



**PENNSYLVANIA
FEDERATION OF INJURED WORKERS**

BYLAW'S
Established: 1995

ARTICLE I – CORPORATE/ORGANIZATION HEADQUARTERS

1. The Registered office of the Corporation/Organization shall be 701 West Broad Street, Suite 103, Bethlehem, PA. The mailing address is 701 West Broad Street, Suite 103, Bethlehem, PA 18018.
2. The Corporation/Organization may also have office at such other places as the P.F.I.W. Board of Directors may from time to time appoint or the activities of the Corporation/Organization may require.

ARTICLE II – SEAL

1. The Corporation/Organization Seal shall have inscribed thereon the name of the Corporation/Organization, the year of its organization, and the words “Corporate Seal, Pennsylvania”.

ARTICLE III – MISSION & GOALS

1. Mission:
 - a. To offer education about injured worker rights under the Pennsylvania Worker’s Compensation Act to workers and the families of workers who have been injured or made ill at the workplace; and otherwise to work to improve the living standard of injured workers and their families; to support research and other action that will benefit injured workers and their families and reduce workplace injury and illness; to advance and safeguard the full employment and economic security of injured workers generally; to support, encourage, and engage in support of philanthropic projects or activities which sponsor the purpose of the Pennsylvania Federation of Injured Workers, is the mission of our organization.
2. Goals:
 - a. Setup a support network for injured workers.
 - b. Help to make injured workers whole again.
 - c. Strive for better worker’s compensation law.
 - d. Distribute information about Pennsylvania worker’s compensation.

ARTICLE IV – MEMBERS

1. There shall be no members, as such, of the Corporation/Organization; however, the Corporation/Organization does recognize a class of individuals at the local affiliate level that will be designed as “members”.
2. These “members” will have certain rights and responsibilities in the local affiliates, as referenced in ARTICLE XII.
3. Organization Membership: \$12 per year
 - a. Active membership – dues are paid up and the member attended at least one meeting a year. Active members will receive P.F.I.W. correspondences,

- newsletters and can attend all P.F.I.W. sponsored events, such as Christmas party, dinners and picnics.
- b. Inactive membership – dues not paid up and no meeting attendance for the current year. However, the member shall remain on the membership roster with an inactive rating.
 - c. Hardship membership – dues can be paid by the Chapter if the member cannot pay but wants to remain active and attends at least one meeting a year.
 - d. A roster of all members active or inactive shall be filed with the P.F.I.W. Board of Directors every fiscal year.
4. No individual shall be denied membership into the Pennsylvania Federation of Injured Workers for any reason.
 - a. Only the P.F.I.W. Board of Directors can disqualify, suspend or expel a corporate/organization membership. This must be done in accordance with Article V, Section (11) and Article VI Section (2) without prejudice.

ARTICLE V – DIRECTORS

1. All P.F.I.W. Directors shall upon being voted onto the Board of Directors take an oath of allegiance.
 - a. I agree to support the rights of injured workers to receive the benefits guaranteed by law; to work with injured workers to overcome the challenges presented by the workers compensation system and; to work with the Pennsylvania Federation of Injured Workers by helping injured workers deal with their physical and emotional stress.
 - b. I agree to support the P.F.I.W. Board of Directors and to abide by the Corporation/Organization Bylaws to achieve the mission and goals of the Pennsylvania Federation of Injured Workers.
2. The business and affairs of the Corporation/Organization shall be managed by the P.F.I.W. Board of Directors, a minimum of three (3) to a maximum of twenty-one (21) in number who shall be natural persons of full age and do not need to be residents of this Commonwealth. Each shall be elected by the majority vote of the other member of the P.F.I.W. Board of Directors at the designated election meeting of the P.F.I.W. Board of Directors of the Corporation/Organization, and each director shall be elected for a term of two (2) years, and serve until his successor shall be elected and shall qualify.
 - a. For each election of Officers, the President will create a Nomination Committee for the election of the P.F.I.W. Board of Directors. The committee will consist of three (3) members who will accept nominations from the membership. This committee shall submit to the P.F.I.W. Board of Directors a slate of nominees for the election and oversee the proceedings. This committee will conduct the election and report the result to the P.F.I.W. Board of Directors.
3. The incorporators shall elect the initial P.F.I.W. Board of Directors of the Corporation/Organization at the organizational meeting.
4. In addition to the powers and authorities that these Bylaws expressly confer upon them, the P.F.I.W. Board of Directors may exercise all other such powers required by the Corporation/Organization to do lawful business of the Corporation/Organization.

