

BYLAWS

OF THE

LOUISIANA AUTOMATIC FIRE ALARM ASSOCIATION

A General Non-Profit Corporation

Under the Laws of the State of Louisiana

ARTICLE I

NAME: LOUISIANA AUTOMATIC FIRE ALARM ASSOCIATION

(Hereinafter referred to as LA AFAA)

ARTICLE II

PURPOSE: FIRE SAFETY FOR LOUISIANA

A cooperative effort of concerned organizations and individuals to meet the public need for **Fire Safety** in Louisiana through early warning fire detection, suppression and alarm systems, and other related fire equipment hereafter referred to as fire protection systems. Such Systems have as their objectives, the preservation of life and property, the reduction of fire related injuries and the continuity of business and other societal activities.

To foster and improve the standards in the industry and the relationships among manufacturers, sellers, installers, users of the products, bureaus and other agencies regulating the standards of the automatic fire alarm industry and the public through education, research and cooperative effort at all levels. To provide a unified voice for the automatic fire alarm industry in the pursuit of these objectives.

Any revenue generated through the collection of dues, assessments, stipends for seminars, or fees for educational materials, or revenues from other sources shall be used solely to offset the costs of operation of the Association and its activities as delineated herein.

Approach:

Make cost effective use of the communication resources of such groups as Distributor Associations and the information resources of such groups as associations of systems and device manufacturers, in a unified manner with other concerned groups and individuals, in a variety of ways, such as the following:

1. Influence codes and standards at all levels to make buildings safer through the proper application of automatic fire alarm systems. Encourage knowledgeable representation on all major building codes panels as well as state and local code making bodies.
2. Assist in educating all levels of the industry and authorities having jurisdiction (AHJs) to properly apply, install, use and maintain automatic fire alarm systems. Manufacturing members to provide up-to-date training manuals and materials for such groups and subjects as: AHJs: Plan inspection; on site inspection, and check-out; Distributors/Installers: Applications; UL Field Certification Program; and System Designers. Members are to disseminate material and conduct training sessions through the LA AFAA.

3. Promote the role of our industry in meeting the public need for **Fire Safety** in Louisiana. Collect, maintain and distribute factual industry positions. Assist members in formulating positions, presenting testimony at legislative or regulatory hearings, and publicly addressing life safety issues of concern to the members and the public.
4. Provide a communication network to quickly and accurately identify industry problems, exchange ideas and information for solutions, and organize corrective programs. Further the Association's goal of **Fire Safety** for Louisiana by maintaining familiarity with the policies and procedures of NFPA, UL, the Building Codes, NEMA, AFAA, NAFED, FSSA and other organizations helpful to the industry, and conduct all activities within the spirit as well as the letter of all antitrust laws.
5. Promote technical competence of the industry through the NICET certification process and other continuing education resources.

ARTICLE III

OFFICES

The Association shall and continuously maintain a registered office and a registered agent office and, in addition, may have other offices as the Board of Directors may, from time to time, determine.

ARTICLE IV

Section 1 - Classes of Membership and Eligibility

Membership classes will be defined by Board Resolution.

Section 2 - Election of Members

Applications shall be in writing. Election shall be by a majority vote of the Board of Directors. Applicants not approved may appeal to the membership at any annual or special meeting properly convened in which case election shall be by a two-thirds (2/3) vote of the members eligible to vote and present or voting by proxy at such meeting.

Section 3 - Representation

- A. Each member shall designate, in writing to the Secretary, a specific person to whom all correspondence shall be addressed, and who shall be empowered to act officially for said member in the conduct of the affairs of this Association. Additional representatives of a member are welcome to participate in the Association's activities in accordance with Article IV, Section 6.
- B. Change of Representation - A member may, by written notice to the Secretary, withdraw his designated representative and appoint a new representative at any time. In such case, if the original representative is holding an elective office at the time of his withdrawal, he shall automatically be deemed to have resigned and the office shall be declared vacant.

Section 4 - Membership Certificate

- A. The Louisiana AFAA shall provide a membership certificate to each member in good standing. Each certificate shall have an expiration date prominently displayed, with provision for either renewal or replacement if membership in good standing is maintained by continued payment of dues. Each certificate shall bear the signature of the current President.
- B. The Louisiana AFAA shall provide a membership certificate to each member in good standing. Each certificate shall have an expiration date prominently displayed, with provision for either renewal or replacement if membership in good standing is maintained by continued payment of dues. Each certificate shall bear the signature of at least two (2) Officers.

Section 5 - Transfer of Membership

Membership in this Association is not transferable or assignable.

Section 6 - Voting Rights

Each voting member of each_class, except, Authority Having Jurisdiction (AHJ) & Reciprocal Association Members will have one (1) vote in the election of Directors. Each voting member will have one vote on all other matters subject to vote by the membership, including any changes of the Bylaws. When a letter ballot is authorized by the Executive Committee on any matter, it shall require that the results be agreed to by a majority of those responding and, in the case of changes to the Bylaws, by a majority of the entire voting membership.

Section 7 - Meetings of the Members

Annual Meetings - The Association shall have an Annual Meeting during the month of March in each year. The place and date shall be set by the Board of Directors. Notice shall be sent by the President through the Secretary, at least four (4) weeks in advance of the meeting date.

