

Bylaws
North Carolina Association Of Electrical Contractors, Inc.

ARTICLE I
TITLE

The name of this Association shall be the North Carolina Association of Electrical Contractors, Inc. (hereinafter the “Association” or “NCAEC”). The Association’s office shall be located in North Carolina at a suitable location determined by the Board of Directors.

ARTICLE II
OBJECTIVES

- 1.) The objectives for which this Association is formed are as follows:
 - (a) To promote the recognized safety standards and regulations as they apply to Public Safety and to encourage education and continuing education of and for merit/open shop electrical contractors.
 - (b) To promote the welfare of merit/open shop electrical contractors and to bring about friendly relationships between all parties of the electrical industry.
 - (c) To collect and ratify or diffuse legislative information helpful to the Association’s membership and the electrical industry.
 - (d) To provide the Association’s membership with programs, services and workshops that will benefit the Association’s members.
 - (e) To promote merit/open shop activities.

ARTICLE III
MEMBERSHIP

- 1.) Membership of the Association shall consist of six (6) classifications: Electrical Contractor, Associate, Life, Honorary, Affiliation and At Large. Members of the Association shall not be affiliated with any non-merit/non-open shop entities and shall operate their business as a merit/open shop in North Carolina. Prospective Members shall be nominated by two (2) current members in good standing. *Remaining text omitted.*
 - (a) Electrical Contractor: A person, firm, partnership, corporation, or LLC engaged in the business of electrical contracting, as defined by N.C. Gen. Stat. § 87-43, and duly licensed by the North Carolina State Board of Examiners of Electrical Contractors (hereinafter “NCBEEC”) shall be eligible to apply for this classification of membership.
 - (b) Associate: A person, firm, partnership, corporation, or LLC that is actively engaged in the electrical industry, but is not eligible for Electrical Contractor membership, shall be eligible to apply for this classification of membership. An applicant is engaged in the electrical industry if, *inter alia*, the applicant offers services, materials, supplies, tools, and/or various programs as it relates to the business of electrical contracting.

i. The Executive Director may extend, to the aforesaid list, Associate membership. Once an application is duly filed and payment of dues is received by the Treasurer, an Associate member shall enjoy all the privileges of the Association with the exception of acting or serving as an elected officer, other than Secretary or Treasurer, of the Board of Directors of the Association.

(c) Life: A Life membership may be conferred upon a person, chosen by the Board of Directors of the Association, for their outstanding contribution to the Association and the betterment of the electrical industry. Any Contractor member or Associate member may submit a recommendations in writing to the Board of Directors or the Executive Director of the Association. A Life member shall have all of the privileges of a Contractor member or Associate member in respect to their past membership, except voting and the right to hold any office of the Association, and shall not be required to pay dues.

(d) Honorary: An Honorary membership may, upon a letter of recommendation signed by at least three (3) active Electrical Contractor members, be extended, by a majority vote of the Board of Directors of the Association, to a Contractor member who has made significant contributions to the electrical industry. Honorary members shall enjoy all of the privileges of an Electrical Contractor member except voting and the right to hold any office of the Association, and shall not be required to pay dues.

(e) Affiliate: A person, firm, partnership, corporation, or LLC that has chosen to be a member of a recognized Division, as set forth in Article XVI of these Bylaws, however has furthermore chosen not to be a member of NCAEC, shall be eligible for this classification of membership. An Affiliation shall not be entitled to any of the rights, privileges and benefits bestowed to an Electrical Contractor, Associate, Life, or Honorary member including serving as an Officer of the Association or on the Association's Board of Directors.

See Article XVI for Division Financial Accountability for any Affiliation member.

(f) At Large: A person, firm, partnership, corporation, or LLC, which operates a lawful business in North Carolina or any other state, which has chosen to be a member of NCAEC but does not have an Official Division, as set forth in Article XIII of these Bylaws. This member may be a Contractor or an Associate member as set forth in (1) or (2) above. This member shall enjoy all the Associations rights, privileges and benefits but shall not hold any elected office of the Board of Directors of the Association.

