

BYLAWS OF THE  
PENNSYLVANIA OCCUPATIONAL  
THERAPY ASSOCIATION, INC.

ARTICLE I  
NAME, PURPOSE, AND PRINCIPAL OFFICE

Section 1. Name: The organization shall be called the Pennsylvania Occupational Therapy Association, Inc. (hereinafter referred to as "POTA").

Section 2. Purpose:

1. The purpose of POTA shall be to advocate for, and represent, Pennsylvania-licensed occupational therapists and occupational therapy assistants in order to preserve and advance the scope of occupational therapy practice, to ensure access to occupational therapy services, and to create a forum for continuing professional education.
2. POTA shall strive to be a State Association recognized by the American Occupational Therapy Association ("AOTA").

Section 3. Noninurement:

1. With the purpose of POTA devoted entirely to the advancement of the profession of occupational therapy, no part of its earnings shall inure to the use or benefit of any individual, except in reasonable compensation for services and payments in furtherance of the purposes of POTA, as authorized by the Board of Directors.
2. POTA shall not engage in any activities which are not permitted under Section 501(c)(6) of the Internal Revenue Code.

Section 4. Seal: The corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Corporation, the year of its organization, and the words, "Corporate Seal Pennsylvania."

Section 5. Logo: The Logo used to represent POTA shall be approved by the Board of Directors of POTA.

Section 6. Principal Office: The Principal office of POTA in the Commonwealth of Pennsylvania shall be determined by the Board of Directors. POTA shall maintain continuously in the Commonwealth of Pennsylvania a registered office. The registered office may, but need not be, identical to the principal office of POTA and shall be determined by the Board of Directors.

Section 7. Publications: POTA may publish official publications, which shall be sent to all members in good standing and shall also be available by subscription.

ARTICLE II  
MEMBERSHIP

Section 1. Qualifications:

1. Professional: An Occupational Therapist ("OT") initially certified by the National Board for Certification in Occupational Therapy, formerly the American Occupational Therapy Certification Board ("NBCOT") or an Occupational Therapy Assistant ("OTA") initially certified by NBCOT.
2. Retired Member:
  - a. OT or OTA who is retired or disabled and qualifies under regulations set forth by AOTA (Resolutions 392, 393) and delineated in POTA's Procedural Guide, or any successor provision thereto.
  - b. Retired membership shall provide for a reduction of POTA dues.
3. Student Member: A student who is enrolled in an accredited or approved entry-level occupational therapy or occupational therapy assistant program that has achieved developing program or full accreditation status from the Accreditation Council on Occupational Therapy Education of the American Occupational Therapy Association.
4. Honorary: An individual who has made a significant contribution or given distinguished service to the profession. This individual may or may not be an OT or OTA.

Section 2. Members in Good Standing: Members are in good standing if they have paid their current

POTA dues in the category for which they qualify.

### Section 3. Rights and Privileges of Members in Good Standing:

1. For all individual members:
  - a. May attend POTA and District meetings.
  - b. May serve POTA according to specifications stated in these Bylaws and POTA's Procedural Guide.
  - c. Shall receive POTA and District publications and mailings.
2. Professional Members:
  - a. Shall have the right to vote on POTA matters.
  - b. Shall have the right to hold office and chair committees.
  - c. Retired members shall have the rights and privileges of the membership classification for their current professional status.
  - d. Honorary members who have been credentialed as occupational therapy practitioners shall have the rights and privileges of professional members and shall not be required to pay POTA membership dues.
3. Student Members:
  - a. Shall be a member of the Student Committee of the Commission on Education of POTA.
  - b. Shall be eligible to hold office as Chairperson of the Student Committee of the Commission on Education of POTA only.
  - c. Shall be eligible to serve as Student Representative to the Board of Directors.
  - d. Shall be eligible to vote on POTA issues.
4. Supporting /Honorary Members: Members who qualify for these membership levels, and who are not occupational therapy practitioners, shall not vote or hold office in POTA.

### Section 4. Recognition and Awards:

1. POTA has the privilege of presenting Awards and Recognitions at the annually.
2. Criteria for Awards and Recognitions will be approved by the Board of Directors and published in the Procedural Guide of POTA.

Section 5. Membership Year: The membership year shall be determined by the Board of Directors.

