

Bylaws of the

Pennsylvania Court Reporters Association



Adopted March 12, 1994 Business Meeting

Revised 2002, 1999, 1995

Rewritten 2004

Amended April 2008

Amended April 2009

Amended September 2020

Amended April 2022

## Contents

	<u>Page</u>
ARTICLE I                      Name	1
ARTICLE II                     Purpose	1
ARTICLE III                  Definition	1
ARTICLE IV                  Membership	1
ARTICLE V                    Dues and Charges	3
ARTICLE VI                  Districts	3
ARTICLE VII                 Officers and Directors	4
ARTICLE VIII                Duties of Officers	7
ARTICLE IX                  Membership Meetings	9
ARTICLE X                    Board of Directors	10
ARTICLE XI                  Committees	11
ARTICLE XII                 Fiscal Procedures	11
ARTICLE XIII                Parliamentary Authority	12
ARTICLE XIV                 Revisions and Amendments to the Bylaws	12
Bylaws Committee Members	14

# Bylaws of the Pennsylvania Court Reporters Association

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- **ARTICLE I – NAME**

The name of this organization shall be the Pennsylvania Court Reporters Association (hereafter referred to as “PCRA”).

- **ARTICLE II – PURPOSE**

The Purpose of this Association shall be to advance the interests and general welfare of court reporting, captioning, and other related skill applications, including, but not limited to:

- A. Identifying, promoting, and disseminating professional education;
- B. Providing information and assistance to the public;
- C. Becoming the leader in developing and maintaining ethical standards; and
- D. Advocating on behalf of the membership.

- **ARTICLE III – DEFINITION**

### **Section 1 – Court Reporter**

As applied in these Bylaws, the definition of a Court Reporter shall be any person who captures the spoken word for instantaneous use or display or has the capability to do so.

### **Section 2 – Member in Good Standing**

Any member whose dues are paid within 60 days of their due date. The membership of those not in good standing shall be terminated as prescribed in the Standing Rules.

- **ARTICLE IV – MEMBERSHIP**

### **Section 1 - Eligibility**

Membership shall be open to those who meet one of the classes of membership as defined in Section 2 and subscribe to the Purpose enumerated in Article II of these Bylaws.

## **Section 2 – Classes of Membership**

- A. Classes of membership include Professional, Professional Retired, Associate, Student, and Honorary.
1. Professional Member – Anyone actively engaged as a Court Reporter and adheres to the Purpose of PCRA as defined in Article II.
  2. Professional Retired Member – Any Professional member in good standing who adheres to the Purpose of PCRA as defined in Article II and is no longer in active practice as a court reporter in any capacity whatsoever and has paid dues to PCRA continuously for the period of years immediately prior to the date of their retirement as defined in the Standing Rules shall be eligible to become a Professional Retired Member with the same privileges of a Professional Member
  3. Associate Member – Any individual who provides products, services, and/or education to the court reporting profession and adheres to the Purpose of PCRA as defined in Article II.
  4. Student Member – Anyone currently enrolled in a Court Reporter training program and adheres to the Purpose of PCRA as defined in Article II.
  5. Honorary Member – Anyone who has been approved by the Board of Directors (hereafter referred to as “Board”) for professional contributions and adheres to the Purpose of PCRA as defined in Article II.
- B. Statuses of membership include Provisional, Active, and Inactive.
1. Provisional Member – An applicant shall be granted Provisional status until the application is reviewed by the Board of Directors to confirm the applicant meets the Eligibility requirements per the Bylaws for Active Member status.
  2. Active Member – A member in good standing.
  3. Inactive Member – A member who has been granted inactive status by the Board.

## **Section 3 – Membership Application**

Membership application procedures shall be prescribed in the Standing Rules.

## **Section 4 – Suspension or Termination**

Membership may be suspended or terminated for failure to pay dues or for cause as prescribed in the Standing Rules.

• **ARTICLE V – DUES AND CHARGES**

**Section 1 – Annual Dues**

- A. Dues shall be fixed annually by the Board.
- B. Dues increases shall be set by the Board and approved by the membership.
- C. Annual dues shall be due and payable on January 1.

**Section 2 – Other Charges**

- A. Charges for meetings, activities and materials shall be determined by the Board.
- B. The Board shall have the power to levy assessments and prescribe the time of payment due upon all members from time to time as may be necessary for the proper conduct of the business of this Association.

