

**CONSTITUTION AND BY-LAWS**  
**OF**  
**PENNSYLVANIA STATE CORONERS ASSOCIATION**  
**(Revised as of September 2009)**

**CONSTITUTION**

**SECTION ONE: NAME** – This organization shall be known as the Pennsylvania State Coroners Association.

**SECTION TWO: PURPOSE** – The object of this Association shall be to hold meetings for the purpose of discussing the various questions which arise in the discharge of the duties of the office of Coroner, and for such other purposes as will conduce to greater efficiency of the operation of the Office of Coroner.

**SECTION THREE: MEMBERSHIP** – There shall be three classes of members: Active, Associate and Honorary.

(a) **ACTIVE:** Any person who is holding the office of Coroner or Chief Medical Examiner in any county of the State.

Active membership shall be thirty (\$30.00) dollars annually and payable in advance. Fees for Association membership shall be established at the annual meeting by two-thirds of the voting membership present.

(b) **ASSOCIATE:** All persons who are not eligible to active membership, but who are associated in the work of the Coroners Office, shall be eligible to Associate membership; which membership shall entitle them to all privileges of the Association except voting and holding office.

Associate membership shall be ten (\$10.00) dollars annually and payable in advance. The fees for the Associate membership shall be established at the annual meeting by two-thirds of the voting membership present.

(c) **HONORARY:** Membership may be conferred on any person who has rendered such service to the Pennsylvania State Coroners Association as to entitle him to special recognition.

Honorary membership must be a three-quarters vote of those voting at an annual meeting of the Association. Such membership shall be for the life of an individual.

**SECTION FOUR: FEES** – The fees for Association membership shall be established at the annual meeting by a two-thirds majority of the voting members present.

Honorary members shall pay no fees.

The annual fees of members shall be payable at the time of application for membership and shall cover the calendar year from January 1<sup>st</sup> to 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 the year of such election.

The annual county fees of the Association shall be established by law.

**SECTION FIVE: OFFICERS** – The officers of the Association shall be the President, 1<sup>st</sup> Vice-President, Eight (8) Vice-Presidents, Secretary-Treasurer, and an Assistant Secretary-Treasurer.

**PRESIDENT** – The duties of the President shall be those commonly understood as connected with that position.

**FIRST VICE-PRESIDENT** – The duties of the First Vice-President shall be those commonly understood as connected with that position; shall act in absence of the President; assist the President on call.

**VICE-PRESIDENT** – There shall be a Vice-President elected from each of the following eight (8) districts into which the Commonwealth of Pennsylvania shall be divided. The Vice-President of each district shall be in charge of the affairs of the district from and for which he is elected. The duties of each Vice-President shall be those commonly understood as connected with the office of Vice-President. The eight districts referred to shall be named as follows and shall comprise the counties designated under such name.

**District #1  
Northwest**

Clarion  
Crawford  
Erie  
Forest  
Lawrence  
Mercer  
Venango  
Warren

**District #2  
NW Central**

Cameron  
Centre  
Clearfield  
Clinton  
Elk  
Jefferson  
McKean  
Potter

**District #3  
NE Central**

Bradford  
Columbia  
Lycoming  
Montour  
Northumberland  
Snyder  
Sullivan  
Union  
Tioga

**District #4  
NE Central**

Carbon  
Lackawanna  
Luzerne  
Monroe  
Northampton  
Pike  
Susquehanna  
Wayne  
Wyoming

**District #5  
Southwest**

Allegheny  
Armstrong  
Beaver  
Butler  
Fayette  
Greene  
Washington  
Westmoreland

**District #6  
SW Central**

Bedford  
Blair  
Cambria  
Fulton  
Huntingdon  
Indiana  
Mifflin  
Somerset

**District #  
Southeast Central**

Adams  
Cumberland  
Dauphin  
Franklin  
Juniata  
Lebanon  
Perry  
York

**District #8  
Southeast**

Berks  
Bucks  
Chester  
Delaware  
Lancaster  
Lehigh  
Montgomery  
Philadelphia  
Schuylkill

**SECRETARY-TREASURER** – The Secretary-Treasurer shall hold office for a term of two years. He shall act as Secretary of the Association and of the Executive Committee, and as Chairman of the Committee of Membership; he shall keep a list of all members of the Association, with the dates of their election; he shall send bills to all members who have not paid their dues at the last annual meeting; he shall conduct such part of the correspondence of the Association as is usually conducted by the Secretary of similar organizations; he shall have charge of the funds of the Association. The funds of the Association shall be disbursed by him. He shall furnish to the Association at each annual meeting, and at such time as called on by the Executive Committee, a financial statement of all receipts and disbursements since the last annual meeting; and this statement together with all books, vouchers and other necessary documents shall be referred to an Auditing Committee of three (3), appointed by the President.

**ASSISTANT SECRETARY TREASURER** - The Assistant Secretary-Treasurer shall hold office for a term of two years, and his duties shall be to assist the Secretary-Treasurer, and in his absence or sickness assume the responsibilities of the Secretary-Treasurer.

**SECTION SIX: TERMS OF OFFICE** – The terms of all officers elected at any annual meeting shall begin at the close of the meeting at which they are elected.