5. The meetings of the P.F.I.W. Board of Directors may be held at such times and at such place within this Commonwealth, or elsewhere, as designated by the President or the P.F.I.W. Board of Directors by issuing a notice to call such a meeting.
 - a. If necessary a P.F.I.W. Board of Directors meeting can be requested by any member of the P.F.I.W. Board of Directors or member of the Corporation/Organization for a reasonable cause.
 - i. The final decision for the calling of a meeting will be left up to the President of the P.F.I.W. Board of Directors or the P.F.I.W. Board of Directors.
6. Written or personal notice of every meeting of the P.F.I.W. Board of directors shall be given to each Director at least 14 days prior to the day designated for the meeting.
 - a. The President shall have authority to call an emergency meeting of the P.F.I.W. Board of Directors without a 14 day notice.
 - b. The location of the meeting will be determined by the President.
7. Three (3) members of the P.F.I.W. Board of Directors shall be necessary to constitute a quorum for the transaction of business and the acts of a majority of the Directors present at a meeting, if a consent or consents in writing setting forth the action so taken is signed by all of the Directors in office and shall be filed with the Recording Secretary of the Corporation/Organization. The members of the P.F.I.W. Board of Directors present at the meeting for which a quorum is present can continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum. If a meeting cannot be organized because a quorum has not attended, those present may, except as otherwise provided by statute, adjourn the meeting to such time and place as they may determine, and those who attend the second of such meetings, although less than a quorum, shall nevertheless constitute a quorum for the purpose of acting upon any resolution or other matter, is given to each member of the P.F.I.W. Board of Directors at least two days prior to the day designated for the second meeting.
8. The P.F.I.W. Board of Directors may, by resolution adopted by a majority of the Directors in office, establish one or more committees to consist of one or more Directors of the Corporation/Organization. Any such committee, to the extent provided in the resolution of the P.F.I.W. Board of Directors or in the Bylaws, shall have and may exercise all the powers and authority of the P.F.I.W. Board of Directors, except that no such committee shall have any power or authority as to the following:
 - a. The adoption, amendment, or repeal of the Bylaws.
 - b. The amendment or repeal of any resolution of the P.F.I.W. Board of Directors.
 - c. Action on matters governed by the Bylaws or resolutions of the P.F.I.W. Board of Directors to another committee of the P.F.I.W. Board of Directors.
 - d. The execution of contracts binding the Corporation/Organization.
9. The P.F.I.W. Board of Directors may designate one or more Directors as alternate members of any committee. In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he/she or they constitute a quorum, may unanimously appoint another Director to act at the meeting in the place of any such disqualified member. Each committee of the P.F.I.W. Board of Directors shall serve at the pleasure of the P.F.I.W. Board of Directors.

10. The P.F.I.W. Board of Directors shall have the authority to fix the compensation of Directors for their service as such, and the Director may also be a salaried Officer of the Corporation/Organization.
11. The P.F.I.W. Board of Directors, by affirmative vote of the majority of all members of the P.F.I.W. Board, may disqualify, suspend or expel a member of the P.F.I.W. Board or the P.F.I.W. Corporation/Organization for cause after an appropriate review.
 - a. Disqualification, suspension or expulsion of a Corporate/Organization Member, Board of Directors Member/Officer can only be done by following this procedure:
 - i. The P.F.I.W. Board of Directors Parliamentarian will preside over the disqualification, suspension or expulsion process.
 - ii. A notice of at least 30 days in required to the member that is to be removed.
 - iii. A formal hearing must be held with all parties concerned in attendance.
 - iv. For the hearing of the disqualification, suspension or expulsion of a member, the person being disqualified, suspended or expelled must be in attendance and have the opportunity to explain why he/she should not be disqualified, suspended or expelled. If after three (3) attempts to get the member, whom is to be disqualified, suspended or expelled to attend a meeting for a hearing the P.F.I.W. Board of Directors can continue the process without the member being disqualified, suspended or expelled in attendance.
 - v. After discussion a vote will be taken and the result made available to the corporation/organization through a notice sent to each Chapter Officers/Trustees.
 - vi. The result of the disqualification, suspension or expulsion may be appealed within 30 days, to the P.F.I.W. Board of directors. One appeal will be allowed.
12. Any member of the P.F.I.W. Corporation/Organization that sends information about a dispute/disagreement within the Corporation/Organization, to any third party or parties will have their P.F.I.W. Corporate/Organization membership revoked immediately.
13. The P.F.I.W. Board of Directors may declare vacant the office of a Director if he/she is declared of unsound mind by order of court or is convicted of a felony or if within sixty days after notice of his/her selection, he/she does not accept such office either in writing or by attending a meeting of the P.F.I.W. Board of Directors and fulfill such other requirements of qualifications as the Bylaws specify.
14. The P.F.I.W. Board of Directors may declare vacant the Office of Director, if he/she fails to attend at least two (2) meetings of the P.F.I.W. Board of Directors with one year (June to June).
 - a. The P.F.I.W. Board of Directors may suspend or make any exception to this rule after considering the reason(s) or circumstance(s) for the lack of attendance.