2.) Applications for membership in NCAEC shall be on forms prescribed and furnished by the Board of Directors of the Association. The applicant shall submit the completed forms to the Executive Director by mail or fax. *Remaining text moved to Section 4 (see below) of this Article.*

- 3.) Upon receipt of the completed application and total dues amount, the Executive Director shall verify compliance with Article III, Section 1, Subsections (a), (b), (f) of these Bylaws and that the applicant is of good moral standing, at which time the application may be approved and ~~an~~ the applicant may become a member of the Association.
- 4.) Any member of NCAEC may, in writing, resign their membership in the Association. Such resignation shall be in the form of a standard form Letter of Resignation to be supplied the Association. The completed Letter of Resignation shall be delivered to the Association's Executive Director via US mail, electronic mail, or fax. Upon receipt of the letter of resignation the Executive Director shall, in writing, acknowledge receipt of afford said letter by mail.

ARTICLE IV DUES

- 1.) The annual dues for the Association shall be determined by the Board of Directors and shall be announced during the annual General Membership meeting, whenever a change is made. Any change in dues structure shall not take effect until the next calendar year starting January 1 following the annual meeting.
- 2.) Dues shall be remitted on a calendar year basis. Total dues shall be paid on or before December 31 of the year invoiced. Any payment plan shall be at the discretion of the Association's Executive Director and the Board's Treasurer. Any member of the Association in default on dues will be dropped from the membership of the Association. Such members may be reinstated upon payment of current dues as long as their dues are not past due more than eleven (11) months. Any member that is past due for more than twelve (12) months must reapply for membership in the Association. *Remaining text omitted*

ARTICLE V OFFICERS

- 1.) The officers of NCAEC shall consist of a Chairman of the Board, Senior Vice Chairman, Vice Chairman, Secretary, and Treasurer. All officers of NCAEC shall be elected by the sitting Board of Directors.
- 2.) Each officer of NCAEC, except the Secretary and Treasurer, must be an Electrical Contractor Member as defined in ARTICLE III, Section 1 of these Bylaws. The Secretary and Treasurer may be an Associate Member as defined in ARTICLE III Section 2.
- 3.) All officers of NCAEC shall be elected by the Board of Directors of the Association from a slate of nominees presented to the Board of Directors by the Nominating Committee no later than thirty (30)

days prior to the Annual Meeting of NCAEC. The Board of Directors shall elect officers by majority vote. The duties of all officers, so elected, shall commence at the adjournment of the Annual Meeting.

a. A Nominee for Office does not have to be a Board of Directors member.

4.) All Officers of NCAEC shall be elected in odd numbered years for a term of two (2) years and shall continue until their successor is elected and assumes office.

ARTICLE VI DUTIES OF OFFICERS

- 1.) The Chairman of the Board of Directors will serve as an ex-officio member of all committees. The Chairman of the Board of Directors shall preside at all meetings of NCAEC and the Executive Committee but shall have no vote therein except in the event of a tie. The Chairman of the Board shall have the power to call special meetings of the Association. The Chairman of the Board shall appoint all standing Committees, as found in ARTICLE XI of these Bylaws, along with any special committees deemed necessary. The Chairman of the Board shall perform other duties necessary for the viability of NCAEC.
- 2.) In the absence of the Chairman of the Board, the Senior Vice Chairman shall assume the duties of the Chairman of the Board. He/She shall also assume such other duties as are assigned to him/her by the Board of Directors. In the event of a vacancy occurring in the office of the Chairman of the Board the Senior Vice Chairman shall serve as the Chairman of the Board until such time the Board of Directors elects a Chairman, who shall hold the office of Chairman of the Board until the next regular election of Officers pursuant to ARTICLE V.
- 3.) The Vice Chairman shall succeed to the office of ~~the~~ Senior Vice Chairman. In the event that the Senior Vice Chairman's office becomes vacant, the Vice Chairman shall assume the additional duties of the Senior Vice Chairman until the next Annual Meeting at such time the Boards Nominating Committee shall provide a slate of persons for the Board of Directors to vote on for Senior Vice Chairman, who shall serve until the net regular election of officers pursuant to ARTICLE V. In the event that the office of Vice Chairman of the Board becomes vacant the Board of Directors shall by majority vote elect a Vice Chairman, who shall serve until the next regular election of Officers pursuant to ARTICLE V.
- 4.) In the event that the offices of Chairman of the Board, Senior Vice Chairman and the Vice Chairman become vacant, the Board of Directors shall elect a Chairman, by majority vote, who will serve until the next scheduled annual meeting at which time the Nominating Committee shall present a new slate of officers to be elected by the Board of Directors by majority vote.
- 5.) The Secretary shall keep minutes of all meetings of Association. The retiring Secretary shall, within thirty (30) days after the annual meeting deliver to the newly elected or appointed Secretary all papers, letters, files and transactions of the Association in his/her possession.

