

CONSTITUTION AND BY-LAWS OF THE WEST SHORE CHAPTER OF THE PENNSYLVANIA SPORTS HALL OF FAME, INC.

ARTICLE I NAME

Section 1.1 The name of this Corporation is West Shore Chapter of the Pennsylvania Sports Hall of Fame, Inc., hereinafter referred to as West Shore Chapter.

ARTICLE II PURPOSES

Section 2.1 The West Shore Chapter is a Pennsylvania nonprofit corporation; incorporated exclusively for charitable, educational, and scientific purposes all within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended or modified or replaced by any future United States internal revenue law (the "Code").

Section 2.2 The purpose of the West Shore Chapter shall be to perpetuate the memory of individuals who have brought lasting athletic fame and recognition to the Harrisburg area's West Shore, its affiliated high schools, and its people; and who have inspired future student-athletes. Also eligible for such distinction are those individuals who have brought similar recognition through their contributions to sports in general in the managing, promoting, officiating, sports broadcasting, sports writing, and/or other influential capacities.

Section 2.3 The West Shore Chapter shall pursue its purposes without contemplation of pecuniary gain or profit, incidental or otherwise, to its directors, at such times and in such amounts or proportions the Executive Board shall deem in the best interests of the West Shore Chapter.

Section 2.4 The West Shore Chapter shall pursue its purposes on a non-stock basis.

ARTICLE III MEMBERSHIP

Section 3.1 The West Shore Chapter shall have no members in ownership.

Section 3.2 The West Shore Chapter shall be open to all sports-minded individuals, regardless of age, color, national origin, race, religion, sex, or sexual orientation.

Section 3.3 Membership in the West Shore Chapter shall not be limited in number.

Section 3.4 Annual and Lifetime Memberships shall be established by the West Shore Chapter Executive Board.

Section 3.5 Annual and Lifetime Memberships shall be payable to the West Shore Chapter Treasurer.

Section 3.6 The West Shore Chapter Annual Membership year shall be July 1 to June 30 or any part of the fiscal year in which Annual Memberships are paid. Annual Memberships shall not be prorated.

Section 3.7 State dues for each West Shore Chapter Annual and Lifetime Member shall be forwarded to the Pennsylvania Sports Hall of Fame, Inc. (PSHOF), as required.

Section 3.8 Suspension of membership privileges shall be at the discretion of the West Shore Chapter Executive Board.

ARTICLE IV OFFICERS

- Section 4.1** The Officers or Executive Committee of the West Shore Chapter shall be a President, a First Vice-President, a Second Vice President, a Secretary, and a Treasurer.
- Section 4.2** Officers shall be elected annually by the membership. Their term shall run from July 1 through June 30.
- Section 4.3** The duties of the Officers shall be as common usage indicates.
- 4.3.1** The West Shore Chapter President shall conduct the meetings of the Executive Committee, Executive Board, and Membership.
- 4.3.2** The West Shore Chapter Vice Presidents shall serve the President and the First Vice President (or the Second Vice President in the absence of the First Vice President) shall conduct the meetings in the absence of the President. The First Vice-President shall fill the office of President if a vacancy occurs.
- 4.3.3** The West Shore Chapter Secretary shall be responsible for all Chapter correspondence and all Chapter Meeting Minutes.
- 4.3.4** The West Shore Chapter Treasurer shall have custody of all Chapter Membership dues, all other funds, and pay all bills.
- Section 4.4** No remuneration shall be paid to any West Shore Chapter Officer.
- Section 4.5** A member of the West Shore Chapter Executive Board shall be appointed chairperson of the Nominating Committee. The chairperson shall select the Nominating Committee members. Nominations shall be presented to the Executive Board in May for elections at the Annual Membership Meeting in June.
- Section 4.6** The West Shore Chapter Executive Board shall fill all vacated offices for the unexpired term of the current fiscal year.

ARTICLE V EXECUTIVE BOARD

- Section 5.1** The business and affairs of the West Shore Chapter shall be managed by or under the direction of the Executive Board. The powers of the Executive Board shall be set forth in this ARTICLE.
- Section 5.2** The Executive Board shall consist of the duly elected five (5) Officers or Executive Committee and at least five (5) West Shore Chapter At-Large Members.
- Section 5.3** The immediate past West Shore Chapter President shall be a member of the Executive Board.
- Section 5.4** The President shall be chairperson of the West Shore Chapter Executive Board.
- Section 5.5** The Executive Board shall formulate the policies of the West Shore Chapter.

ARTICLE VI EXEMPT ORGANIZATIONS

- Section 6.1** Notwithstanding any other provisions of these ARTICLES, the West Shore Chapter shall not engage directly or indirectly in any activity which would prevent it from qualifying, and continuing to qualify, as a corporation described in Section 501(c)(3) of the Code. No substantial part of the activities of the West Shore Chapter shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation, and the West Shore Chapter shall not participate in or

intervene in (including the publishing or distributions of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VII EARNINGS

- Section 7.1** Notwithstanding any other provisions of these ARTICLES, no part of the net earnings or assets of the West Shore Chapter shall inure to the benefit of or be distributable to its members, directors, trustees, officers or any other private individual; provided, however, the West Shore Chapter shall be authorized and empowered to pay reasonable compensation for services rendered to the extent that such payments do not prevent it from qualifying, and continuing to qualify, as an exempt organization and to make such lawful payments and distribution in furtherance of the purposes set forth in ARTICLE II hereof as may from time to time be either required or permitted by Section 501(c)(3) of the Code.