## ARTICLE III

### MEETINGS OF THE MEMBERSHIP

#### Section 1. Notice of Meeting:

1. POTA shall hold at least one business meeting a year, which shall be the "Annual Meeting" and others as needed and feasible.
2. Notice shall be given to the membership listing location and dated at least 30 days preceding the Business Meeting.
3. Any business whether on the agenda or not may be taken up.

Section 2. Special Meetings: Special meetings of the members may be called by the President or by three members of the Executive Committee. Only business stated in the call shall be conducted at the meeting.

Section 3. Quorum and Action: A meeting of members of POTA duly called shall not be organized for the transaction of business unless a quorum is present. The presence, in person or by proxy, of members entitled to cast at least a majority of the votes which all members are entitled to cast on the particular matter shall constitute a quorum for the purpose of considering such matter and the acts of a majority of the members present at a meeting at which a quorum is present shall be the acts of the members. The members present at a duly organized meeting can continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

## ARTICLE IV

### DISTRICTS

Section 1. Formation: Districts may be formed pursuant to this Article by impetus of local members on a geographic basis.

1. Request for recognition as a District shall be addressed in writing to the Board of Directors.

This petition shall be signed by at least 15 Professional Members.

2. The Board of Directors shall review such a petition and shall approve or deny formation of a new District by action of the Board of Directors in their sole discretion.
3. Districts will be numbered in order of accession and shall retain that number.

Section 2. Membership: All District members shall be members in good standing of POTA.

1. Members are in good standing as defined in Article II, Section 2 of these Bylaws.
2. Members may only serve on the Board or be a District Officer of one District at a time.
3. Members may participate in activities in any and/or multiple districts.

Section 3. District Finances: These funds are POTA funds allocated to the District. Districts shall have no separate funds per Article I, Section 3 and Section 501(c)(6) of the Internal Revenue Code.

1. Since District members must be POTA members, they shall pay annual dues directly to the Treasurer of POTA. Districts shall not levy separate dues.

Section 4. District Organization:

1. Officers:
  - a. The officers of the District shall be at least: an Executive Officer, a Recorder, and a Finance Officer. A District may have such other officers as determined by action of the members of that District.
  - b. Eligibility: A Professional member, OT or OTA, in good standing of POTA shall be eligible for any office of the District.
  - c. Election and Term of Office: District Officers shall be nominated and elected in the same manner as officers of POTA, unless the District, by action of the members of that District, adopt a different nomination and election procedure. All of the officers shall serve a two-year term. They shall be permitted to serve a maximum of two consecutive terms.
2. Meetings of members of Districts shall be conducted in accordance with Article III of these Bylaws.

3. Delegate to the Board of Directors: The Executive Officer shall serve as the District Delegate to the Board of Directors or may appoint another member of the District to serve as District Delegate in his or her stead. Notwithstanding the foregoing, the District, by action of the members of that District, may elect the District Delegate as a separate officer.
4. Rotational Process: Those Districts with odd numbers elect Recorder in odd numbered years and Executive Officer and Finance Officer in even numbered years. Those Districts with an even number shall elect Recorder in even numbered years and Executive Officer and Finance Officer in odd numbered years.
5. Duties of Officers: Officers shall:
  - a. Uphold the Bylaws of POTA.
  - b. Carry out the responsibilities of their respective office as set forth in POTA's Procedural Guide and the District's Standard Operating Procedures.
  - c. Business Meetings: Each District shall hold at least three meetings per year.
6. Dissolution of a District:
  - a. In case of dissolution of a District, provided that all financial obligations of the District have been satisfied, all funds and records shall be returned to POTA.
  - b. The Board of Directors shall have the authority to withdraw recognition of a District if it fails to comply with criteria for District organization or other provisions of these Bylaws and the Procedural Guide of POTA.
7. Each District shall develop a District Standard Operating Procedure which conforms with POTA Bylaws and the Procedural Guide of POTA.

## ARTICLE V OFFICERS

Section 1. Officers of POTA shall be President, President-Elect, Vice President, Secretary, Treasurer, Treasurer-Elect, and OTA Representative at Large.