• **ARTICLE VI – DISTRICTS**

**Section 1**

This Association encompasses the entire Commonwealth of Pennsylvania, but for the Purposes of some of the activities and certain elections as set forth by the Bylaws, the Association is divided into eight (8) territorial Districts; namely, Northwestern, North Central, Northeastern, Allegheny Region, Southwestern, South Central, Southeastern and Philadelphia, in the following manner:

<b><u>District 1</u></b>	<b><u>District 2</u></b>	<b><u>District 3</u></b>	<b><u>District 4</u></b>
Armstrong	Cameron	Bradford	Allegheny
Butler	Clinton	Carbon	Beaver
Clarion	Centre	Columbia	Washington
Crawford	Clearfield	Lackawanna	
Elk	Lycoming	Luzerne	
Erie	Northumberland	Montour	
Forest	Potter	Monroe	
Jefferson	Snyder	Pike	
Lawrence	Tioga	Schuylkill	
McKean	Union	Sullivan	
Mercer		Susquehanna	
Venango		Wayne	
Warren		Wyoming	

**District 5**

Bedford  
Blair  
Cambria  
Fayette  
Greene  
Huntingdon  
Indiana  
Somerset  
Westmoreland

**District 6**

Adams  
Cumberland  
Dauphin  
Franklin  
Fulton  
Juniata  
Lebanon  
Mifflin  
Perry  
York

**District 7**

Bucks  
Berks  
Chester  
Delaware  
Lancaster  
Lehigh  
Montgomery  
Northampton

**District 8**

Philadelphia

**Section 2**

Each District shall hold at least one meeting a year as prescribed in the Standing Rules.

**Section 3**

Any Court Reporter living in one District and working in another District may be a member of the District of his or her choice. However, the right to vote shall be limited to the one District declared on the current dues renewal form.

**Section 4**

Any Court Reporter living and working outside the Commonwealth of Pennsylvania may choose to be a member of any one District.

**• ARTICLE VII – OFFICERS AND DIRECTORS**

**Section 1 – Officers**

- A. Shall be President, President-Elect, Secretary-Treasurer, and Immediate Past President.
- B. Nominees shall be a current Registered Professional Reporter (RPR), Certified CART Provider (CCP), Certified Broadcast Captioner (CBC), Certified Verbatim Reporter (CVR), Certificate of Merit (CM), Realtime Verbatim Reporter (RVR), or have at least two years' reporting experience and be a current Certified Reporting Instructor (CRI) or Certified Manager of Reporting Services (CMRS). All nominees shall have served at least one year on the Board. The Nominating Committee may consider a candidate who holds a state designation equivalent to the NCRA designations listed above as qualifying under this section.

- C. The President-Elect shall automatically ascend to the office of President, unless appointed to that position.
- D. No member shall hold more than one office at a time.

### Section 2 – Executive Committee

- A. The Executive Committee shall consist of President, President-Elect, Secretary-Treasurer, and Immediate Past President.
- B. The duties of the Executive Committee shall be to assist the President in the orderly conduct of the Association’s business.
- C. The actions of the Executive Committee shall not usurp the duties and obligations of the Board.

### Section 3 – Nominations

- A. Nominating Committee – Shall consist of five (5) Past Presidents, with the Immediate Past President serving as chairman. If the Immediate Past President is either unwilling or unable to serve, the President shall appoint a Past President to serve as chairman of the Nominating Committee.
- B. The Nominating Committee shall be responsible for nominating one candidate for each office.
- C. The Nominating Committee report shall be distributed to the membership at least sixty (60) days prior to the annual or special meeting.
- D. Any nomination challenging a proposed nominee shall be received via U.S. Postal Service, certified mail, return receipt requested, or a via email through a verified email address, at the business address of PCRA at least thirty (30) days prior to the annual meeting. Said challenging nominee must be supported by the signatures of at least twenty-five (25) members eligible to vote and consist of not more than five (5) from any one District. The Secretary-Treasurer shall be responsible for confirming the signatures and the good standing of the members. Such nomination(s) and supporting material shall be continuously posted in the registration area of the annual or special meeting.
- E. The ticket shall be submitted to the membership at the annual or special meeting.
- F. If the Nominating Committee fails to perform its duties as specified in Paragraph C above, the President shall convene a Nominating Committee within 10 days to produce a report which shall be submitted to the membership 45 days prior to the date of the annual or special meeting.