6.) The Treasurer shall direct the Executive Director to collect, receive and have charge of all funds of the Association. The Treasurer shall report to the Board of Directors the financial standing of the Association at each scheduled Board meeting and at the Annual meeting. The verification of all Association financial records, which shall include all division financial records, shall be on an annual basis by an Accounting Firm approved by the Board of Directors.

The retiring Treasurer shall, within thirty (30) days after the annual meeting deliver to the newly elected Treasurer all monies, if any, vouchers, books, papers, letters, files and transactions of the Association in his/her possession.

ARTICLE VII BOARD OF DIRECTORS

- 1.) There shall be a Board of Directors of the Association (the “Board of Directors”). The Board of Directors shall consist of all the Officers of the Association – specifically, a the Chairman of the Board, a the Senior Vice Chairman, the Vice Chairman, the Secretary, and the Treasurer - the immediate past Chairman of the Board or his/her designee, and one (1) Division Director from each recognized Division, if any, and any At Large or Industry Director appointed by the Chairman of the Board in accordance with Sections 2 and 4 of this Article, if any.
- 2.) The Executive Director may nominate At Large members of the Association to serve on the Board of Directors. The Board of Directors may, by simple majority vote, elect an At Large nominee to serve as an At Large Director on the Board of Directors. At-Large Directors shall serve a two year term or until his/her Successor is appointed and may serve successive terms.
- 3.) The Chairman of the Board may appoint up to three (3) members to the Board of Directors to represent all segments of the electrical industry (hereinafter “Industry Director(s)”) and they shall have voting rights. Each such Industry Director shall serve for a term of two (2) years and until such time as a successor is appointed and assumes office. Such Industry Directors may serve successive terms.
- 4.) All members of the Board of Directors, except Life Members, shall be dues paying members of the Association.
- 5.) The Chairman of the Board, Senior Vice Chairman, Vice Chairman, Secretary, Treasurer, immediate past Chairman of the Board and the Executive Director shall make up the Executive Committee of the Board of Directors. The Executive Committee shall have the duty to make decisions which affect day-to-day operation of the Association by majority vote. It shall be the responsibility of the Chairman of the Board to report to the Board of Directors of the Association of the decisions of the Executive Committee at the next scheduled Board of Directors meeting. The Executive Committee may direct

the Executive Director to administer or take such action as is necessary to carry on the business of the Association and as it deems necessary for the good of the Association.

Former Article VIII (“Duties of Board of Directors”) has been moved to Article IX.

ARTICLE VIII MEETINGS

- 1.) The Association shall hold an Annual Meeting of the Association at least once a year at such time and place as determined by the Board of Directors for the transaction of such other business as may be properly brought before the meeting.
 - a. Attendance at the Annual Meeting shall be open to all Members of the Association and invited guests.
- 2.) An Annual meeting of the Board of Directors shall be held in conjunction with the Annual meeting of NCAEC members at a time and place determined by the Chairman of the Board of Directors.
- 3.) The Board of Directors of the Association shall meet quarterly to conduct the Association’s business, at a time and place determined by the Executive Committee.
 - a. Members of the Board of Directors shall be notified by e-mail, fax, or USPS mail no later than two weeks prior to the Board of Directors meeting. For the Board of Directors meeting to move forward there shall be a quorum present.
- 4.) Special meetings of the Board of Directors may be called by the Chairman of the Board with a five (5) days’ notice to each Board Director, either personally, e-mail, fax or USPS mail. Special meetings shall be held in such time and place as specified in the notice thereof. Any business or Association concerns voted on at a special meeting shall require a majority vote of the Board members to approve.
- 5.) In the interval between meetings of the Board of Directors the Chairman of the Board may refer and submit by e-mail, USPS mail or fax to members of the Board of Directors definite questions or issues relating to the affairs of the Association requiring immediate action on the part of the Board of Directors. The result of such a referendum may control the action of the Association’s Board of Directors, Officers, Committees, agents or employees.
- 6.) The rules contained in the latest edition of “Roberts Rules Of Order” shall, to the extent not inconsistent with these Bylaws, govern all meetings of the Association, including all committee meetings. Any member of the Board of Directors deemed in contempt, unruly or otherwise in violation of any code of conduct established by the Board of Directors or Roberts Rules of Order during a meeting of the Board of Directors shall be excused from the meeting by the Chairman of the Board.