Section 2. Election of Officers

1. Election:  
The officers shall be elected by the voting membership in good standing by mail.
2. Rotation:
  - a. Election of the President-Elect and Vice President shall be in the same year.
  - b. Election of the Secretary, Treasurer-Elect, and OTA Representative at Large shall be in the same year but in a different year from subsection a. above.
  - c. The calendar of rotation shall be maintained by the Nominating Committee of POTA and will be included in the Procedural Guide of POTA.

### Section 3. Term of Office

1. The President-Elect and Treasurer-Elect shall serve for one year starting upon adjournment of the annual business meeting following their elections and prior to assuming the office of President and Treasurer.
2. The President-Elect and the Treasurer-Elect shall commence their terms as President and Treasurer upon adjournment of the second annual business meeting following their elections.
3. The President, Vice President, Secretary and Treasurer shall serve for two years or until a successor is elected.
4. No officer shall be eligible to serve more than two terms consecutively in the same office. In the event that the President or Treasurer wishes to run for reelection while he or she is then in office, he or she shall run for President-Elect or Treasurer-Elect, respectively, against any other person nominated for that position in accordance with these Bylaws. In the event of a successful reelection, the office of President-Elect and/or Treasurer-Elect, as the case may be, shall be vacant until the next regular election for that office.
5. An officer shall hold only one office at a time.
6. An officer who has served more than one-half of a term of office shall be considered to have served a full term.

### Section 4. Qualifications

1. Candidates for office shall have been voting members in good standing of POTA for at least two years before nomination, except for

the Secretary, who shall have been a voting member in good standing of a state occupational therapy association for at least two years.

2. Candidates shall have been licensed by the Commonwealth of Pennsylvania for at least two years and shall have been active in POTA business, except for the Secretary, who shall have been a licensed occupational therapy practitioner for at least two years.
3. President, President-Elect, Vice President, Secretary, Treasurer, and Treasurer-Elect shall be Professional OT or OTA Members.
4. Other qualifications for office may be determined by the Board of Directors.

### Section 5. Duties of Officers

1. General:
  - a. Officers shall serve in their respective capacities at POTA membership, Board of Directors, and Executive Committee meetings.
  - b. Officers shall carry out the duties and procedures customary for their respective offices and as set forth in POTA's Procedural Guide.
2. Specific Duties:
  - a. President: chief executive officer of POTA.
    - i. Shall have power to sign written obligations of POTA.
    - ii. Shall appoint heads of Commissions and other officials as provided in these Bylaws, subject to Board of Directors' approval.
    - iii. Shall represent POTA to AOTA, as appropriate.
    - iv. Shall represent POTA within and outside the profession and the Commonwealth of Pennsylvania. The President may designate an appropriate alternate or agent to represent POTA without Board of Directors' approval.
    - v. Shall be bonded, the cost of which to be carried by POTA.
  - b. President-Elect
    - i. Shall prepare for all duties of President.
    - ii. Shall serve on the Board of Directors with voting privileges.
    - iii. Shall perform such other duties as from time to time may be assigned to him or

- her by the President or by the Board of Directors.
- c. Vice-President
    - i. In the absence of the President, shall discharge the duties and have the powers of the President, pro-tempore.
    - ii. Shall succeed to the presidency in the event of a vacancy in the office of the President.
    - iii. Shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.
  - d. Secretary
    - i. Shall be the custodian of POTA documents; shall maintain POTA records, minutes and correspondence.
    - ii. Shall submit reports and records to appropriate bodies.
    - iii. Shall maintain a roster of POTA officers, commissions, and committees, their Chairs and members.
    - iv. Shall provide a record of Board of Directors' actions and update the Procedural Guide as required.
    - v. Shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.
  - e. Treasurer.
    - i. Shall pay bills on authorization under current budget allotment. Those expenditures beyond the current budget allotment up to Two Thousand Five Hundred Dollars (\$2500.00), or such other amount established by the Board of Directors from time to time, must be authorized by the Treasurer or President prior to commitment of funds and must be approved by the Executive Committee.
    - ii. Shall instruct and supervise the District Finance Officers in POTA accounting procedures, and shall require regular reports from them, to be included in POTA accounts. The Treasurer shall be accountable for all funds disbursed to and returned from Districts.
    - iii. Shall make POTA books available for an audit at the end of each fiscal year.
  - iv. Shall submit a budget to the Board of Directors for approval before each fiscal year.
  - v. Shall be a member of the Finance and Membership committees.
  - vi. Shall be bonded, the cost of which to be carried by POTA.
  - vii. Shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.
  - f. Treasurer-Elect
    - i. Shall prepare for all duties of the Treasurer.
    - ii. Shall serve as a member of the Board of Directors with voting privileges.
    - iii. Shall perform such other duties as from time to time may be assigned to him or her by the President, Treasurer, or by the Board of Directors.
  - g. OTA Representative at Large
    - i. Shall represent the interests of OTA members as a member of the Board of Directors with voting privileges.
    - ii. Shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