ARTICLE VI – OFFICERS

1. The Executive Officers of the Corporation/Organization shall be chosen by the Directors and shall be President, Vice President, Secretary, Treasurer and such other Officers and assistant officers as the needs of the Corporation/Organization may require. The

President, Vice President, Secretary and Treasurer shall be natural persons of full age. They shall hold their office for a term of two (2) years and shall have such authority as shall from time to time be prescribed by resolution of the P.F.I.W. Board of Directors. The same person may hold no more than two (2) offices concurrently. The P.F.I.W. Board of Directors may secure the fidelity of its officers by bond or otherwise.

2. Any officer or agent may be removed, disqualified, suspended or expelled from the P.F.I.W. Board of Directors or the P.F.I.W. Corporation/Organization by the P.F.I.W. Board of Directors whenever in its judgment, the best interest, mission and goals of the Corporation/Organization will be served thereby, such removal, disqualification, suspension, or expulsion shall be only for just cause, and without prejudice to the contract rights or any person so removed, disqualified, suspended or expelled.
 - a. Disqualification, suspension or expulsion of a Corporate/Organization Member, Board of Directors Member/Officer can only be done by following this procedure:
 - i. The P.F.I.W. Board of Directors Parliamentarian will preside over the disqualification, suspension or expulsion process.
 - ii. A notice of at least 30 days in required to the member that is to be removed.
 - iii. A formal hearing must be held with all parties concerned in attendance.
 - iv. For the hearing of the disqualification, suspension or expulsion of a member, the person being disqualified, suspended or expelled must be in attendance and have the opportunity to explain why he/she should not be disqualified, suspended or expelled. If after three (3) attempts to get the member, whom is to be disqualified, suspended or expelled to attend a meeting for a hearing the P.F.I.W. Board of Directors can continue the process without the member being disqualified, suspended or expelled in attendance.
 - v. After discussion a vote will be taken and the result made available to the corporation/organization through a notice sent to each Chapter Officers/Trustees.
 - vi. The result of the disqualification, suspension or expulsion may be appealed within 30 days, to the P.F.I.W. Board of directors. One appeal will be allowed.
3. The **President** of the Corporation/Organization shall preside at all meetings of the Directors; the President shall have general and active management of the affairs of the Corporation/Organization; shall see that all orders and resolutions of the P.F.I.W. Board of Directors are carried into effect, subject, however, to the right of the Directors to delegate any specific powers to any other Officer of Offices of the Corporation/Organization except as may be the statures exclusively conferred on the President. The President shall execute all bonds, mortgages and other documents requiring a seal, under the seal of the Corporation/Organization. The President shall be Ex-Officio a member of all committees and shall have the general powers and duties of supervision and management usually vested in the Office of President.
4. The **Vice President** shall act in all cases for, and as the President in the latter's absence or incapacity, and shall perform such other duties as he/she may be required to do from time to time.
5. The **Secretary** shall attend all session of the P.F.I.W. Board of Directors and act as clerk thereof, and shall record all the votes of the Corporation/Organization and the minutes of

all its transactions in a book to be kept for that purpose; and shall perform like duties for all committees of the P.F.I.W. Board of Directors when required. The Secretary shall give or cause to be given, notices of all meetings of the P.F.I.W. Board of Directors, and shall perform other such duties and may be prescribed by the P.F.I.W. Board of Directors or the President. The President supervises the Secretary. The Secretary shall keep in a safe custody the corporate seal of the Corporation/Organization and when authorized by the P.F.I.W. Board of Directors, affix the same to any instrument requiring it.

6. The **Treasurer** shall have custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in a separate account of the credit of the Corporation/Organization in books belonging to the Corporation/Organization. The Treasurer shall disburse the funds of the Corporation/Organization as may be ordered by the P.F.I.W. Board of Directors, taking proper vouchers for such disbursements, and shall render to the President and the Directors, at the regular meetings of the P.F.I.W. Board of Directors or whenever they may require it, an account of all the Treasurer's transactions and of the financial condition of the Corporation/Organization. The Treasurer shall be responsible to see that the year-end financial statement is transcribed onto the proper United States Internal Revenue Service form and submit it by the designated deadline. The Treasurer shall be responsible to see that the necessary forms for the yearly submission to the Pennsylvania Bureau of Charities are submitted by the designated deadline.

ARTICLE VII – VACANCIES

1. If the office of any officer or agent, one or more, becomes vacant for any reason, the P.F.I.W. Board of Directors shall choose a successor or successors, who shall hold office for the unexpired term in respect of which such vacancy occurred.
2. Vacancies on the P.F.I.W. Board of Directors, including vacancies resulting from an decrease in the number of Directors, shall be filled by a majority of the remaining members of the P.F.I.W. Board of Directors, although less than a quorum, and each person so elected shall be an Officer until his/her successor is elected by the members of the P.F.I.W. Board of Directors at the next Board of Directors meeting of the Corporation/Organization.

