

PSDC Bylaws
Revised and Approved November 2005
Revised June 2007

Article I Name and Mission

Section 1: This organization shall be known as the Pennsylvania Staff Development Council (PSDC) and shall be affiliated with the National Staff Development Council (NSDC).

Section 2: *The mission of PSDC is to provide leadership which promotes and supports the continuous professional growth of educators who strive to ensure the academic success of all students.*

Section 3: In order to achieve our mission, PSDC is an organization which:
(a) Facilitates networking and collaboration focused on improving student learning and achievement.
(b) Supports the implementation of national and state standards, reform initiatives and high quality professional learning.
(c) Provides resources supporting best practices and the NSDC Standards for professional learning.

Article II Membership and Dues

Section 1: Any person interested in professional learning shall be eligible for active membership.

Section 2: The membership year shall coincide with the annual PSDC Institute. Membership dues shall be established annually by the Board of Directors.

Article III: Board of Directors and Officers

The Board of Directors shall have the final responsibility for the formulation of the policies and the overall management of the PA Staff Development Council.

Section 1: Any individual holding an active membership is eligible for membership on the Board of Directors, subject to Board approval. The Board of Directors shall have full responsibility to:

- (a) Govern the organization in accordance with its Bylaws;
- (b) Monitor the implementation of the Mission Statement, policies, procedures and guidelines;
- (c) Develop and adopt the annual operating budget;
- (d) Develop and implement strategic plans.

Section 2: The officers of the PSDC shall be President, President-Elect, Secretary, and Treasurer. Each officer shall be an active member of PSDC and

NSDC.

- Section 3:** The responsibilities of the Officers shall be as follows:
- (a) The President shall preside over all meetings of the Council and of the Board of Directors, appoint all members of committees, see that all provisions of the Bylaws are fulfilled by appropriate officers and committee chairpersons, serve as liaison to external agencies for any business involving the PSDC and serve as ex-officio member of all committees.
 - (b) The President-Elect shall preside in the absence of the President and serve as chairperson of the Conference and perform other duties as specified by the President. The President-Elect shall assume the office of President if this office is vacated before the expiration of the term and shall succeed to the office of President at the expiration of the presidential term.
 - (c) The Secretary shall keep records and minutes of all meetings of the Council and the Board of Directors, be responsible for all correspondence, issue notices of meetings and perform other duties as specified by the President.
 - (d) The Treasurer shall serve as chair of the Budget Committee and will be responsible for receiving monies for the Council, paying all bills authorized by the President, keeping an accurate and current record of all receipts and expenditures of the Council's funds, and making reports at Board meetings and at other times as requested by the President.
 - (e) The immediate Past-President shall serve as an advisor to the President. The immediate Past-President shall serve as Chairman of the Nominating Committee and serve as the historian for PSDC.

Section 4: The Board of Directors of the Council shall consist of: officers of the Council, immediate Past-President, webmaster, regional representatives, one member from the PA Department of Education, PSEA and other organizations as agreed upon by the Board. A majority of the membership of the Board shall constitute a voting quorum. All members of the Board of Directors shall hold active membership in PSDC and NSDC.

Section 5: The term of office for officers and regional representatives shall be two years.

Section 6: Any position on the Board of Directors may be declared vacant by a simple majority vote of the Board should it become necessary for cause. Cause shall be determined to include:

- (a) Not performing duties as defined by the Bylaws.
- (b) Two consecutive absences from meetings of the Board of Directors, without reason, as described in the Bylaws.

Article IV: Committees

Section 1: The Board shall establish and be represented on each committee of the organization.

Section 2: All committees will consist of no fewer than two members. Standing committees will include, but are not limited to:

- (a) The Nomination Committee, which shall be chaired by the immediate Past President. The committee shall be responsible for conducting the process of the annual nomination of the officers and board members.
- (b) The Program and Services Planning Committee, which shall be chaired by the President-Elect. The committee shall be responsible for the coordination of conferences and programs designed to further the mission of PSDC.
- (c) The Budget Committee shall be chaired by the Treasurer. The committee shall be responsible for the overall financial management of the organization and the creation of the budget.
- (d) The Marketing/Public Relations/Membership Committee shall be chaired by a member of the Board. It will be responsible for generating interest in PSDC through a variety of media. The committee shall be responsible for membership drives, membership solicitation and promoting the maintenance of existing memberships.

Section 3: The President is authorized to appoint ad hoc committees as needed.

Section 4: All committees shall operate according to the guidelines in the Bylaws.

Article V: Meetings

Section 1: The Board of Directors will meet at least three times a year to conduct the business of the organization.

Section 2: The President may call additional meetings as required.

Article VI: Amendments

The Bylaws may be changed with previous notice by a two-thirds vote of the Board of Directors.

Article VII: Governance

All business shall be conducted in an orderly manner consistent with these Bylaws and by any special rules of order the organization may adopt.

Article VIII: Internal Revenue Service

The purpose for which the Pennsylvania Staff Development Council is organized is exclusively educational as defined in the Internal Revenue Law and notwithstanding any other provision of those articles. This

organization shall not carry on any other activities not permitted to be carried on by an organization exempt from the Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code (1954) or the corresponding provisions of any future United States Internal Revenue Law.

Article IX: Dissolution

If at any time the Pennsylvania Staff Development Council shall cease to carry out the purposes as herein stated, all assets and property held by the Pennsylvania Staff Development Council, whether in trust or otherwise, shall after the payment of all liabilities, be paid over to an organization which has similar purposes and has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1954 as enacted or as it may hereafter be amended. The designated organization shall be endorsed by a majority vote of the Board of Directors.