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*Defenders of*

**Soil**

**Woods**

**Waters**

**Air**

**and**

**Wildlife**

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**CONSTITUTION**  
AND  
**BY-LAWS**

Pennsylvania Division  
IZAACK WALTON LEAGUE  
OF AMERICA  
Incorporated



RE-WRITTEN AND AMENDED

October 24, 1943

Amended October 5, 1952

Amended October 13, 1956

Amended October 14, 1961

Amended August 27, 1967

Amended August 23, 1971

Amended September 9, 1978

Amended August 10, 1986

Amended September 27, 1987

Amended May 2, 1998

Amended September 10, 2005

Amended May 11, 2019

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# CONSTITUTION

## ARTICLE I

The name of this organization shall be: *Pennsylvania Division of the Izaak Walton League of America* hereinafter referred to as the Division.

## ARTICLE II

The objects of this organization are:

- To develop opportunity for the enjoyment of the great out-of-doors as an essential part of the character building and the spiritual and physical development of our people; to promote by precept and example the highest standard of sportsmanship; to foster fellowship among lovers of the out-of-doors, and to band them together into an organization of power and influence; to encourage and promote the organization of local chapters having similar aims, and to give aid and counsel in their work for the common good;
- To encourage the protection and restoration of woods, wild flowers and wild life;
- To conserve our soil resources;
- To conserve our water resources and aquatic life by the elimination of pollution;
- To discourage unwise drainage;
- To promote the abatement of air pollution and to encourage the preservation of clean air;

- To encourage the impoundment and conservation of our run-off waters and the waters of our streams and lakes;
- To promote scientific study for the prevention and control of floods and droughts;
- To promote an educational program of conservation of our natural resources, reforestation, and purification of streams by publications, lectures and forums;
- To prevent the desecration of our scenic and recreational areas;
- To sponsor through a legislative committee a legislative program to conserve our natural resources, to promote reforestation and to strengthen the anti-pollution laws to the end that the people of our Commonwealth may be able to enjoy the advantage of natural resources, our forests, and pure streams;
- To cooperate with other state divisions and the national organization of the League and any other conservation organization;
- To restore and transmit to posterity an improved and undiminished outdoor America.

### ARTICLE III

**Section One:** The powers of the Division shall be:

- (a) To direct, manage, supervise and control the business, property and funds of this Division.
- (b) To, in conjunction with the natural organization of The Izaak Walton League of America, create, supervise, control and direct the activities of

chartered Chapters and other agencies of The Izaak Walton League of America in the Commonwealth of Pennsylvania.

(c) To make surveys, conduct research and make experiments in the field of conservation of our natural resources, reforestation and purification of streams in cooperation with National Organization of The Izaak Walton League of America, prepare and issue publications relating to said work for the purpose of enlightening the members of the Division and educating the public, in general, on the principles and policies of conservation.

(d) To require that each Chapter furnish a roster of Chapter Officers, its Board of Directors, its State Director, showing the name, address and telephone number for each. This complete roster is to be sent to the Secretary of the State Division within ten (10) days after they assume office, but not later than September 1 of each year.

(e) Each National Director from Pennsylvania shall become a member of the State Board of Directors upon election by the Pennsylvania Division.

(f) All Past Presidents in good standing of the State Division shall become Honorary Members of the Board of Directors and have full voting privileges.

**Section Two:** The work of this Division shall not be conducted for private gain.

## ARTICLE IV – MEMBERSHIP

**Section One:** Each chapter of The Izaak Walton League of America in the Commonwealth of Pennsylvania, upon being granted a Charter and by payment of dues, thereby accepts the principles of the Pennsylvania Division of The Izaak Walton League of America, as expressed in its objects; and submits the Chapter to, and agrees to comply with and be bound by the Constitution and By-Laws of the Division. No Chapter shall be absolved from the observance of the Constitution and By-Laws under any circumstances or for any reason.