ARTICLE VIII – CONFLICT OF INTEREST

1. No member, Director or Officer of the P.F.I.W. Corporation/Organization shall be disqualified from holding any office in the Corporation/Organization by reason of any personal interest, interest as director, officer, member, or trustee in any corporation, association, trust, partnership, limited liability entity, firm, and person or other than the P.F.I.W. Corporation/Organization.
2. A Director of Officer of the P.F.I.W. Corporation/Organization shall not be disqualified from dealing, either as a vendor, purchaser or otherwise, or contracting or entering into any other transaction with the P.F.I.W. Corporation/Organization or with any entity of which the P.F.I.W. Corporation/Organization is an affiliate.

3. No transaction of the P.F.I.W. Corporation/Organization shall be voidable by reason of fact that any Director or Officer of the P.F.I.W. Corporation/Organization has an interest in the concern with which such transaction is entered into, provided:
 - a. The interest of such Officer or Director is fully disclosed to the P.F.I.W. Board of Directors.
 - b. Such transaction is duly approved by the P.F.I.W. Board of Directors not so interested or connected as being in the best interests of the P.F.I.W. Corporation/Organization.
 - c. Payments to the interested Officer or Director are reasonable and do not exceed fair market value.
 - d. No interested Officer or Director may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such transaction may be authorized.

ARTICLE IX - BOOKS AND RECORDS

1. The P.F.I.W. Corporation/Organization shall keep an original or duplicate record of the proceedings of the Directors, the original or a copy of its Bylaws, including all amendments thereto to date, certified by the Recording Secretary of the Corporation/Organization, and an original or a duplicate register giving the names of the members of the P.F.I.W. Board of Directors and P.F.I.W. Affiliate Chapters and showing their respective addresses. The Corporation/Organization shall also keep appropriate, complete and accurate books or records of its financial accounts. The records provided herein shall be kept at either the registered office or the Corporation/Organization in this Commonwealth, or at its principal place of business wherever located.
2. Every member of the Board of Directors shall, upon written demand under oath stating the purpose thereof, have the right to examine, in person or by Agent or Attorney, during the usual hours of business for any proper purpose, the register, books and records of the proceedings of the Directors, and to make copies or extracts there from. A purpose shall mean a purpose reasonably related to the interest of such person as a member of the P.F.I.W. Board of Directors. In every instance where an Attorney or other legal Agent shall be the person who seeks the right to inspection, a power of attorney of such other writing, which authorizes the Attorney or other Agent to so act on behalf of the member of the P.F.I.W. Board of Directors, shall accompany the demand under oath. The demand under oath shall be directed to the P.F.I.W. Corporation/Organization at its registered office in this Commonwealth or at its principal place of business wherever located.
3. All books and records of the P.F.I.W. Board of Directors and Chapter Affiliates shall be kept in a format designated by the P.F.I.W. Board of Directors. This will include:
 - a. Meeting Agenda
 - b. Meeting Minutes
 - c. Financial Reports
 - d. Year-end Reports
 - e. Asset Tracking
 - f. Membership Roster
 - g. All other reports that shall be required to be submitted to the P.F.I.W. Board of Directors.

4. The Officers of each Chapter Affiliate shall send a copy of the Chapter Affiliate meeting agenda, meeting minutes, list of meeting attendees and the meeting financial report to the P.F.I.W. Board of Directors Recording Secretary. This must be done within thirty (30) days of the last Chapter Affiliate meeting. These records will be kept on file for reference.

ARTICLE X – ANNUAL REPORT

1. The Chief Executive Officer/Director and the Chief Financial Officer/Director shall present annually to the P.F.I.W. Board of Directors, in appropriate detail, the following:
 - a. Financial Report that will include:
 - i. The assets and liabilities including the trust funds of the Corporation/Organization, as of the end of the fiscal year immediately preceding the date of the report.
 - ii. The principle changes in assets and liabilities including trust funds during the year immediately preceding the date of the report.
 - iii. The revenue or receipts of the Corporation/Organization, both unrestricted and restricted purposes during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the Corporation/Organization.
 - iv. The expenses or disbursements of the Corporation/Organization for both general and restricted purposes during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the Corporation/Organization. This report shall be filed with the minutes of the annual meeting of the P.F.I.W. Board of Directors.
 - b. Membership Roster
 - c. Physical Assets
2. P.F.I.W. Chapter Affiliates shall present annually to the P.F.I.W. Board of Directors Recording Secretary in appropriate detail and format the following:
 - a. Financial Report that will include:
 - i. The assets and liabilities including the trust funds of the Corporation/Organization, as of the end of the fiscal year immediately preceding the date of the report.
 - ii. The principle changes in assets and liabilities including trust funds during the year immediately preceding the date of the report.
 - iii. The revenue or receipts of the Corporation/Organization, both unrestricted and restricted purposes during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the Corporation/Organization.
 - iv. The expenses or disbursements of the Corporation/Organization for both general and restricted purposes during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the Corporation/Organization. This report shall be filed with the minutes of the annual meeting of the P.F.I.W. Board of Directors.
 - b. Membership Roster
 - c. Physical Assets

- d. This must be done by the end of 60 days of the end of February after the closing of the Chapter Affiliate finance books on December 31st of the preceding year.