ARTICLE VIII RECOGNITION

- Section 8.1** See ARTICLE II, Section 2.2, of these ARTICLES, for eligibility.
- Section 8.2** Voting for West Shore Chapter Hall of Fame Inductees shall be conducted annually by the Executive Board.
- Section 8.3** No more than six (6) living, one (1) deceased, and one (1) meritorious service may be elected to the West Shore Chapter Hall of Fame during any fiscal year. Living nominees must have been retired from sport or position a minimum of three (3) years; or been in sport or position a minimum of twenty-five (25) years; or reached their fifty-fifth (55th) birthday; or received unanimous vote of the West Shore Chapter Executive Board present; and must attend the Annual Hall of Fame Recognition Ceremony.
- Section 8.4** The West Shore Chapter Membership shall nominate candidates for induction into the West Shore Chapter Hall of Fame.
- Section 8.5** The West Shore Chapter Official Nominating Form includes important biographical information and contact information. The Chapter President, or the Chapter President's designee, is responsible for procuring this information. Inductees shall be notified with specific details and due dates of when such details are needed from each inductee for the Annual Hall of Fame Recognition Ceremony.
- Section 8.6** Induction of persons who have been elected to the West Shore Chapter Hall of Fame shall be at the Annual Hall of Fame Recognition Ceremony, subject to their availability in the same fiscal year in which they are elected.
- Section 8.7** Those persons who are nominated, but not elected to the West Shore Chapter Hall of Fame during the current fiscal year shall remain on the master list of nominees. At the discretion of the Executive Board, these names shall be submitted for reconsideration in subsequent fiscal years.
- Section 8.8** The West Shore Chapter Executive Board shall submit, on the PSHOF Official Nominating Form (ONF) and by the deadline set forth therein, any worthy nominee(s) to the PSHOF Central Region Senior Regional Vice President for routing to the PSHOF Executive Director for inclusion on the PSHOF Board of Governors' Ballot.

ARTICLE IX COMMITTEES

- Section 9.1** The West Shore Chapter President, with the approval of the Executive Board and only for the duration of that President's term of office, shall appoint any Standing Committees deemed to be appropriate and necessary. These Standing Committees may include, but are not limited to: Budget, Endowment, Hall of Fame Recognition Ceremony, Media, Membership, and High School Senior Scholar-Athletes.
- Section 9.2** Special Committees shall be created by the President to perform specific tasks not performed by a Standing Committee. These Committees shall terminate upon completion of its assignment. These Special Committees may include, but are not limited to: Auditing, Awards, Constitution and Bylaws Review, Fundraising, Marketing, and Nominating.

ARTICLE X MEETINGS

- Section 10.1** The West Shore Chapter Annual Membership Meeting shall be held in the month of June on a date and at a time and at a place designated by the President.
- Section 10.2** West Shore Chapter Executive Board Meetings shall be held monthly on a date and at a time and at a place designated by the President.
- Section 10.3** Executive Board Meetings may be changed by either majority vote of the Executive Board or at the discretion of the President.
- Section 10.4** Quorum for the purpose of conducting business at the Annual Membership Meeting shall be seven (7) members present. Quorum for the purpose of conducting business at Monthly Executive Board Meetings shall be five (5) members present.
- Section 10.5** Special meetings of the Executive Board may be called by the President, or by written request of two (2) or more Executive Board members. This meeting shall be convened within ten (10) business days of the request.
- Section 10.6** Not less than three (3) business days' notice shall be given for all Standing Committee and Special Committee meetings.

ARTICLE XI AMENDMENTS

- Section 11.1** All proposed amendments to The Constitution and By-Laws of The West Shore Chapter of The Pennsylvania Sports Hall of Fame, Inc. shall be submitted, in writing, to the attention of the Executive Board for its consideration and review. This consideration and review shall take place within thirty (30) business days of the receipt of the proposed amendments and shall be recorded in the Executive Board Meeting Minutes.
- Section 11.2** If the proposed amendments are approved by the Executive Board, they shall become effective on the date designated by the Executive Board.

ARTICLE XII PARLIAMENTARY AUTHORITY

- Section 12.1** Robert's Rules of Order Newly Revised (RONR), shall govern the parliamentary procedure of the West Shore Chapter. The President shall act as Parliamentarian.

ARTICLE XIII

DISSOLUTION

Section 13.1 The West Shore Chapter shall permanently dedicate its assets to its exempt purposes. However, in the event that the West Shore Chapter shall be dissolved or liquidated, the Executive Board, after paying or making provision for payment of all the known liabilities of the West Shore Chapter, may transfer or dispose of the West Shore Chapter's property and assets to (a) such one or more corporations, trusts, funds, or other organizations, which at the time are exempt from federal income tax as organizations described in Section 501(c)(3) of the Code and, in the sole judgment of the West Shore Chapter's Executive Board, have purposes similar to those of the West Shore Chapter or (b) the Federal government, or to a state or local government for such purposes. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively to one or more of such corporations, trusts, funds, or other organizations, which at the time are exempt from federal income tax as organizations described in Section 501(c)(3) of the Code, and which are organized and operated for such purposes, or to the Federal government or to a state or local government for such purposes. No private individual or entity shall share in the distribution of any West Shore Chapter assets upon sale or distribution of the West Shore Chapter.

ADOPTED AS HEREIN AMENDED: November 8, 2021.