

**BY-LAWS
OF
PENNSYLVANIA PUBLIC UTILITIES COMMISSION 911 TASK FORCE**

(Approved September 15, 2010)

**ARTICLE I
MEMBERSHIP**

Section 1.1. In order to qualify to be an eligible voting member of the 911 Taskforce, a member must be presently sitting as a member of a public safety association or organization or must be a current Pennsylvania Public Utility Commission (PaPUC) employee or current employee of any other state public safety agency or communications service provider. An organization may have more than one representative on the task force but will only have one voting member who must be declared to the 911 Taskforce Chairperson in writing each January 1st. Members not falling into any of these categories, but they have the requisite experience and wisdom to assist the 911 Taskforce, will hold an advisory capacity with the 911 Taskforce.

Section 1.2. If a member's eligibility status changes during the course of the year, he or she must immediately inform the Chairman of the 911 Taskforce of the status change who shall subsequently relay this information to the Executive Board of the 911 Taskforce. If the Executive Board of the 911 Taskforce determines that a currently sitting member has failed to maintain the qualifications or eligibility to retain a voting membership on the 911 Taskforce, the Executive Board shall have the option to designate that person as an advisor to the 911 Taskforce. If the above member held an officer's position on the 911 Taskforce, his or her office shall become vacant and the vacancy shall be filled by the Executive Board at the next scheduled meeting of the 911 Taskforce.

Section 1.3. Any vacancy of a membership on the 911 Taskforce may be filled by a majority of the voting members, though less than a quorum.

**ARTICLE II
OFFICERS**

Section 2.1. The officers of the 911 Taskforce shall be a Chairman, a Vice Chairman and a Secretary, regardless of the name or title by which they may be designated, elected or appointed. An officer of the 911 Taskforce may not hold more than one office at the same time and shall not preside over any standing committee established by the 911 Taskforce.

Section 2.2. The officers shall be elected or chosen by the voting members of the 911 Taskforce and the officers shall hold office for a two-year period or until their successors are elected and qualify or until their earlier resignation, death or removal. Election of the officers shall take place every even year with nominations submitted third quarter and elections held during the fourth quarter of the election year.

Section 2.3. Any officer elected or appointed by the members of the 911 Taskforce may be removed at any time by the affirmative vote of a majority of the voting membership or by action of the Executive Board. In the instance when the voting membership votes to remove an officer, the resulting vacancy shall be filled by the voting membership.

Section 2.4. If for any reason an office of the 911 Taskforce becomes vacant, the person so chosen or elected to hold the office shall hold such office for the balance of the unexpired term of the vacated member and until his or her successor is duly elected and takes office or until his or her earlier death, resignation or removal.

Section 2.5. The Chairman of the 911 Taskforce shall preside over the meetings of the 911 Taskforce and shall perform such other duties as outlined in these Bylaws. In the absence of the Chairman or in the event of his or her inability to act, the Vice Chairman shall perform the duties of the Chairman and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairman. The Vice Chairman shall perform such other duties and have such other powers as the voting membership may from time to time prescribe.

Section 2.6. The Secretary or designee shall attend all meetings of the 911 Taskforce and record all the proceedings of the meetings in written format. He or she shall give, or cause to be given, notice of all meetings of the 911 Taskforce.

Section 2.7. The Executive Board may appoint such other officers as it shall deem necessary, which shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the voting members of the 911 Taskforce.

ARTICLE III MEETINGS

Section 3.1. Regular meetings of the 911 Taskforce shall be held not less frequently than each quarter of the calendar year at such time and at such place as shall from time to time be fixed by the Chairman of the 911 Taskforce and stated in the notice of the meeting. Meetings may be conducted in-person or telephonically. Such meetings shall be conducted in accordance with parliamentary procedures.

Section 3.2. Members of the 911 Taskforce or any designee of a member can attend regular meetings of the 911 Taskforce in-person or telephonically.

Section 3.3. A member must attend at least 50% of the regular meetings of the 911 Taskforce. A member's attendance record shall be reported to the Executive Board for appropriate action.

Section 3.4. The presence of a majority of the voting members of the 911 Taskforce, whether in-person or via conference call capability, shall constitute a quorum at all meetings. If a quorum has not been established, the present voting members of the 911 Taskforce shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

Section 3.5. When a quorum is present at any meeting, the vote of a majority of the voting members of the 911 Taskforce shall decide any question brought before such meeting and the 911 Taskforce shall subsequently refer its resolution of the question to the PaPUC, **which shall have the ultimately authority to overrule the decision of the 911 Taskforce.** If the question is one that falls within the sole jurisdiction of PaPUC, the 911 Taskforce shall refer the issue to the PaPUC so that the PaPUC can resolve the issue. In such instances, the PaPUC's decision shall govern and control the ultimate resolution of such question.

ARTICLE IV EXECUTIVE BOARD

Section 4.1 The Executive Board of the 911 Taskforce shall be the governing body of the 911 Taskforce and shall conduct business on behalf of the 911 Taskforce at those interim times between scheduled regular meetings when prompt action is required as the result of emergency conditions or when the action to be taken is of a ministerial nature. The Executive Board shall perform all such lawful acts as may be directed or required by law.

Section 4.2 The Executive Board shall consist of the Chairman, the Vice Chairman, the Secretary, a representative from the PaPUC (hereinafter "PUC Coordinator"), the chairs of the established standing committees, and one sitting voting member of the 911 Taskforce. Each member of the Executive Board, except the PUC Coordinator, shall hold office until (a) the expiration of the term for which he or she was elected and until his or her successor is elected and takes office or (b) his or her earlier death, resignation or removal.

Section 4.3 Any vacancy of a membership on the Executive Board, except for the PUC Coordinator, may be filled by a majority of the members eligible to vote, though less than a quorum, or by the remaining members of the Executive Board, and the person so chosen shall hold office for the balance of the unexpired term of the vacated member of the Executive Board and until his or her successor is duly elected and takes office or until his or her earlier death, resignation or removal.

ARTICLE V COMMITTEES

Section 5.1. The Executive Board shall establish standing subcommittees to conduct the Taskforce's business and may also designate one or more special committees that shall meet for a specific and limited purpose. All standing committees shall have such duties and may exercise such authority as may be prescribed for them by 911 Taskforce.

Section 5.2. The number of members for each established standing committee shall not exceed ten. A member shall not sit on more than two standing committees.

Section 5.3. Except as otherwise provided by resolution of the 911 Taskforce, each standing subcommittee or special committee may determine the manner in which its proceedings shall be conducted. Each standing committee must submit any handouts or activity summaries to the Secretary no later than two weeks before a scheduled 911 Taskforce regular meeting.

Section 5.4. The standing committee or special committees may meet at least once within a quarter if the committee has business to conduct. Meetings may be conducted in-person or telephonically. Members of the standing subcommittees can participate at meetings in-person or telephonically.

Section 5.5. Members of the subcommittees will be allowed no more than 3 excused absences within a calendar year or no more than two unexcused absences. A member's attendance record shall be reported to the Executive Board for appropriate action.

ARTICLE VI AMENDMENTS

Section 6.1. These By-laws may be altered, amended or repealed or new by-laws may be adopted at any regular meeting of the 911 Taskforce or at any special meeting thereof if notice of such alteration, amendment, repeal or adoption of new By-laws be contained in the notice of such special meeting, by a vote of at least fifty per cent (50%) of the voting members of the 911 Taskforce.