ARTICLE XI – NOTICES

1. Whenever written notice is required to be given to any person, it may be given to such a person, wither personally or by sending a copy thereof by first class mail, postage prepaid, by facsimile, electronic mail or telegram, charges prepaid, to his/her address appearing on the books of the Corporation/Organization, or supplied by him/her to the Corporation/Organization for the purpose of notice. If the notice is sent by mail, facsimile, electronic mail or telegraph, it shall be deemed to have been given to the person entitled thereto when deposited in the United States mail; when confirmed as transmitted by facsimile machine; when a copy is saved and sent by electronic mail or when deposited with the telegraph office to such a person.
2. Whenever any written notice is required to be given under the provisions of the statute or the Articles or Bylaws of this Corporation/Organization, 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. Also as otherwise required by statute, neither the business to be transacted at nor the purpose of a meeting need be specified in the waiver of notice of such meeting. Attendance of a person at any meeting shall constitute a waiver of notice of that meeting, except where a person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened.

ARTICLE XII – CHAPTER AFFILIATES

1. The Corporation/Organization shall have the power to charter, organize and or recognize local affiliates (hereinafter “Chapters”). The Chapters will carry out the business and purposes of the Corporation/Organization as a specific regional level.
2. Five or more persons may apply to the Corporation/Organization for a Charter of Affiliation as a Chapter. Upon approval of the Board of Directors, that Charter granted. If the new Chapter Affiliate is forming from an existing Chapter Affiliate such Chapter Affiliate or the Joint Board of Trustees between the existing Chapter Affiliate and the prospective Chapter Affiliate must endorse applications for Charters from counties where a Chapter Affiliate chartered by the Corporation/Organization already exists, if such Joint Board of Trustees exists.
3. The minimum requirements for an Affiliate Charter are as follows:
 - a. No less than five members whose annual dues are paid in accordance with the most recent dues requirement as set by resolution of the P.F.I.W. Board of Directors of the Corporation/Organization.
 - b. No less than three meetings within a six-month period.
 - c. The designation of a **Chapter President, Chapter Vice President, Chapter Secretary, Chapter Treasurer** and if possible, three (3) **Chapter Trustees**. In accordance with Pennsylvania law, the Chapter Treasurer may also serve in one

- of the other offices within the Chapter Affiliate, with the exception of Chapter Trustee.
- d. Any such other criteria as may be stated in the subsequent sections of this Article or in the P.F.I.W. Bylaws.
4. The minimum requirements for continuation of a Chapter Affiliate Charter are as follows:
 - a. No less than five members whose annual dues are paid in accordance with the most recent dues resolution of the P.F.I.W. Board of Directors of the Corporation/Organization.
 - b. The prompt payment of the Corporation/Organization of per capita dues for each member as established by the P.F.I.W. Board of Directors of the Corporation/Organization. This will amount to one half of all dues collected by the Chapter Affiliate.
 - c. The Chapter Affiliate must hold at least six (6) meetings within a one year period.
 - d. The designation within the guidelines of the Corporate/Organization Bylaws and Chapter Affiliate Charter of a **Chapter President, Chapter Vice President, Chapter Secretary, Chapter Treasurer** and if possible, three (3) **Chapter Trustees**.
 - e. Any such other criteria as may be stated in the subsequent sections of this Article or in the P.F.I.W. Bylaws.
 5. Each Affiliate Chapter shall have three (3) Trustees in accordance with the P.F.I.W. Bylaws and the Chapter Charter of Affiliation elected by the Chapter membership. The Chapter Trustees shall be elected for a three-year term at the annual meeting of the Chapter Affiliate, in addition to the regular election of Officers. At the first such meeting of the Chapter Affiliate for the election of Chapter Trustees, the trustees shall be elected for a three, two and a one-year term respectively, as a startup term procedure. Thereafter, for each succeeding year, at the Chapter Affiliate annual meeting Chapter Trustees shall be elected for a three-year term, as appropriate. The Chapter Trustees shall have responsibility for the Affiliate Chapter, as required by Pennsylvania law and the Affiliate Chapter Charter.
 6. The Officers of the Chapter Affiliate shall be elected by the Chapter membership. The titles of such officers shall be Chapter President, Chapter Vice President, Chapter Secretary, Chapter Treasurer and such other officers and assistant officers as the needs of the Chapter Affiliate may require. The Chapter President, Chapter Vice President, Chapter Secretary and Chapter Treasurer shall be natural persons of full age. They shall hold office for a term of one (1) year and shall have such authority as shall from time to time be prescribed by resolution of the P.F.I.W. Board of Directors. The same person may hold no more than two (2) offices concurrently; however the Chapter Treasurer may not serve as a Chapter Trustee concurrently and the Chapter President may not serve as a Chapter Treasurer concurrently. The Chapter may secure the fidelity of its officers by bond or otherwise.
 7. Should the Office of any Chapter Officer or Chapter Trustee in the Chapter Affiliate become vacant for any reason, the remaining Officers of the Chapter Affiliate shall choose a successor or successors who shall hold office for the unexpired term, where such vacancy occurred, except for the Office of President.
 - a. In a case where the Office of Chapter President becomes vacant the Chapter Vice President will take over as Chapter President for the rest of the current term of