**Section Two:** Each Chapter of the Commonwealth having complied with Section One of this Article shall be entitled to representation at all Board and Special Meetings of the State Division. The official representative at all meetings shall be the State Director from each Chapter. His tenure is determined by the ruling stated in Article VI, Section Two of the By-Laws. Official representation at all State Conventions shall be based upon two (2) Delegates for each twenty-five (25) Chapter members or major portion thereof in good standing. No Chapter, regardless of total membership, shall have more than twenty (20) Delegates. Individual Chapter membership representation shall be based on the year end records from the National Office as compiled not earlier than thirty (30) days prior to the convention. Delegates shall have the right or the authority to participate in, and to vote upon, the business that may come before the State Division Convention;

providing, that each Chapter of the Commonwealth in good standing shall be entitled to a least one (1) Delegate.

**Section Three:** The State Director and all Delegates and Alternates of each chapter shall be elected at either a regular or a special meeting of the membership of each chapter; or the membership may authorize the President to appoint the Delegates and Alternates and report the same to the State Division Secretary. They shall serve until their successors are certified to the State Secretary. Alternates shall have voting privileges only in the absence of the certified Delegates to the Annual State Convention. The State Director is an elected official and may not be appointed.

**Section Four:** The proceedings of this Division, its Directors and Committees, shall be governed by and conducted according to the latest edition of Robert's Manual of Parliamentary Rules, except as otherwise provided by this Constitution or By-Laws.

**Section Five:** To obtain the revenue necessary for defraying the expenses, and for the maintenance of this Division, each chapter shall pay annually an amount as specified by the Board of Directors. Life memberships may be offered by the Division at the cost to be determined by the Board of Directors.

## ARTICLE V – MEETINGS

**Section One:** Annual Conventions shall be held by the State Division. The place, date and time shall be determined by the Annual Convention by vote of the

Delegates; or, if authorized, by the Delegates at the Annual Convention or any special meeting by the Board of Directors of the State Division. If no action is taken on this matter any Annual Convention or Special Meeting, then the Board of Directors shall fix the place, date and time for the next Annual Convention of the State Division.

**Section Two:** (a) The Board of Directors shall hold at least two (2) meetings annually; one within sixty (60) days after the Annual Convention of National Division; and one within six (6) months thereafter, and may call special meetings at any time; provided however, that a written ten (10) day notice or electronic mail (e-mail) with receipt confirmed, be sent to the President, Secretary, and State Director of each chapter in good standing in the Commonwealth.

(b) A chairman of the Board of Directors shall be selected by the Board of Directors at its reorganization meeting to be held following the Annual Convention. The President and the Past Presidents are eligible as candidates. The Chairman shall be responsible for calling all Board meetings and shall preside over them.

**Section Three:** Not less than one accredited Delegate from one-third of the affiliated chapters of the Division shall constitute a quorum at any annual convention or special meeting.

## ARTICLE VI – MANAGEMENT

The management of this Division shall be vested in the Officers, consisting of the President, Vice President, Secretary, Treasurer, and all Past Presidents of the State Division in good standing, the Chairman of the Board and one (1) Director from each affiliated Chapter.

### Time of Taking Office

Officers elected at the Annual Convention shall take office immediately after being installed at said convention. The Annual convention shall be held each year prior to the National Convention.

## ARTICLE VII – AMENDMENTS

This Constitution may be amended at any annual convention by a two-thirds majority vote of the accredited delegates present, provided that not less than thirty (30) days notice of the proposed change has been submitted, either by mail or electronic mail (e-mail) with receipt confirmed, to the President, Secretary, and/or State Delegate of each affiliated Chapter.

## ARTICLE VIII MEMBER/CHAPTER SEVERANCE

Any member or Chapter whose connection with the Division shall be severed, shall forfeit all rights in any funds or property belonging to the Division; and

funds or property belonging to the Division; and in case of a chapter having its affiliation severed, the use of the name and insignia of the League shall be denied it.

## **ARTICLE IX PROVISIONS NOT OTHERWISE COVERED**

In all cases where subjects are not covered by this Constitution, the Constitution and By-Laws of the national organization shall govern.