#### **Section 4 – Vacancies**

- A. When a vacancy occurs in the office of the President during the term of office, the President-Elect shall ascend to the office of President and serve the remainder of that term.
- B. An appointed President-Elect shall not automatically ascend to the office of President.
- C. When a vacancy occurs in the office of the President-Elect during the term of office, the President, with the approval of the Board, shall appoint a successor within 30 days, who shall serve the remainder of that term.
- D. When a vacancy occurs in the office of the Secretary-Treasurer during the term of office, the President, with the approval of the Board, shall appoint a successor within 30 days, who shall serve the remainder of that term.
- E. When a vacancy occurs in any District Director position during the term of office, the President, with the approval of the Board, shall appoint a successor within 30 days, who shall serve the remainder of that term.

#### **Section 5 – Election of Officers and District Directors**

- A. Officers shall be elected at the annual or special meeting by voice vote, electronic mail, or other means of electronic transmission as shall be authorized and determined by the Board of Directors, if there is only one nominee for each office.
- B. If there is more than one nominee for an office, the nominee receiving the highest number of votes shall be elected. Election shall be by voice vote, electronic mail, or other means of electronic transmission as shall be authorized and determined by the Board of Directors.
- C. District Directors
  - 1. Shall be elected by their respective Districts.
  - 2. If any District does not elect a Director prior to the annual business meeting, a member of such District may nominate from the floor a qualified member, confirmed by the Secretary-Treasurer, to serve as a Director, to be voted on by members present from that District.
  - 3. If there is only one member of the District present, that member may nominate a qualified member who may be appointed by the President.
  - 4. If any District fails to elect a Director, the President, with the approval of the Board, shall appoint a qualified member to serve as Director of that District.



## **Section 6 – Term**

- A. The term of each elected officer and Director shall begin at the close of the business session of the annual or special meeting. They shall serve until their successors are elected and qualified.
- B. The President shall hold office for one term (annual meeting to annual meeting) and shall be eligible to serve one additional term.

## **Section 7 – Appointed Positions**

Parliamentarian. A person with knowledge of the Bylaws, Standing Rules of this Association, and familiar with Robert's Rules of Order, Newly Revised (current edition), may be appointed by the President annually.

## **Section 8 – Removal from Office**

Any officer or Director of this Association may be removed from office by a two-thirds vote of the membership at an annual or special meeting, whenever the best interest of the Association would be served thereby. Such procedure shall comply with Robert's Rules of Order.

# **• ARTICLE VIII – DUTIES OF OFFICERS**

## **Section 1**

The President shall:

- A. Be the chief executive officer of this Association and have general active management of the activities of the Association.
- B. Preside at all meetings of the members, Board, and Executive Committee.
- C. Be an ex-officio member of every committee except the Nominating Committee.
- D. See that all rules and resolutions of the Board are carried out.
- E. Execute or direct the execution of, with majority approval of the Board, all bonds, mortgages, contracts, and other legal documents.
- F. Have general supervision and direction of all other officers, in compliance with the Bylaws.
- G. Create and appoint all committees.

- H. Fill vacancies occurring in any committee.
- I. Deliver an address at the annual meeting containing such recommendations for the welfare of the Association as the President shall deem necessary and proper.
- J. Submit a report of the operation of the Association for the fiscal year to the Board and members at the annual meeting.
- K. From time to time report to the Board all matters within his knowledge that may affect the Association.
- L. Have the powers, duties and management usually vested in a corporation president.

## **Section 2**

The President-Elect shall:

- A. Assist the President and, if an elected President-Elect, ascend to the office of President, with all its responsibilities, upon the completion of the President's term.
- B. Perform the duties of the President when the President is absent, unable, or refuses to act. In such instance, the President-Elect shall have the powers and be subject to all restrictions placed upon the President.
- C. Perform such other duties as from time to time may be assigned by the President and Board.

## **Section 3**

The Secretary-Treasurer shall:

- A. Direct the safekeeping and accessibility of all legal documents, minutes, and financial records.
- B. Review the minutes for submission to the Board for approval.
- C. Oversee administration of all appropriate membership data.
- D. Oversee and review the finances and address any questions concerning those finances with the Executive Committee and/or Board.
- E. Present a detailed financial report to the membership at each annual meeting.
- F. Review and report the financial status of the Association to the Board on a regular basis.

