



# Constitution

*As amended October 24, 2022*

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## **ARTICLE I** Name

**Section 1:** The name of the organization shall be The Pennsylvania Recreation and Park Society, Inc. an affiliate of the National Recreation and Park Association.

## **ARTICLE II** Purposes and Powers

**Section 1:** The purposes of The Pennsylvania Recreation and Park Society, Inc. shall be charitable, educational, and scientific, within the provisions and meaning of Section 501 (c)(3) of the Internal Revenue Code, with the primary purposes being:

A. To broaden opportunities for all the people of the Commonwealth of Pennsylvania and the Nation to live in enjoyment and happiness, secure in mental health, physical vitality and moral strength by mobilizing citizen and professional leadership to:

(1) Educate the public to the increasing importance of leisure and recreation to the physical and mental well-being of the citizens of the Commonwealth of Pennsylvania and the Nation.

(2) Encourage the growth of public and private leisure resources, including park and recreation lands, facilities and programs and to improve their quality and accessibility.

(3) Strengthen the quality of leadership in parks, recreation and leisure services through

education and training, and to assure that this leadership reflects our society's rich diversity

(4) Advance science through encouraging and disseminating research on parks, recreation, leisure and related subjects.

(5) Disseminate information to the public on park, recreation and leisure matters of concern to the people and communities of the Commonwealth of Pennsylvania and the Nation.

B. To unite into one organization all recreation and park personnel in the Commonwealth of Pennsylvania.

C. To foster and maintain high standards of professional ethics among all recreation and park personnel in the Commonwealth of Pennsylvania.

D. To affiliate for mutual benefit and cooperation with those organizations in similar or related fields on the state or national level.

E. To stimulate and promote a widening interest in recreation in local communities and state-wide through the conservation and development of the recreational resources of the Commonwealth of Pennsylvania.

F. To promote principles and standards for the improvement of recreational services and to encourage study and research in professional relations there to.

G. To advocate on behalf of the interest of Recreation and Park personnel as a group in situations where such advocacy is necessary.

**Section 2:** A. The Society shall have all the powers necessary or convenient to carry out its purposes, subject only to limitations provided by the Certificate of Incorporation, by the Bylaws or by law. Such powers shall include without limitation:

(1) The control of its affairs.

(2) The designation of the time for holding, and

the manner of conducting, its meetings.

(3) The control of its members.

(4) The determination of the time and manner of selection, qualifications, powers and duties of its officers, trustees and members of committees.

(5) Defining what constitutes a vacancy in any office or committee and the manner of filling the same.

(6) The number of members or trustees necessary for a quorum and for the regulation of all other matters within its purposes and powers.

(7) The adoption of such rules and regulations, not inconsistent with the law, its Certificate of Incorporation and the Bylaws with the right from time to time to amend or repeal the same, as it shall deem proper.

B. The Society shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would:

(1) Prevent it from obtaining exemption from federal income taxation as a society described in Section 501 (c)(3) of the Internal Revenue Code.

(2) Or, cause it to lose such exempt status.

C. The Society shall not be operated for the purpose of carrying on a trade or business for profit, nor shall it engage in any activities that are unlawful under applicable federal, state or local laws. The Society shall:

(1) Not engage in any prohibited transactions as described in Section 503 of the Internal Revenue Code.

(2) Not accumulate income, invest income, or divert income in a manner endangering its exempt status by virtue of Section 504 of the Internal Revenue Code.

(3) Not engage in any other activity which will result in the denial or loss of exempt status as herein described. For the purpose of the above, reference to provisions of the Internal Revenue Code shall be deemed to include statutes which succeed such provisions.

D. The Society shall not participate or intervene in any political campaign on behalf of any candidate for public office; no part of the income or property of the Society shall inure to

the private benefit of any donor, member, trustee, officer or other individual; no substantial part of the activities of the Society shall be carrying on of propaganda, or otherwise attempting to influence legislation; and in the event of the liquidation, dissolution or winding up of the Society, whether voluntary, involuntary or by operation of law, the remaining assets of the Society, after the payment of all debts and necessary charges and expenses, shall be distributed exclusively to an organization or organizations organized and operated exclusively for charitable, scientific or educational purposes and enjoying exempt status under Section 501 (c)(3) of the Internal Revenue Code or the corresponding provisions of any succeeding federal income tax law.

### **ARTICLE III Membership**

**Section 1:** The membership of this Society shall be limited to those persons meeting the requirement as provided hereinafter by the Bylaws.

### **ARTICLE IV Board of Directors**

**Section 1:** The governing body of this society shall be known as the Board of Directors. It shall consist of a President, a President-Elect, a Secretary, a Treasurer, a Representative from each of the Districts, and two At-Large Directors.

### **ARTICLE V Executive Committee**

**Section 1:** The Executive Committee of the Board of Directors shall be the officers of this Society who shall be President, a President-Elect, a Secretary, a Treasurer, and a CEO. The President, President-Elect, Secretary, and Treasurer shall be elected as provided by in the By-Laws and shall hold office for a two-year term and until their successors are elected. The CEO shall be appointed by the Board of Directors and will hold office for such a period as the Board of Directors may determine.

### **ARTICLE VI Committees**

**Section 1:** The President, with the approval of

the Board of Directors, shall appoint for his/her term of office the standing committees as provided hereinafter by the Bylaws.

**Section 2:** The Board of Directors shall appoint a Leadership Development Committee to secure nominees for all elective offices.

**Section 3:** Such other committees may be appointed by the President as may be deemed necessary in the interest of the Society.

#### **ARTICLE VII Districts**

**Section 1:** Bonafide Recreation and Park Districts composed of persons engaged in the Recreation and/or park movement and residing in a designated geographical area of the Commonwealth may be established by a two-thirds vote of the members present and voting

at any regular scheduled meeting of the Society provided they meet the qualifications as described in the Bylaws.

#### **ARTICLE VIII Amendments**

**Section 1:** This Constitution may be amended by two-thirds vote of the Society members present and voting at any meeting of the organization, or by those voting who return mail or electronic ballots within 30 days; provided written notice of such amendment, and copy thereof, shall have been mailed or emailed to the members entitled to vote at least 30 days prior to such meeting or ballot deadline.