## **BY-LAWS**

### **ARTICLE I – OFFICERS**

The Officers of the Pennsylvania State Division shall be: a President, The Chairman of the Board who shall have no vote except in the case of a tie, a Vice-President, a Secretary, a Treasurer, the immediate Past President, and one (1) Director from each affiliated Chapter.

### **ARTICLE II – DUTIES OF OFFICERS**

**Section One:** The Board of Directors shall constitute the governing body and shall have general control over all Officers and Committees, and the management of the affairs and funds of the Division, and it shall appoint all officers whose elections are not herein provided for. One-third of the Board of Directors (consisting of the State Officers, National

Directors (consisting of the State Officers, National Directors, Past Presidents of the division, and State Directors from each Chapter) shall be necessary to constitute a quorum, excepting that an organization meeting of the Board shall be called by the newly elected President immediately after the adjournment of the Annual Convention to select a Chairman of the Board who could be the incoming President. Those Board members present at that meeting shall constitute a legal quorum for conducting business. The Board of Directors shall designate from its own number an Executive Committee, of five persons, two of whom shall be respectively the President and Secretary of the Division. Three members of the Executive Committee shall constitute a legal quorum who, when the Board is not in session, shall have and exercise the power to attend to all ordinary business of said Board. It shall meet upon the Call of the President.

#### **President**

**Section Two:** It shall be the duty of the President to preside at all regular and special meetings and Executive Committee meetings. He shall perform such other duties as ordinarily pertain to that office. If elected Chairman of the Board, he shall preside at all such meetings of the Pa. State Division.

#### **Vice President**

**Section Three:** The Vice-President shall perform such duties as provided for, and in addition thereto, upon the absence of the President, shall conduct the

upon the absence of the President, shall conduct the meetings; and upon the resignation or death of the President, shall assume the office of the President for the remainder of the term.

### **Secretary**

**Section Four:** It shall be the duty of the Secretary to keep accurate records in permanent form of all business transacted and to perform such other duties as may be prescribed from time to time by the Board of Directors or the Executive Committee.

Thirty days prior to the Annual Convention, he shall send to the President and, Secretary and/or State Director of each Chapter a notice of the number of accredited Delegates to which such Chapter is entitled at the succeeding Annual Meeting of the Division. The basis for accredited Delegates is provided in Article IV, Section Two, of the Constitution.

### **Treasurer**

**Section Five:** It shall be the duty of the Treasurer to receive all monies accruing to the Division, to deposit such funds as hereinafter described, to account for the same to this Division at its Annual Convention, and at any other time upon request from the Board of Directors or the Executive Committee. The records of the Treasurer shall be audited annually. Upon his retirement from office, he shall turn over to his successor, or to the President, all funds and property in his possession belonging to the Division, and perform such other duties as ordinarily pertain to the office, or as further provided herein.

## **National Directors**

**Section Six:** National Directors are to be responsible for all chapters assigned to them by the President. Their primary responsibilities include visiting the chapters to discuss League issues, contacting Chapter presidents on a regular basis, attending all State Division meetings, helping to start new chapters, filing required reports, testifying at hearings about environmental matters, and participating in all National Board meetings.

## **ARTICLE III – CHAPTERS**

**Section One:** Charters shall be issued to Chapters only by the direction of the National Executive Board. Chapters not in good standing for two years, or failing to comply or abide by the Constitution and By-Laws of the Division, may have their charter suspended or revoked by the State Division, and the Chapter's name shall be removed from the Division Roster. The action is subject to Article XVI, Section Three, of the National By-Laws.

**Section Two:** It shall be mandatory upon all Chapters operating within the jurisdiction of a State Division to affiliate with, abide by the rules and regulations of, and pay such annual dues as that Division's Constitution and By-Laws specify, after approval by the National Executive Board.

## ARTICLE IV – FUNDS

**Section One:** All funds of the Division shall be deposited by the Treasurer in the name of the Pennsylvania State Division of The Izaak Walton League of America in such banks as shall be designated by the Board of Directors or Executive Committee.