**SECTION SEVEN\*: EXECUTIVE COMMITTEE** – The Executive Committee shall consist of (a) Officers of the Association, (b) three members of the Association to be elected from the floor at the annual meeting, and (c) the last living Past-President of the Association.

The President shall be Chairman of the Executive Committee, and the President elected shall become a member of the Executive Committee immediately on election.

All motions and resolutions presented at any annual meeting of the Association and involving matters of policy, administration or business shall be referred to the Executive Committee, which shall consider the same, and report its recommendations back to the Association.

The Executive Committee shall have full power of the Association in all matters demanding action between meetings of the Association, and shall submit at the next succeeding meeting a report of all actions taken by them under authority of this section.

During any one year term, any member of the Executive Committee not in attendance at two (2) quarterly meetings without acknowledged excuse by the chair may be removed and replaced by a motion from the Executive Committee and a majority vote of the Executive Committee present. (Terms run one year from each annual meeting). \*As amended September 22, 2009

#### **SECTION EIGHT: VACANCIES –**

1. Should a vacancy occur in the Office of Immediate Past-President, the Executive Committee shall be authorized to appoint and Past-President of the Association to complete that term of office by a majority vote of the Executive Committee members present at a regular or special meeting of the Executive Committee.
2. Should a vacancy occur in the office of a Regional Vice-President, the Executive Committee shall be authorized to appoint a member from the region where the vacancy occurs to complete that term of office by a majority vote of the Executive Committee members present at a regular or special meeting of the Executive Committee.
3. Should a vacancy occur in any other office on the Executive Committee, the Executive Committee shall be authorized to appoint a member of the Association to complete that term of office by a majority vote of the Executive Committee members present at a regular or special committee meeting.

**SECTION NINE: LEGISLATIVE COMMITTEE –** There shall be a legislative committee consisting of five members to be appointed by the President to serve until the next annual election, for the purpose of securing new legislation which may be desirable for the benefit of Coroners or opposing any proposed laws detrimental to them or to the interest of the public. Such committee shall meet upon the call of the Chairman, to be designated by the President, or at the request of any members thereof. All suggestions for proposed legislation by members of the Association shall be submitted to said Chairman for consideration by said Committee.

**SECTION TEN: PROGRAM CHAIRMAN** – At each annual meeting the President shall appoint a Program Chairman to work with the host coroner of the next year’s annual meeting to prepare an educational program to be presented at the annual meeting.

**SECTION ELEVEN: QUORUMS** – A quorum of the Association shall consist of not less than ten (10) active members, two of whom, at least, shall be officials of the Association.

**SECTION TWELVE: AMENDMENTS** – This Constitution may be amended by two-thirds vote of the Active members present at any annual meeting, provided the notice of the proposed amendment has been given in writing thirty days before the annual meeting, and that notice of the time at which said amendment is to be voted on has been announced at least ten days in advance.

## **BY-LAWS**

**SECTION ONE: ANNUAL MEETINGS** – This Association shall hold meetings annually at such times and places as may be fixed by the Association at the previous annual meeting. As such annual meetings, business shall be transacted, including the discussion of coroner's problems, educational programs and election of officers.

**SECTION TWO: SPECIAL MEETINGS** – Special meetings to be call by order of the Executive Committee, or on written request of ten active members.

**SECTION THREE: MEMBERSHIP COMMITTEE** – The President shall appoint an Auditing Committee of three (3), to examine and audit the books of the Secretary-Treasurer at each annual meeting.

**SECTION FOUR: AUDITING COMMITTEE** – The President shall appoint an Auditing Committee of three (3), to examine and audit the books of the Secretary-Treasurer at each annual meeting.

**SECTION FIVE: APPLICATIONS FOR MEMBERSHIP** – All applications received for membership shall be referred to the Committee on membership, who shall present the same with recommendations at a regular meeting. Any applicant failing of favorable recommendation in the manner just provided for, shall have the privilege of withdrawing his application.

The fee of any member proposed in the interim between annual meetings shall entitle him to paid up membership in the Association, if accepted to membership at the following annual meeting only for the calendar year in which the fee is received.

**SECTION SIX: TRUSTEESHIP** – The Executive Committee shall act as Trustee for the properties of the Association.

**SECTION SEVEN: VOTING POWER** – Voting power of the Association shall be vested in the Active membership. Only those Active members whose individual and County fees are paid, shall be entitled to a vote.

**SECTION EIGHT: ARTICLES** – Robert’s Rules of Order Revised are hereby adopted as the authority for decisions involving parliamentary procedure in the meetings of the Association.

**SECTION NINE: TRUSTEE LIABILITY AND INDEMNIFICATION** – The Association authorizes the purchase of Liability and Indemnification Insurance for Officers and Directors = See attachment made a part thereof.

**SECTION TEN: AMENDMENTS** – These By-Laws may be amended by a two-thirds vote of the Active members present at any annual meeting, provided, the notice of the proposed amendment has been given in writing thirty days before the annual meeting, and that notice of the time at which the amendment is to be voted on has been announced at least ten days in advance.

# ATTACHMENT

## Article VI – 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 or 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 proceeding (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 may become involved, as a party or otherwise (other than a party plaintiff suing on his 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 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 have 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 amounts 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 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, executors, 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 in any such capacity, or would have the power to indemnify him 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 or 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.