**ARTICLE IX
DUTIES OF THE BOARD OF DIRECTORS**

- 1.) The Board of Directors shall:
 - (a) Elect the Officers of NCAEC as provided in ARTICLE V Section 1.
 - (b) Establish major administrative policies governing the affairs of NCAEC and devise a plan for the Association's growth and development.
 - (c) Provide for the proper care of materials, equipment, and funds of the Association and for the payment of all legitimate expenses incurred by and for the operation of the Association.
 - (d) Obtain the services of a qualified Accounting Firm to audit the books and finances of NCAEC and all Recognized Divisions, if requested by the Chairman of The Board, acting Chairman, Treasurer, Executive Director, or the Board of Directors by a majority vote.
 - (e) Set up Official Divisions of the Association as outlined hereafter.
 - (f) Have the power to fill vacancies among the Officers of the Association. Any such vacancy shall be filled as soon as possible but no later than ninety (90) days following the vacancy or the Annual meeting, whichever comes first. This individual shall hold the vacant office until the next Annual meeting of the Board of Directors.
 - (g) Transact the general business of the Association.
 - (h) Verify referendum votes of the Board of Directors.
 - (i) Indemnify and defend any claims against any Officer and/or Director for actions made on behalf of the Association to the extent allowed by law.
 - (j) Establish rules and regulations for the Association as it deems necessary, to the extent not inconsistent with these Bylaws, the Articles of Incorporation, or the laws of the State of North Carolina.

**ARTICLE X
EXECUTIVE DIRECTOR**

1. The Executive Committee of the Board of Directors shall have the power to hire and terminate an Executive Director of the Association.
2. The Executive Director shall:
 - a. Receive and process all applications for membership to the Association.
 - b. Approve or disapprove each application received for membership to the Association.
 - c. Maintain and preserve all minutes, papers, letters, and transactions of the Association at the Association's office.

- d. At the direction of the Treasurer, collect, receive, and have charge of all funds of the Association. The Executive Director shall deposit such funds in a FDIC insured financial institution and shall provide documentation for the expenditures of such funds.
- e. At the direction of the Board of Directors, give a bond with the premium paid by the Association.
- f. Represent the Association and the Association's interests as directed by the Board of Directors.

ARTICLE XI
REPRESENTATIVE TO THE NORTH CAROLINA BOARD OF EXAMINERS OF
ELECTRICAL CONTRACTORS

- 1.) As authorized by law, the Board of Directors of NCAEC shall designate an Electrical Contractor who holds a current Unlimited license to serve as the NCAEC member ~~of~~ on the North Carolina State Board of Examiners of Electrical Contractors. The term shall be for seven (7) years or as prescribed by the Statutes of North Carolina.
 - (a) The Board of Directors may establish qualifications for and assign specific duties to its designee to the extent that such qualifications and/or duties are not inconsistent with the statutory responsibilities of a member of the North Carolina State Board of Examiners of Electrical Contractors.
- 2.) The duties of the NCAEC representative are to be explained to and accepted by, the prospective designee prior to his/her official and formal designation. Within the limitations stipulated in Section 1(a) above these duties shall include:
 - (a) Attending all regular and special meetings of the North Carolina State Board of Examiners of Electrical Contractors and participating fully in the work of said board.
 - (b) Advising NCAEC of:
 - a. Any proposed significant changes in or additions to the Board of Examiners regulations and/or policies.
 - b. Any legislative position of the Board of Examiners, if any, with respect to proposed or pending legislation of interest to the electrical contracting industry.
 - (c) Transmitting promptly to the Board of Examiners any and all recommendations, questions or problems relating to the interpretation and/or implementation of the licensing laws whenever these are submitted to him/her for the purpose by the Board of Directors of NCAEC.
 - (d) Reporting to the Board of Directors of NCAEC within a responsible time the reaction or interpretation of the Board of Examiners to such recommendations, questions or problems.
 - (e) Preparing an annual report to the Board of Directors of NCAEC covering current work, activities, plans and programs of the Board of Directors of the Board of Examiners.
- 3.) Except in specific cases where some other avenue is stipulated by the Board of Directors of NCAEC, the designee shall communicate with the Association through the Chairman of the Board, Secretary and/or Executive Director.