**Section Two:** All disbursements of the funds of the Division shall be by check drawn by its Treasurer and countersigned by either the President, Vice President or Secretary upon its deposit account, after such payments have been ordered by the Board of Directors or Executive Committee, and evidenced by voucher, signed by the Secretary or the presiding officer; providing, however, that the President and Secretary; may approve a covering bill for current expenses.

**Section Three:** Reimbursements of authorized traveling expenditures to the elected officers within the budget of the division finances may be authorized by the Board of Directors.

**Section Four:** The President and Treasurer will prepare an annual budget, which shall be submitted to the delegates at the Annual Convention for approval, and if approved, becomes effective immediately.

**Section Five:** Any person having charge or control of funds of the Division, shall give such bond as may be required by the Board of Directors or Executive Committee; for the safe custody of the funds of the Division. The cost of the bond shall be borne by the division.

## ARTICLE V – NOMINATIONS & ELECTIONS

**Section One:** At least sixty (60) days prior to each Annual Convention of the State Division, the President shall appoint a Nominating Committee of not less than three members, and it shall be the duty to such a committee to place in nomination, candidates for the various offices of the Division, who have signified their willingness to serve, except that of Secretary, who shall be appointed by the incoming President. The report shall be presented at the Annual Convention where additional nominations may be made from the floor by any accredited Delegate.

Each certified Delegate present shall be entitles to one (1) vote at the meeting called by the President or other authorized personnel.

**Section Two:** The office of President of the Division shall not be held by one individual for more than two consecutive years; provided, however, such individual has been nominated and elected each year.

**Section Three:** National Directors shall be elected at the Annual Convention to serve a three-year term on a staggered basis, with one National Director to be elected each year. The duly elected President of the Division shall also serve as a National Director during his term of office.

## ARTICLE VI – REPRESENTATION

**Section One:** In case any Officer, member of the Board of Directors or Committeeman, for any reason fails to serve, his position may be declared vacant by



fails to serve, his position may be declared vacant by majority vote of the Board of Directors, and the vacancy be filled by the President, with the approval of the Board of Directors.

**Section Two:** In the event that a State Director is unable to attend any Director's meeting without just cause, a representative present from that Chapter may be authorized by the Pa. State Board of Directors to represent that Chapter.

## ARTICLE VII – COMMITTEES

The President shall appoint the following suggested committee chairmen; Legislative, SOS, Outdoor Ethics, Environmental Education, Auditing, and such other committee chairmen as deemed necessary and shall notify all State Officers, Chapters, and appointees of said appointments.

## ARTICLE VIII – AMENDMENTS

These By-Laws may be amended at any Annual Convention or any adjourned session thereof by a two-thirds majority vote of the accredited Delegates present; provided that not less than thirty (30) days notice of the proposed change/s has/have been submitted to the President, Secretary, and/or State Director of each affiliated Chapter.

## GENERAL RULES

(a) The proceedings of the Division, its Directors and Committees, shall be governed by and conducted according to the latest edition of Robert's Manual of Parliamentary Rules, except as otherwise provided.

(b) There shall be no fixed Order of Business; however, a suggested Order of Business or Agenda is supplied as follows:

Call to Order  
Invocation, Salute to Flag, Waltonian pledge  
Roll Call  
Minutes of Previous Board Meeting or  
Annual Convention  
Treasurer's Report and Payment of Bills  
Regional Governor's Report  
National Director Reports  
Division Officer Reports  
Chapter Reports  
Committee Reports  
Old or Unfinished Business  
New Business  
Announcements  
Adjournment

(c) No contribution shall be solicited at any meeting of the Division, unless previously authorized by the Board of Directors or Executive Committee.

(d) No statement of policy to commit the Division on any matter shall be proclaimed until it has been presented to the Board of Directors or Executive

presented to the Board of Directors or Executive Committee, and the recommendations of the Board of Directors received, except resolutions or motions presented at the Annual Convention.

In all instances in the Constitution and/or By-Laws where a person is referred to in the third person, the term "**HE**" is understood to be in the generic sense.