- G. Oversee the annual budget process with committees and the Board.
- H. Perform such other duties incidental to the office as are implied in other provisions of the Bylaws and as the membership or the Board may from time to time direct.

• **ARTICLE IX – MEMBERSHIP MEETINGS**

**Section 1 – Annual and Other Meetings**

- A. There shall be an annual meeting held at such time and place as the Board shall determine.
- B. Other meetings may be held at such time and place as the Board shall determine.
- C. Notice of such meetings shall be given to all members not less than thirty (30) days prior to the date thereof.
- D. Should the Board of Directors decide that unusual conditions make the holding of an in-person annual business meeting inadvisable, then the annual business meeting shall be held by other means of electronic transmission as shall be authorized and determined by the Board of Directors.

**Section 2 – Special Meetings**

- A. Special meetings may be called by the Board at any time.
- B. Special meetings may be called by the President on receipt of written request by five (5) percent of the voting members, giving reasons therefor and the business to be transacted.
  - 1. No business shall be transacted except as specified in the notice to members.
  - 2. Notice of such meeting shall be given to all members not less than fifteen (15) days prior to the date thereof.

**Section 3 – Voting**

- A. Active Professional and Professional Retired members have the right to vote at any meeting of the Association.
- B. Such vote shall be cast in person. Proxy voting shall not be permitted.
- C. All voting shall be conducted either in person or via other means of electronic transmission as shall be authorized and determined by the Board of Directors.

## **Section 4 – Quorum**

- A. No business shall be conducted at any meeting unless a quorum is present.
- B. A quorum shall be constituted by no fewer than five (5) percent of the Professional and Professional Retired members of the Association.

## **• ARTICLE X – BOARD OF DIRECTORS**

### **Section 1 – Composition**

The members of the Board shall be:

- A. The elected officers.
- B. One director from each of the eight (8) Districts.
- C. The Immediate Past President, with vote.
- D. An Executive Secretary, Executive Director or management staff, if employed or under contract, shall be an ex-officio member without vote.

### **Section 2 – Duties**

- A. The Board shall be the governing body of this Association. It shall establish and maintain the Standing Rules, in writing, and administer all affairs and activities between annual meetings.
- B. All contracts, releases, agreements, letters of intent or commitment made in the name of or on behalf of this Association shall be submitted to the Board for appropriate review and signature by the duly authorized person or persons. No contract shall be made which will bind this Association unless otherwise approved by the Board.
- C. The Board shall be the final authority on the interpretation of the Bylaws.
- D. The Board shall operate under the purview of the Bylaws.

### **Section 3 - Meetings**

- A. The Board shall hold a minimum of two meetings annually at such time and place as determined by the President.
- B. Additional meetings may be called by the President or at the written request of a majority of the Board members provided that a written notice is sent to each Board member ten (10) days prior to the meeting date.

- C. The President or a majority of the Board members shall have the authority to call an emergency meeting without ten (10) days' notice.

#### **Section 4 - Quorum**

A quorum shall consist of seven (7) of the twelve (12) voting members. No business of the Board shall be conducted without a quorum present.

#### **Section 5 - Chair**

The President shall serve as chairman. In the President's absence, the President-Elect shall serve as chairman. If both are absent, refer to Robert's Rules of Order on Officers Minutes and Officers Reports entitled "An Appointed Chairman Pro-Term".

- **ARTICLE XI – COMMITTEES**

#### **Section 1**

The standing committees shall be:

Bylaws and Standing Rules Committee – shall review Bylaws and Standing Rules and keep current.

- **ARTICLE XII – FISCAL PROCEDURES**

#### **Section 1 – Funds and Securities**

The Secretary-Treasurer shall oversee the investments and management of the funds and securities of this corporation within the Standing Rules established by the Board. A financial review shall be performed by an independent accounting firm every other year.

#### **Section 2 – Bonding**

Any person handling the funds and/or property of the Association shall be bonded.

#### **Section 3 – Limitation of Liability**

- A. Nothing herein shall constitute members of this Association as partners for any Purpose. No member, officer, Director, agent or employee of this Association shall be liable for the acts or failures to act on the part of any other member, officer, Director, agent, or employee of this Association, nor shall any member, officer, Director, agent, or employee be liable for his/her act or failure to act under the Bylaws, except for acts or omissions arising from his/her willful misfeasance.

