

# **BYLAWS OF AUTISM YORK**

## **ARTICLE I: OFFICES AND FISCAL YEAR**

1. **REGISTERED OFFICE:** The name of the organization is Autism York. Autism York is a local nonprofit organization. The registered office of Autism York in the Commonwealth of Pennsylvania is 1805 Loucks Road, Suite 800, York PA 17408. Mailing address is P.O. Box 7322 York, PA 17404
2. **FISCAL YEAR:** The fiscal year shall begin on the 1<sup>st</sup> day of January in each year.

## **ARTICLE II: PURPOSES AND POWERS**

1. Autism York is organized for the purpose of providing support to parents; family, friends and individuals on the Autism Spectrum and to provide such support in a safe and friendly environment for those whose lives are affected by Autism.
2. Autism York shall solicit and receive funds for the accomplishment of objectives listed below, in accordance with being an exempt organization under Section 501©(3) of the Internal Revenue Code of 1986.
3. Autism York promotes understanding and respect of all families and the choices made regarding therapies and interventions; provide the latest information on interventions, services and research to our membership and the community; facilitate access to opportunities for families to network and share information; further the education and training of parents and professional personnel for training, educating and caring for persons with Autism; and solicit and receive funds for the accomplishment of the above purposes.

### **ARTICLE III: MEMBERS OF AUTISM YORK**

1. **MEMBERSHIP:** Any individuals residing in York, Adams, and surrounding counties affected by Autism in some manner; to include but not limited to teachers, providers, family members, friends, and those with an Autism Spectrum Disorder. Membership is free to everyone.
2. **MEETINGS:** All members are entitled to attend monthly meetings and events.

### **ARTICLE IV: BOARD OF DIRECTORS**

1. **NUMBER AND TERM OF OFFICE:** The Board of Directors shall consist of no less than 5, no more than 9 members. Board members shall serve 1 or 2 year terms.
2. **RESIGNATIONS:** Any Director may resign at any time by giving written notice to the Board. Such resignation shall take effect at the date of receipt of notice.
3. **AUTHORITY:** The Board of Directors shall have full power to conduct, manage, and direct the business and affairs of Autism York.
4. **PLACE OF MEETINGS:** Regular board meeting held once a month at agreed upon location. Agendas provided at least 3 days in advance to all Board Members.
5. **QUORUM:** A majority of Board Members constitutes a quorum. Every Board Member shall be entitled to one vote. The acts of majority of Board Members present at a meeting at which a quorum is present shall be the acts of the Board of Directors. Passage of a motion requires a simple majority; i.e., one more than half the members present.
6. **TELEPHONE CONFERENCE AND OTHER ELECTRONIC TECHNOLOGY:** One or more persons may participate in a meeting of the Board of Directors, by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Other electronic communication includes electronic mail and text messages as deemed appropriate.
7. **COMPENSATION:** No compensation shall be paid to the Directors for their services as Directors, but at the discretion of the Board of Directors, they may be reimbursed for travel and actual expenses necessarily incurred by them in attending meetings and performing other duties on behalf of Autism York.

## ARTICLE V: OFFICERS

1. **NUMBER, QUALIFICATIONS, AND DESIGNATION:** The officers of Autism York shall consist of a Director, Assistant Director, Secretary, and Business Manager (Treasurer). The same person may hold any office.
2. **ELECTION AND TERM OF OFFICE:** The officers of Autism York shall be elected annually by the Board of Directors, and each such officer shall hold his or her office until the next annual meeting of the Board of Directors and until his or her successor have been elected and qualified, or until his or her resignation or removal.
3. **RESIGNATION:** Any officer may resign at any time by giving written notice to the Board. Such resignation shall take effect at the date of receipt of notice.
4. **GENERAL POWERS:** All officers of Autism York, shall respectively have such authority and perform such duties in the management of the property and affairs of Autism York as may be determined by resolutions or orders of the Board of Directors or as provided in these Bylaws.
5. **PRESIDENT:** The President shall be the chief executive officer of Autism York and shall have general supervision over the activities and operations of Autism York. The President shall preside at all Board meetings, appoint committee members, and perform other duties as associated with the office.
6. **VICE PRESIDENT:** The Vice President shall perform such duties as may be assigned to him or her by the Board of Directors. The Vice President shall assume the duties of the Director in case of the Director's absence.
7. **SECRETARY:** The Secretary shall be responsible for the minutes of the Board, keep all approved minutes, and send out copies of minutes to all.
8. **TREASURER:** The Treasurer shall keep record of the organization's budget and prepare financial reports as needed. The treasurer shall provide for the custody of the funds or other property of Autism York and shall keep a separate bank account and receipt of monies earned by, due to, or received by Autism York; shall deposit all funds in his or her custody.
9. **COMPENSATION:** No compensation shall be paid to the Officers for their services as Officers, but at the discretion of the Board of Directors, they may be reimbursed for travel and actual expenses necessarily incurred by them in attending meetings and performing other duties on behalf of Autism York.

## **ARTICLE VI: COMMITTEES**

The Board may appoint standing and ad hoc committees as needed. No committee shall exercise any of the powers or authority vested by these Bylaws or the Pennsylvania Nonprofit Autism York Law of 1988.

## **ARTICLE VII:**

### **LIMITATION OF PERSONAL LIABILITY OF DIRECTORS; INDEMNIFICATION OF DIRECTORS, OFFICERS AND OTHER AUTHORIZED REPRESENTATIVES**

1. **LIMITATION OF PERSONAL LIABILITY OF DIRECTORS:** An Officer of Autism York shall not be personally liable for monetary damages for any action taken, or any failure to take any action, provided that this provision shall not eliminate or limit the liability of a Director to the extent that such elimination or limitation of liability is expressly prohibited by Chapter 57, Subchapter B of the Pennsylvania Nonprofit Corporation Law of 1988, as in effect at the time of the alleged action or failure to take action by such Officer.

## **ARTICLE VIII: MISCELLANEOUS**

1. **CONFLICT OF INTEREST:** Any member of the board who has a financial, personal, or official interest in, or conflict with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

2. **CHECKS:** All checks, notes, bills of exchange or other orders in writing shall be signed by the Treasurer. Other Board Members who are on the bank account signature card are also authorized to sign checks and use debit cards.

3. **CONTRACTS:** The Board of Directors may authorize any officer or agent to enter into any contract or to execute or deliver any instrument on behalf of Autism York, and such authority may be general or confined to specific instances.

4. **DEPOSITS:** All funds of Autism York shall be deposited to the credit of Autism York at Wells Fargo Bank N.A. All funds shall be written upon checks signed or debit cards used in accordance with section 2 above.

5. **AMENDMENTS:** These by-laws may be amended, or new bylaws may be adopted, by a two-third vote of Board members present at any meeting, provided a quorum is present and provide a copy of the proposed amendment(s) are provided to each Board member at least one week prior to said meeting.