#### Section 6. Vacancies

1. In case of vacancy in the office of President, the Vice President shall succeed and serve out the remainder of the term.
2. In case of vacancy in the office of Vice President or Treasurer, the President shall appoint, subject to approval by the Board of Directors, a replacement within 30 days, who shall serve until the next annual election.
3. In case of simultaneous vacancy in the office of the President and Vice President, the District Delegate elected to serve on the Executive Committee shall become President pro-tempore until the next annual election.

#### ARTICLE VI BOARD OF DIRECTORS

Section 1. Purpose: The Board of Directors shall be the legislative and policy making body of POTA.

Section 2. Composition of the Board of Directors: The Board of Directors shall consist of the officers of POTA; District Delegates; Chairs of the Commission on Education, the Commission on Practice, and the Commission on Legislation and Advocacy; Commission on Conference; and the OTA Representative at Large. The immediate past President shall be an ex officio non-voting member for one year.

1. All Directors shall be Professional Members of POTA.
2. Refer to Article V of these Bylaws relative to officers.
3. The President shall appoint a Student Representative to the Board of Directors who shall serve at the pleasure of the President until the expiration of the term of the President who made the appointment. The Student Representative to the Board of Directors shall attend meetings of the Board of Directors as a non-voting observer.

#### Section 3. Meetings of the Board

1. Regular Meetings
  - a. The Board of Directors shall meet regularly as required but not less than two times a year.
  - b. Board Members shall be notified of the time and place of the Board Meeting at least 30 days in advance of the meeting date.
2. Special Meetings
  - a. Special meetings of the Board may be called by the President or any three members of the Board of Directors.
  - b. The date, time, and purpose of the meeting shall be designated in mailing, or by phone, to the Board members at least two weeks in advance of the date.
  - c. Only business as stated in the call may be transacted at the special meeting.
3. Quorum and Action: A meeting of the Board of Directors duly called shall not be organized for the transaction of business unless a quorum is present. The presence, in person, of members of the Board of Directors entitled to cast at least a majority of the votes which all

members of the Board of Directors are entitled to cast on the particular matter shall constitute a quorum for the purpose of considering such matter and the acts of a majority of the members of the Board of Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors.

4. Conduct of the Meeting: All meetings of the Board are open to POTA members, except when in executive session.
5. Waiver of Notice: Whenever any notice is required to be given under the provisions of the Pennsylvania Nonprofit Corporation Act or the Articles of Incorporation or the Bylaws of POTA, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to giving of such notice.

Section 4. Duties and authority of the Board of Directors. Without limiting the generality of Section 1 of this Article, the Board of Directors shall have the following duties and authority:

1. Develop and establish POTA policies.
2. Manage the affairs of POTA within established policies.
3. Approve annual budget; set dues and fees; arrange for audit of POTA's books.
4. Censure: Motions to censure may be made at any meeting of the Board of Directors in accordance with due process as stated in Procedural Guide of POTA.
5. Motions for removal of an official shall be made in accordance with due process as stated in the Procedural Guide of POTA.
6. Appeal: An official removed in accordance with these Bylaws may appeal such removal in accordance with due process as stated in the Procedural Guide of POTA.

Section 5. Executive Committee, a standing committee of the Board of Directors

1. Composition: The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and one District Delegate elected from their number.
2. Terms and qualifications: Shall serve for the duration of their term as officer, except that the District Delegate shall serve a one year term. A

District Delegate may not serve on the Executive Committee for two consecutive terms.