- election and the Office of Chapter Vice President will be filled by a successor appointed by the remaining Officers of the Chapter.
8. The P.F.I.W. Board of Directors shall have final authority over Chapter Affiliates. In the event of a dispute between Chapter Affiliates or between Chapter Affiliate members the P.F.I.W. Board of Directors shall have final jurisdiction.
 - a. Settling a dispute between Corporate/Organization members can only be done by the following procedure:
 - i. A notice of at least 30 days is required to each member involved in the dispute that the P.F.I.W. Board of Directors will be holding a hearing to settle the dispute.
 - ii. A formal hearing must be held with all parties concerned in attendance.
 - iii. For the hearing, if after two (2) attempts to get all the members involved in the dispute to attend a meeting for a hearing the P.F.I.W. Board of Directors can proceed with all the members involved in the dispute in attendance.
 - iv. After discussion a vote will be taken and the result made available to the Corporation/Organization through a notice sent to each Chapter Officer/Trustee.
 - v. The result of the dispute settlement may be appealed once to the P.F.I.W. Board of Directors.
 9. Election of Officers of an Affiliate Chapter shall be held every year. Elections will be carried out as provided in the Charter for the Affiliate Chapters. The Charter for the Affiliate Chapters shall set forth the date of the annual meeting of the Chapter, during which election of Officers and Trustees of the Affiliate Chapter shall take place.
 10. The Officers of each Affiliate Chapter shall complete and return the annual report forms furnished by the Treasurer of the P.F.I.W. Board of Directors of the Corporation/Organization.
 - a. This must be done by the end of 60 days or the end of February after the closing of the Chapter finance books on December 31st of the preceding year.
 - b. Documents to be included in the year-end annual report:
 - i. Financial report form issued by the P.F.I.W. Board of Directors Treasurer
 - ii. A list of contact information for all dues paying members and members granted hardship membership so a complete record of the Affiliate Chapter membership is available to the Corporation/Organization.
 - iii. A list of all assets purchased during the fiscal year.
 - iv. A list of all the Affiliate Chapter Officers for the upcoming year.
 - c. The Year-end financial report filed by each Chapter Affiliate and the P.F.I.W. Board of Directors will serve as an annual audit.
 - i. If irregularities or discrepancies occur then a formal audit can be called for by the Treasurer of the P.F.I.W. Board of Directors.
 - d. Any member of the P.F.I.W. Corporation/Organization can request an audit of any financial data if just cause is presented to the P.F.I.W. Board of Directors.
 - e. The year-end financial report done by the P.F.I.W. Board of Directors Treasurer that will be submitted to the United States Internal Revenue Service and the Pennsylvania Bureau of Charities will be reviewed by the P.F.I.W. Board of Directors Trustees.

- i. The year-end financial report should be approved by the P.F.I.W. Board of Directors Trustees before submitting them to the United States Internal Revenue Service and the Pennsylvania Bureau of Charities but is not necessary to do so.
11. Should a Chapter dissolve, be suspended, withdraw, disaffiliate or forfeit its Charter, the Chapter and its Officers and Trustees shall be required to turn over all records, documents, property, and funds to the P.F.I.W. Board of Directors of the Corporation/Organization. Such records, funds and property shall be held in trust until such time as the Affiliate Chapter may be reinstated or reorganized, or shall be used to organize a new Chapter Affiliate. However, nothing in these Bylaws shall be construed to require the P.F.I.W. Corporation/Organization to assume the obligations of any Chapter and no Officer, Trustee, Employee, Member of the Chapter Affiliate, shall have the right to take any action making the P.F.I.W. Corporation/Organization liable for any financial obligation of the Chapter Affiliate, excepting any specific authorization by the P.F.I.W. Board of Directors.
12. The P.F.I.W. Board of directors may revoke or suspend the Charter of any Chapter Affiliate that is insolvent or otherwise unable to function, as determined by the P.F.I.W. Board of Directors and or transfer the membership of such Chapter to a newly Chartered Chapter or an existing Chapter. Members in good standing of the Chapter Affiliate whose Charter has been suspended or revoked for any reason, shall, upon application to the registered office of the P.F.I.W. Corporation/Organization, be accepted as associate members at large pending the re-establishment of the Chapter Affiliate. Such members-at-large shall pay, directly to the registered office, the minimum per capita dues as then established by the P.F.I.W. Board of Directors. A Chapter Affiliate suspended for any violation of any provision of the Articles or Bylaws may be re-instated by a majority vote of the P.F.I.W. Board of Directors.
13. Subject to the provisions of the Articles and Bylaws, Chapter Affiliates shall have limited authority over its members when working under the P.F.I.W. Affiliate Chapter Charter towards the local goals of the Chapter Affiliate of the P.F.I.W. Corporation/Organization.
 - a. The P.F.I.W. Board of Directors can be asked by any member to intervene in a dispute between any members or between a member and the leadership of the Chapter Affiliate.
 - b. The P.F.I.W. Board of Directors will review all disciplinary action taken by a Chapter Affiliate leadership and its members to determine that it was done in the best interest of the P.F.I.W. Corporation/Organization.
 - i. The P.F.I.W. Board of Directors can reverse any decision or action if found to be unfair or against the best interest of the P.F.I.W. Corporation/Organization.
14. Whenever a Chapter Affiliate, a Trust Fund, Corporation or other entity created directly or indirectly from funds derived from the Chapter Affiliate or its members, enters into a plan for ownership, encumbrance, refurbishing, or long-term lease of real estate, or uses of any of its own or members funds for such purposes, the entire plan including any contracts, trust agreements, Articles of Incorporation, must be approved by the P.F.I.W. Corporation/Organization Board of Directors before becoming effective. A Chapter Affiliate or other entity may not be established or participate in a plan to hold real estate, which does not permit the P.F.I.W. Corporation/Organization Board of Directors to audit fully the funds in the same manner the Chapter Affiliate funds and assets are audited.