- B. If authorized by the Board, this Association may purchase and maintain insurance against liability on behalf of each person who at any time is or shall have been an officer, employee or agent of the corporation, to the full extent permitted by law, in effect at the time of the adoption of these Bylaws, or as amended from time to time.

#### **Section 4 – Distribution of Assets**

This Association shall use its funds only to accomplish the Purposes specified in the Bylaws, and no part of such funds shall inure or be distributed to the members of this Association. On dissolution of this Association, the funds remaining shall be distributed to one or more regularly organized or qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board.

- **ARTICLE XIII – PARLIAMENTARY AUTHORITY**

Robert’s Rules of Order, Newly Revised (current edition) shall apply on all questions of procedure and parliamentary law not specified in these Bylaws.

- **ARTICLE XIV – REVISIONS AND AMENDMENTS TO THE BYLAWS**

#### **Section 1 – Revision**

- A. Extensive changes or rewriting of the Bylaws shall be called a revision.
- B. Robert’s Rules of Order, Newly Revised (current edition) shall be consulted when revising these Bylaws, specifically Chapter, Bylaws.

#### **Section 2 - Amendments**

- A. Isolated changes to the Bylaws shall be called amendments.
- B. Robert’s Rules of Order, Newly Revised (current edition) shall be consulted when amending these Bylaws.
- C. Proposed amendments shall be submitted in writing to the entire Board by:
  - 1. The Bylaws and Standing Rules Committee;
  - 2. Any three (3) or more members of the Board;
  - 3. Any five (5) or more active Professional or Professional Retired members.

### **Section 3**

The Board shall authorize the submission of proposed amendments or a revision in writing to the entire membership at least thirty (30) days prior to a meeting at which the revision or amendment(s) are to be voted upon.

### **Section 4 - Adoption**

An affirmative vote of two-thirds of the members voting shall be required for the adoption of a revision or the adoption of an amendment to the Bylaws.

- **1994 Committee to Rewrite Bylaws:**  
 Jim Moore, Chairman  
 Dorothy Malone  
 Eugene Holbert  
 Al Monick  
 Edward H. Fulesday  
 Helen Zimmerly, Registered Parliamentarian (Non PCRA Adviser)  
 Adopted -- March 12, 1994, Business Meeting
- **1995 Bylaws Committee:**  
 Jim Moore, Chairman  
 Edward H. Fulesday  
 Julie A. Bissland  
 Victor N. Blum  
 Revision adopted -- November 18, 1995, Business Meeting
- **1999 Bylaws Committee:**  
 Jim Moore, Chairman  
 Edward H. Fulesday  
 Victor N. Blum  
 Dorothy Malone  
 Revision adopted -- March 20, 1999, Business Meeting
- **2002 Bylaws Committee:**  
 Jim Moore, Chairman  
 Edward H. Fulesday  
 Julie A. Jordan  
 Melissa Anderson  
 Revisions adopted -- October 12, 2002, Business Meeting
- **2004 Committee to Rewrite Bylaws:**  
 Donna Cascio, Chairman  
 Jim Moore  
 Jim DeCrescenzo  
 Jim Gallagher  
 Bill Weber  
 Revision adopted -- November 20, 2004, Special Meeting
- **2007-2008 Committee to Amend Bylaws:**  
 Bernadette Black Berardinelli, Chairperson  
 Lisa Bauer  
 Donna Cascio  
 Bill Weber  
 Amendments adopted -- April 12, 2008, Annual Business Meeting
- **2008-2009 Committee to Amend Bylaws:**  
 Bernadette Black Berardinelli, Chairperson  
 Donna Cascio  
 Bill Weber  
 Amendments adopted -- April 4, 2009, Annual Business Meeting



- **2019-2020 Committee to Amend Bylaws:**  
Dutcheen Cameron, Chairperson  
Susan Kiniry  
Bernadette Black Berardinelli  
Amendments adopted – September 12, 2020, Annual Business Meeting
- **2021-2022 Committee to amend bylaws**  
Bernadette Berardinelli, Chairperson  
Lillian Freiler  
Susan Kiniry  
Amendment adopted – April 23, 2022, Annual Business Meeting