- 4.) The Executive Director of the North Carolina State Board of Examiners of Electrical Contractors shall be officially notified, in writing or fax, of the designation of NCAEC's representative of which shall be signed by one of the following: the Chairman of the Board of Directors, Senior Vice Chairman or Vice Chairman, Secretary or the Executive Director of the Association. The notification shall include the name, address and business or professional connection of the designee.
- 5.) Should the designee's position or to the State Board of Examiners become vacant by reason of resignation or otherwise, the Executive Committee of the NCAEC Board shall make an interim designation to complete the unexpired term.
- 6.) Should the designated representative fail to serve in a competent manner or fail to maintain current dues to NCAEC the Board of Directors of NCAEC, by a two-thirds vote may request his or hers resignation as the representative to the State Board of Examiners.

Former Article XI "Election of Division Directors" and "Directors at Large" has been incorporated into Article XIII "Divisions" (former Article XVI).

ARTICLE XII STANDING COMMITTEES

- 1.) Standing committees shall assume duties as specified by these By-Laws and such other duties as may be assigned by the Board of Directors of NCAEC.
- 2.) The following standing committees shall be appointed by the Chairman of the Board of Directors of NCAEC within thirty (30) days following the annual meeting. All appointed committee members are to serve until the next annual meeting. Individuals may serve on multiple committees and may serve consecutive terms. All committee members must be current with their dues to the Association:
 - a. Legislative Committee
 - b. Membership Recruitment Committee
 - c. Membership Retention Committee
 - d. Annual Meeting & Events Committee
 - e. Education & Training Committee
 - f. Finance Committee (Executive Committee Only) *Remaining text omitted*
 - g. By-Laws Committee
 - h. Nominating Committee
 - i. Public Relations Committee
 - j. Advertising Committee
 - k. Awards Committee
 - l. Curriculum Research & Development

- 3.) The Executive Committee is not appointed but is comprised of the following:
 - a. Chairman of the Board
 - b. Senior Vice Chairman
 - c. Vice Chairman
 - d. Secretary
 - e. Treasurer
 - f. Immediate Past Chairman of the Board
 - g. Executive Director (Non-Voting)

- 4.) A special committee may be appointed during any regular scheduled Board of Directors meeting to handle any affairs as it may be related to the electrical industry and/or the betterment of the Association. The term for a special committee shall be for one year from its establishment or until the specified task is accomplished, whichever occurs first.

- 5.) Subcommittees may be created as necessary and approved by the Executive Committee.

Former Article XII “Convention or Special Meeting” is now Article VIII “Meetings”.

ARTICLE XIII DIVISIONS

- 1.) The Board of Directors of the Association may, by simple majority vote, recognize or establish Official Divisions of the Association in such manner and subject to the By-Laws of the Association and to such regulations and rules as the Association’s Board of Directors may, from time-to-time, determine and prescribe.

- 2.) An Official Division shall operate under the Charter of the Association and shall be entitled to one (1) Division Director position on the Association’s Board of Directors.

- 3.) Division Director
 - a. Each Official Division may elect one of its members to serve as its Division Director, subject to the By-Laws of the Association and to such regulations and rules as the Association’s Board of Directors may, from time-to-time determine prescribed.
 - b. To be eligible for Division Director, the nominee shall hold or be listed on an “Unlimited” electrical license issued by the NCBEEC and shall be a dues paying member of the Association.
 - c. Division Directors shall serve a two year term or until his/her Successor is appointed. Division Directors may serve successive terms.
 - d. The Division Director or an alternate shall attend all scheduled meetings of the Association’s Board of Directors. A Division Director missing two or more, regularly scheduled, Board of

Directors meetings within one year and without substitute representation may be subject to removal from the Board by the Association's Board of Directors.

4.) Affiliate Members

- a. Each Official Division shall pay a fee of \$50.00 per Affiliate Member, as defined in Article III, paragraph 1.e, per year to the Association, starting January 1 of each year. In the event an Affiliate Member should become a full member within said year, the \$50.00 fee shall be credited to the members' dues.
- b. An Affiliate Member shall have no voting rights on NCAEC issues or other rights permitted to regular NCAEC members.

5.) Division Revocation: The Board of Directors, by a simple majority vote, may revoke the establishment/recognition of an Official Division of the Association for failing to comply with the Association's Bylaws or the Association's Regulations and Rules or for actions it deems contrary to the objectives, purposes, programs, or welfare of the Association.