15. A Chapter Affiliate for the sole benefit of its membership shall hold all Chapter Affiliate funds. No Chapter Affiliate may make any expenditure other than for the best interest of the Chapter Affiliate and the purposes of the P.F.I.W. Corporation/Organization. No loans shall be made from the treasury of a Chapter Affiliate of the P.F.I.W. Corporation/Organization to Officers or Members or business ventures in which an Officer or Member has any direct or indirect interest. All wages, salaries and expense allowances paid to Officer, Employees, Committees and Trustees and or their delegates must be determined by the P.F.I.W. Board of Directors. Within 60 days of the close of the calendar year, each Chapter Affiliate shall provide to the P.F.I.W. Board of Directors, an annual financial report in the form and summary approved by the P.F.I.W. Board of Directors. The finances of each Chapter Affiliate shall be conducted and kept in accordance with the general accounting principles. In the event of any question about the way or the manner in which a Chapter Affiliate is conducting its financial affairs, the P.F.I.W. Board of Directors shall have the authority to take any and all steps necessary to ensure the financial integrity of the P.F.I.W. Corporation/Organization and its Chapter Affiliates.
16. Only the P.F.I.W. Board of Directors of the Corporation/Organization shall issue a Charter, and that Charter or Affiliation Agreement is to be drafted for the use of the Chapter Affiliates and to govern the relationship between the Chapter Affiliates and the P.F.I.W. Corporation/Organization.
17. If a Chapter Affiliate is formed but not enough members for a quorum attend any meetings and there is not enough member participation to fill all Officer positions of the Chapter Affiliate the following can be done:
 - a. The active members of the Chapter Affiliate can conduct business of the Chapter as long as it promotes the mission, goals and best interest of the P.F.I.W. Corporation/Organization.
 - b. All required documentation and reports must be filed with the P.F.I.W. Board of Directors.
 - c. The Chapter Affiliate is authorized to organize injured worker events and fundraisers to support the work and goals of the P.F.I.W. Corporation/Organization.
 - d. The P.F.I.W. Board of Directors shall have direct oversight for a Chapter Affiliate that is formed but does not have enough active members to fill all the offer positions.
 - i. All planned public activities for injured workers must be approved by the P.F.I.W. Board of Directors.
 - ii. All fundraising activities must be approved by the P.F.I.W. Board of Directors.
 - iii. All expenditures of the Chapter Affiliate exceeding one thousand dollars (\$1,000.00) must be approved by the P.F.I.W. Board of Directors.

ARTICLE XIV – MULTIMEDIA

1. All media to be publicly viewed must be approved by the P.F.I.W. Board of Directors. At any time the media content can be reviewed by the P.F.I.W. Board of Directors to

make sure that the mission and goals of the Corporation/Organization are supported and the content is appropriate for viewing.

- a. The following media is to be included:
 - i. Informational Publications
 - ii. Radio Shows
 - iii. Television Shows
 - iv. Internet Shows
 - v. Videos - on compact disc & video cassettes
 - vi. Website
2. The P.F.I.W. Board of Directors shall have the power to stop the multimedia source at any time it deems the media is not in line with the image the Corporation/Organization wants to convey to the public.

ARTICLE XV – REIMBUSREMENT OF PERSONAL EXPENSES

1. Reimbursement for travel expenses and personal expenses to anyone doing work for the P.F.I.W. Corporation/Organization will be set by the P.F.I.W. Board of Directors. Travel expenses will be paid per mile traveled.
 - a. This will apply to all P.F.I.W. Corporation/Organization members.

