

## **Article X**

### **Committees**

**Section 1;** All committees will be appointed and dispended by the President. Standing Committees should include but not limited to: Act 122, Audit, By-Law, Convention, Disaster Planning, Education, Education Board, Legislative, New Coroner's, Nomination, PSAECO, Police Liaison, Standardization, Strategic Planning, Vital Records, Ways & Means, and Website Oversight.

**Section 2;** Ad-Hoc (temporary) Committees can be created and appointed by the President from time to time, as the needs of the organization require.

**Section 3;** A member of any committee may resign at any time by tendering his/her resignation in writing to the organization. Resignation as a member of the PSCA organization shall constitute resignation as a member of any committee. The President may, with or without

cause, remove any member of a committee, and may also remove any such member for failing to fulfill their duties on such committees.

**Section 4;** Any Committee incurring expenditures over \$1,000 to the Association must have those expenditures pre authorized by the Executive Committee at a meeting by a majority vote. An estimated proposal shall be presented.

## **Article XI**

### **Audit**

**Section 1;** the records of the PSCA shall be audited annually.

**Section 2;** Due to the importance of the audit committee, the President shall appoint 3 persons at the annual convention to conduct the audit.

- (a) In the year of the inception of these by-laws the President shall appoint a senior auditor who will serve for a 3 year term. Two additional members shall be appointed to assist the Senior Auditor.
- (b) The committee shall designate a time and place for a through audit of the financial records of the Association.
- (c) Any expenses for travel or meals incurred by the committee will be paid for by the Association. Appropriate documentation of individual expenses must be submitted to the Treasurer for reimbursement.
- (d) The Executive Board will have final approval of the audit at the November Executive Board Meeting.

- (e) All audit reports will be available to the members for review at the annual convention the following year. However, a member may submit a request in writing to the senior auditor for review prior to the convention.
- (f) The Treasurer shall cooperate fully with the audit committee in providing all records to the committee for inspection.
- (g) Any discrepancies shall be reported to the Executive Board for review.

## **Article XII**

### **Amendments**

**Section 1;** Any member proposing a by-law change after the original inception of the by-laws must propose the change in writing with 5 signatures of approval to submit for vote at the annual meeting.

These by-laws may be amended at any annual meeting of the PSCA by a two-thirds (2/3) majority vote of members in attendance. However, the membership must be advised at least thirty (30) days before the meeting that articles of organization change will be voted on at the annual meeting. Electronic communication is an approved method of advisement of proposed changes.

## **Article XIII**

### **Roberts Rules of Order**

Notwithstanding anything to the contrary within the By-Laws of the PSCA organization, current edition of Roberts Rules of order will apply to all matters of the Association.

In Witness Whereof, we have hereto set our hands and seal this \_\_\_\_\_ day of \_\_\_\_\_ at the annual meeting of the Pennsylvania State Coroner's Association, and this document supersedes all other by-laws of this Association.

\_\_\_\_\_

President

\_\_\_\_\_

Vice President

\_\_\_\_\_

Secretary

\_\_\_\_\_

Treasurer

**Addendum**  
**Emergency Bylaws**

The Emergency Bylaws provided in this Article XIV shall be operative during any emergency, notwithstanding any different provision in the preceding Articles of these Bylaws. An emergency exists if a public emergency, natural or man-made disaster, or pandemic makes the holding of an in-person meeting of the organization or its board unlawful or impossible. In such an event the organization may conduct its meeting by electronic or other remote access means as reasonably necessary for the duration of the emergency, disaster, or declared emergency pandemic.

During such emergency:

- (a) The Executive Board shall use its best efforts to implement any such virtual meetings with full regard for the need to maintain as much possible accessibility for all members, including those who lack access to sophisticated technology tools.
- (b) Any action that could be taken at an in-person meeting, including bylaws amendments, may also be taken at any such virtual meeting held pursuant to this clause. Any action taken at such virtual meeting shall be subject to ratification at the next annual meeting held in-person after such virtual meeting or meetings.
- (c) During a virtual meeting, all reasonable technology must be used to authenticate each individual who participates.
- (d) Determination to hold a given meeting as a virtual meeting shall be by a majority of the Executive Board available.
- (e) During an emergency, the term limits set forth in the Articles above may be waived.
- (f) Any vacancy in President, Vice President, Secretary, or Treasurer existing at the time of a virtual membership meeting shall be filled by a vote of the membership.

These emergency bylaws which may be adopted by the executive board shall be subject to repeal or change by further action of the board or by the members. Any such amendment of these emergency bylaws may make any further or different provision that may be practicable and necessary for the circumstances of the emergency.

These emergency bylaws shall only be effective for the duration of the emergency.

PSCA Bylaws Addendum: Executive Director

**Bylaw:** The Executive Board may employ an Executive Director to assist in the proper day to day operations of the Pennsylvania State Coroners Association. This position will perform duties and tasks directed by the president and from the Executive Board as prescribed and approved by the president from time to time. The Executive Director will be the Director of Training and oversee, organize, prepare and schedule all aspects of the educational program for the Coroner's Educational Academy and report to the Chair of the Educational Board. The Executive Director may also be a presenter at the Educational Academy. The Executive Director shall attend all executive board meetings as a non-voting member, conferences or any other meeting or program directed by the President. The Executive Director will receive a salary approved by the general membership at the annual meeting. The Association will reimburse the Executive Director for any expenses incurred during the performance of his/her duties and approved by the President.

PSCA will provide a laptop and supplies as needed and approved.

June 1, 2020

DRAFT