Remaining text omitted

**ARTICLE XIV
QUORUM**

- 1.) A minimum of 10% of active members in good standing in the Association shall constitute a quorum at any meeting of the membership of NCAEC.
- 2.) A minimum of one-third (1/3) of the Board of Directors including Chairman of the Board, Senior Vice Chairman, Vice Chairman, Secretary and Treasurer shall constitute a quorum at each regularly scheduled Board Meeting.
- 3.) A simple majority of the members of any Committee shall constitute a quorum.

**ARTICLE XV
FISCAL YEAR**

- 1.) The fiscal year of NCAEC shall be from January 1 through December 31.

Former Article XV "Parliamentary Authority" has been incorporated into Article VIII "Meetings."

**ARTICLE XVI
SUSPENSION OR EXPULSION**

- 1.) The provisions of the North Carolina General Statutes Chapter 87 Article 4 and all amendments thereto and the rules of the State Board of Examiners of Electrical Contractors and its amendments are hereby made a part of these By-Laws and are incorporated herein by reference.
- 2.) If any member, however classified under Article III of these By-Laws, should violate any statute or rule referred to in paragraph 1 of this Article is not merit/open shop in North Carolina, or promotes non-merit/non-open shop activities then such member shall be expelled from this Association.
- 3.) If any member, however classified under Article III of these By-Laws, should be convicted of a felony or crime involving fraud or other moral turpitude, then such member may be reprimanded, suspended, or expelled from this Association pursuant to Sections 4 through 6 of this Article.
- 4.) A violation described in Section 3 of this Article shall be reported in writing to the Membership Committee. After investigation, the Membership Committee shall report to the Board of Directors for a hearing and determination on the merits of the charge. The Board of Directors may accept or reject such recommendation in whole or in part.
- 5.) A hearing, if called by the Board of Directors, shall be by at least a quorum of the full Board except for any member thereof who, as a member of the Membership Committee, made an investigation or recommendation as described in Section 4 of this Article. The accused shall be accorded due process of law, including at least 15 days written notice of the charge, date, time and place of the hearing, the right to legal counsel, the right to examine evidence and cross-examine witnesses, the opportunity to refute the charge, the right to present evidence and the right to make legal and factual arguments. After the hearing, the Board of Directors shall make written findings of fact, conclusions of law, and a final decision, all of which shall be given to the accused.
- 6.) By a two-thirds majority vote of the Board members hearing the evidence, the Board of Directors may issue a written reprimand to the accused, may suspend the accused from membership for such period of time as the Board may determine or may expel the member from the Association. Reinstatement, if any, shall require a new application for membership. Upon suspension or expulsion, all rights of membership and all dues paid in advance shall be forfeited.

Former Article XVI "Divisions" is now Article XIII "Divisions".

ARTICLE XVII DISSOLUTION

- 1.) If the North Carolina Association of Electrical Contractors should be dissolved, the assets of the Association shall be used:
 - (a) To pay all indebtedness of the Association.
 - (b) To pay all expenses of liquidation

(c) All remaining assets shall be distributed to one or more tax exempt charities meeting the requirements of the Internal Revenue Service.

Remaining text omitted

ARTICLE XVIII AMENDMENTS

- 1.) These Bylaws may be amended at any Annual Meeting or special meeting if the proposed amendment shall receive at least two-third of the vote entitled to be cast by members present or represented by proxy at such meeting.
- 2.) Any proposed amendment to the Bylaws shall be submitted in writing to the Secretary of the Association at least thirty (30) days before any Annual Meeting or special meeting. The Secretary shall transmit the proposed amendment to the Board of Directors and the said Board shall make a recommendation on the amendment to the members of the NCAEC.
- 3.) Written or printed notice, setting forth the proposed amendment or a summary of the changes to be effected thereby, shall be sent via USPS mail, electronic mail, or facsimile to each member entitled to vote at the Annual Meeting or special meeting, at least thirty days before the Annual Meeting or special meeting.

Amended:

Amended July 16, 1965
Amended December 1, 1973
Amended December 7, 1974
Amended Article IV October 20, 1978
Amended Article XI October 20, 1978
Amended Article V May 1979
Amended January 23, 1980
Amended Article IV October 1984
Amended May 1989
Amended June 2, 1995
Amended June 21, 1996
Amended June 20, 1997
Amended June 27, 1998
Amended June 19, 1999
Amended June 22, 2001
Amended April 10, 2002
Amended April 27, 2005

Amended June 12, 2009
Amended July 14, 2017