ARTICLE XVI – PANEL ATTORNEYS & PANEL PHYSICIANS

1. All panel attorneys and panel physicians must have final approval from the P.F.I.W. Board of Directors before they are accepted panel members.
2. A panel attorney & panel physician list must be kept up-to-date with the P.F.I.W. Board of Directors.
 - a. When a new panel attorney and or panel physician is added to a Chapter Affiliate the documentation must be sent to the P.F.I.W. Board of Directors immediately to be approved and listed on the P.F.I.W. website and added to the P.F.I.W. records.
 - b. A list of all panel attorney and panel physician members must be submitted with the year-end report to the P.F.I.W. Board of Directors.
 - c. All panel members must sign, and file an agreement with the Chapter Affiliate specifying the type of payment to be submitted for becoming a panel member.
 - d. All financial donations or other arrangements of payment from panel members will stay in the Chapter Treasury.

ARTICLE XVII – GRANTS

1. Only the P.F.I.W. Board of Directors can perform grant-writing for the Corporation/Organization.
 - a. Chapter Affiliates do not have the authority to submit any grant-writing documentation to any grant source.
 - b. All Chapter Affiliates must request the P.F.I.W. Board of Directors to file for any and all grants.

- c. The P.F.I.W. Board of Directors will receive all grants and distribute the funds to the Chapter Affiliates.
- d. The P.F.I.W. Board of Directors Treasurer shall file all necessary documentation to the grant donors that is requested as part of the grant.

ARTICLE XVIII – SUPPLEMENTS TO THE BYLAWS

1. The following documents are official supplements to the Bylaws and can only be amended by the P.F.I.W. Board of Directors:
 - a. Membership Form
 - b. Panel Attorney Agreement
 - c. Panel Physician Agreement

ARTICLE XIX – DISSOLUTION OF THE CORPORATION/ORGANIZATION

1. Upon the dissolution of the P.F.I.W. Corporation/Organization, the P.F.I.W. Board of Directors or governing staff shall, after paying or making provision for the payment of all the liabilities of the Corporation/Organization, dispose of all the assets of the Corporation/Organization in such a manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization(s) under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the P.F.I.W. Board of Directors or governing staff shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation/Organization is then located, exclusively for such purposes as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XX – MISCELLANEOUS PROVISIONS

1. One or more Directors may participate in a meeting of the P.F.I.W. 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. Participating in a meeting pursuant to this section shall constitute presence in person as such meeting.
2. In the event that a dispute of any kind get to the point that legal action is taken against the P.F.I.W. Board of Directors by any Director, Board Officer, member of the P.F.I.W. Corporation/Organization or any third party involved:
 - a. No P.F.I.W. funds can be used to pay for any legal defense action without a majority vote of the P.F.I.W. Board of Directors.
 - b. No P.F.I.W. resources can be used to support any legal action without a majority vote of the P.F.I.W. Board of Directors.
 - c. Any Director, Board Officer or member of the P.F.I.W. Corporation/Organization initiating legal action against the P.F. I.W. Board of Directors, other member or

the Corporation/Organization shall have their membership to the P.F.I.W.
Corporation/Organization revoked immediately.

3. The P.F.I.W. Corporation/Organization has decided as a matter of policy that it does not want to be involved in court litigation with any of its Officers, Agents, or Affiliates. Therefore, all contracts between the Corporation/Organization and its Chapter Affiliates and any Officer, Agent or Affiliate (or any agent of either party) of any kind, that dispute shall be settled by arbitration in accordance with the rules in effect of the American Arbitration Association. In addition, any controversy or claim arising out of or related to these Bylaws or the breach thereof, shall be settled by arbitration administered by the American Arbitration Association under its Commercial Arbitration Rules and judgment on the award rendered by the arbitrator, may be entered in any court having jurisdiction thereof.
4. The fiscal year of the P.F.I.W. Corporation/Organization shall begin on the first day of January and end on the last day of December.

ARTICLE XXI – AMENDMENTS

1. The P.F.I.W. Bylaws may be adopted, amended or repealed by a vote of a quorum of the P.F.I.W. Board of Directors at any regular or special meeting duly convened after notice of that purpose.
 - a. The proposed amendments to the Bylaws and Chapter Charter must be published and made available to all P.F.I.W. Board of Directors on meeting prior to voting on the amendments to the Bylaws.
 - b. The proposed amendments to the P.F.I.W. Bylaws and Chapter Charter must be discussed and debated prior to vote.

AUTHORIZATION

I, Michael A Kerstetter, a duly authorized Officer of the Pennsylvania Federation of Injured Workers hereby certify that the above Bylaws are a true and correct copy of the current Bylaws of the Corporation/Organization and that there have been no modifications thereto.

01/14/2011

Date



President, P.F.I.W.