3. The Executive Committee shall meet as frequently as required at the call of the President or two Executive Committee members.
4. Quorum: Four out of five of the members of the Executive Committee shall constitute a quorum to conduct business.
5. Duties: The Executive Committee shall have and exercise the authority of the Board of Directors in the management of POTA, except that the Executive Committee shall not have the authority of the Board of Directors in reference to adopting, amending, or repealing these Bylaws; electing, appointing, removing, or filling the vacancy on any committee or office of POTA; adopting, amending, or repealing the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of POTA; authorizing the voluntary dissolution of POTA or revoking proceedings therefor; adopting a plan for the distribution of, or distributing, all, or substantially all, of the assets of POTA; or amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by the Executive Committee.
6. Reporting: The Secretary shall distribute minutes of each meeting of the Executive Committee to the Board of Directors within thirty (30) days after such meeting.

## ARTICLE VII NOMINATIONS AND ELECTIONS

Section 1. Nominations: Any individual member of POTA may nominate candidates for officers of POTA.

Section 2. Qualifications and eligibility: A person shall be nominated for office only if such person satisfies the requirements for that office set forth in these Bylaws.

## Section 3. Slate

1. Nominating Committee shall prepare a dual slate of candidates for each elective position to be filled.
2. The Nominating Committee may solicit names in addition to those nominated by individual members.

## Section 4. Ballot for elections

1. Preparation
  - a. The Nominating Committee shall prepare a ballot for election of officers of POTA according to the rotation schedule established by these Bylaws.
  - b. Ballots shall be distributed to all individual voting members of POTA in good standing at least 30 days prior to the deadline date. Exclusive on-line voting may be offered as determined by the Board of Directors.
  - c. Deadline: The election shall be closed on the deadline date and no other ballots postmarked thereafter shall be counted.
  - d. Vote: The candidate receiving the greatest number of votes shall be elected to the position for which such candidate was nominated.
  - e. Announcement of election results: The results of the elections shall be announced when the vote tally is complete, not more than 14 days following the deadline date, posted on the POTA website, and published in the next membership communication.
  - f. Tie vote:
    - i. In the event of a tie vote, the ballots shall be recounted.
    - ii. In the event that the result is still tied, there shall be another vote taken.
  - g. Contested vote
    - i. In the event that a vote is contested and the vote tally is separated by no more than 5% of the ballots counted, the ballots shall be recounted.
    - ii. The results of the recount shall be binding and posted on the POTA website and published in the next membership communication.

## ARTICLE VIII COMMISSIONS AND COMMITTEES

Section 1. POTA shall have the following Commissions: Commission on Practice, Commission on Education, Commission on Legislation and Advocacy, and Commission on Conference. Specific Committees of these Commissions may be created, reorganized, or dissolved by the action of the Board of Directors.

Section 2. Commission Chairs shall be appointed by the President and approved by the Board of Directors. They shall serve at the pleasure of the President, until the expiration of the term of the President who made the appointment.

#### Section 3. Commissions

1. Duties of Chair
  - a. Recommend Committees to Board of Directors.
  - b. Recommend Committee Chairs subject to approval by Board of Directors.
  - c. Serve as a voting member of the Board of Directors.
2. Commissions
  - a. Commission on Practice. Purpose: To promote the quality of occupational therapy practice and practice standards for OTs and OTAs relative to practitioner and consumer needs.
  - b. Commission on Education. Purpose: To promote opportunities for quality continuing education through the association, administer student scholarships, and be responsive to the educational issues affecting the profession of occupational therapy.
  - c. Commission on Legislation and Advocacy. Purpose: To monitor and consider changes to laws affecting the practice of occupational therapy and to organize and coordinate advocacy for occupational therapy in the legislative and regulatory process.
  - d. Commission on Conference. Purpose: To organize and coordinate the business of the annual POTA conference.

#### Section 4. Duties and Functions

Duties and functions of Commissions and

Committees shall be outlined in the Procedural Guide of POTA.

Section 5. Financial responsibilities  
All Commissions and Committees funded by POTA monies shall be accountable to the Treasurer for the management of POTA funds.

### ARTICLE IX FINANCES AND DUES

#### Section 1. Financial operation of POTA

1. Under the direction of the Treasurer, the Board of Directors, along with the POTA Association Manager (if applicable), and POTA accountant(s)(if applicable), will manage the financial operations of POTA throughout the fiscal year

#### Section 2. Fiscal year

The fiscal year shall be determined by the Board of Directors.

#### Section 3. Dues

1. Dues of each membership class shall be fixed annually upon the recommendation of the Board of Directors.
2. Notice of annual dues shall be posted on the POTA website and announced in the next membership communication.
3. All dues shall be paid to the Treasurer of POTA and/or managed by the Association Manager (if applicable).
4. Any member whose dues are in arrears for 15 days or more shall be automatically dropped from membership in POTA. Reinstatement shall be made upon full payment of current year's dues.

Section 4. Assessments: In case of an emergency, assessments shall be recommended by the Treasurer and approved by the Board of Directors and presented to the membership for ratification.

### ARTICLE X STANDARDS AND ETHICS OF POTA



Section 1. Professional Members, Associates and Students shall be bound by the standards and ethics delineated in “Principles of Occupational Therapy Ethics” of AOTA.

#### Section 2. Disciplinary Action

1. Disciplinary process and action shall conform to the procedure established by the AOTA Committee on Standards and Ethics.
2. A member so charged shall have the right to due process and appeal in accordance with the Procedural Guide of POTA.

### ARTICLE XI BOOKS AND RECORDS

Section 1. Books and Records: POTA shall keep correct and complete books and records of account and shall also keep minutes of meetings.

Section 2. Examination: Every member shall, upon written demand under oath stating the purpose thereof, have a right to examine, in person or by agent or attorney, during the usual hours for business for any proper purpose, the membership register, books, and records of account, and records of the proceedings of members, Board of Directors, and such other body, and to make copies or extracts therefrom, except for those records concerning disciplinary inquiry and action, which are open only to the member concerned, his agent, or attorney and the board of inquiry for that member. A “proper purpose” shall mean a purpose reasonably related to the interest of such person as a member. In every instance where an attorney or other agent shall be the person who seeks the right to inspection, the demand under oath shall be accompanied by a power of attorney or such other writing which authorizes the attorney or agent to so act on behalf of the member.

### ARTICLE XII AMENDMENTS

Section 1. These Bylaws may be amended, rescinded, or superseded by vote of the POTA voting membership at any time.

1. Amendments may be proposed by any voting member in good standing.
2. The Board of Directors shall authorize the Bylaws Committee to formulate proposed amendments.
3. The Board of Directors shall review the draft prepared by the Bylaws Committee and recommend action to the membership.
4. The referendum shall be voted on by the voting members not less than 30 days before the vote is due; the due date shall be posted on the website.
5. The vote shall be determined by the majority (in case of multiple choices, the plurality ) of the votes cast, provided at least 5% of the voting membership shall have voted.
6. Amendments shall take effect at the start of the next fiscal year, unless otherwise specified.
7. The POTA Procedural Guide shall be updated to conform to any Bylaws amendments by the Bylaws Committee.

### ARTICLE XIII PARLIAMENTARY AUTHORITY

#### Section 1. Parliamentary:

1. A Parliamentarian may be appointed by the President and approved by the Board of Directors. Such a person need not be a POTA member and may be an employee.
2. The Parliamentarian may be appointed to a specified tenure or for a single meeting.
3. Duties:
  - a. Attend and advise at all business meetings of POTA, that is, membership, Board of Directors, and Executive Committee.
  - b. By agreement, act as advisor to the Bylaws Committee and to the Districts on request.

Section 2. Except as otherwise provided, all meetings of POTA, Board of Directors, committees, and Districts shall be governed by the policies and procedures adopted by the Board of Directors from time to time.

### ARTICLE XIV DISSOLUTION CLAUSE

In the event that POTA should be dissolved for any reason, any remaining assets shall be distributed to an entity exempt from taxation under Internal Revenue Code Section 501(c)(6) or any amendment thereto, and in accordance with the corporate statutes of the Commonwealth of Pennsylvania .

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*Revised and amended: approved by Board of Directors 2/95.*

*Approved by membership 4/96.*

*Revised and amended: approved by Board of Directors 10/98.*

*Approved by membership 10/98.*

*Revised and amended: approved by the Board of Directors 10/00.*

*Approved by membership 3/01.*

*Revised and amended: approved by the Board of Directors and Membership in 2010*

*Revised and amended: approved by the Board of Directors, 5/31/13*

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Revised and amended: Approved by Board of Directors, June, 1, 2018; approved by membership, August, 27 2018.