Special Meetings - May be called by a majority vote of the Board of Directors who shall also set the place and date. Notice shall be by the President through the Secretary at least two (2) weeks in advance of the meeting date.

Quorum - At any Annual or Special Meeting duly called, a quorum shall consist of the voting members present and in good standing. Any vote will require a simple majority of such members.

Proxies - Shall be accepted but must be in writing by the designated representative of the member.

Minutes - The legal importance of minutes of LA AFAA meetings must not be underestimated. They are the official record of the Association and represent the only contemporaneous evidence of what transpired at the meeting. They are one of the first types of documents that litigants and investigators will ask for. It is the Secretary's responsibility to see that the minutes are clear, complete and accurate with regard to the discussion which transpired the actions which were taken and the justifications for those actions.

For the benefit of the members, it should be noted there is no such thing as a conversation “off the record” at an LA AFAA meeting. The Secretary is obligated to record accurately all matters discussed. If you feel that your comments are not appropriate for recording, they probably are not proper for a LA AFAA meeting and should not be made.

Discussion Topics - It is a practical impossibility to delineate in a set of guidelines the permissible limits of discussion at an LA AFAA meeting, because so much is dependent upon the context in which any particular subject is to be raised. Nevertheless, a prudent rule, which is to be followed at all LA AFAA meetings is that no commercial topics should be acted upon or even considered. To avoid the more sensitive areas, there should never be a discussion of the following at LA AFAA meetings:

- (a) Price or any elements of price or pricing policies, including cost, discounts, etc.;
- (b) Sales or production quotas, territories, allocations, boycotts, or market shares;
- (c) Identified individual company statistics, inventories or merchandising methods;
- (d) Particular competitors or customers;
- (e) Commercial liabilities, warranties, guarantees, or the particular terms or conditions of sales, including credit, shipping and transportation arrangements;
- (f) Or anything dealing with coercive trade uses, or excluding or controlling competition.

ARTICLE V

OFFICERS

Section 1

A. Board of Directors - The affairs of the Association shall be directed by a seven member Board of Directors consisting of:

- 1. President
- 2. Vice President/Secretary
- 3. Treasurer
- 4. Director –Eastern Region
- 5. Director – Western Region
- 6. Director – Northern Region
- 7. Director At Large
- 8. Immediate Past President (as non-voting advisor)

The President, Vice-President/Secretary and Treasurer shall comprise the Executive Committee.

The President shall not serve in the same capacity for more than two successive terms. A term shall be defined as one (1) calendar year commencing at the annual meeting at which the election of officers is held.

A. Directors shall individually represent each of three geographical areas, initially determined by the Executive Committee and subsequently by the Board of Directors–thru resolution.

- B. Election of Directors - Directors shall be elected from among those members presented by a Nominating Committee and those nominated from the floor at the Annual meeting or by petition supported by the signatures of at least five (5) voting members and submitted to the Board of Directors Meeting preceding the Annual Meeting. The nominees of the Nominating Committee and those nominated by petition shall be presented to the membership with the Agenda for the Annual Meeting and voting will take place at the Annual Meeting.
- C. All Directors serve without compensation.
- D. Meetings - The Board of Directors shall schedule at least four (4) regular meetings during each year. The place and date shall be scheduled by the Board of Directors in a location as determined by the Board of Directors. Notice of such meetings shall be by the President through the Secretary, at least four (4) weeks in advance of the meeting date. All meetings of the Board of Directors shall be open to all members of the Association.
- E. Special Meetings - Special Meetings may be called by the President at his discretion to consider matters of urgency if they arise. The time and place shall be determined by the President, who shall notify all Board Members at least ten (10) days in advance of the meeting date. Notice shall include an agenda of the items to be considered and the reason for their urgency. Emergency meetings shall require minimum advance written notice by FAX or other means.
- F. Quorum - At any regular or special meeting properly convened, a quorum shall consist of those members of the Board of Directors present. Any vote will require a simple majority of such members.

Section 2 - Attendance

The attendance of Board Members at all meetings is necessary for the welfare of the organization. It is specifically recognized that valid reasons may result in failure to attend. Nevertheless, if for any reason it becomes necessary for a Board member to miss two (2) regular Board meetings or three (3) meetings in total (both regular and special) during, the term of office, the member will automatically and immediately be considered to have resigned from the Board and the position shall be filled in accordance with Article V, Section 3 of the Bylaws.

Exception: The Board has the authority to make an exception for special circumstances.

Section 3 - Vacancy

A vacancy in any office due to death, resignation, removal or otherwise, shall be filled by the Board of Directors for the unexpired term.

ARTICLE VI

COMMITTEES

Section 1 - The President shall have the power to appoint whatever committees he shall deem necessary for the purpose of carrying out any duties that will aid in accomplishing the objectives of the Association.

Section 2 - Participation in committee activities shall be open to and expected of all members of the Association, regardless of classification.

Section 3 - Appointments to represent the LA AFAA on the committees or Boards of other organizations shall be made and reviewed annually by the President with the advice and consent of the Board of Directors.

ARTICLE VII

DUES, FEES AND FISCAL YEAR

Section 1 - The fiscal year of the Association shall be from January 1 to December 31.

Section 2 - Dues

- A. Annual Dues are payable within thirty (30) days of the start of each fiscal year. Notice of non-payment will be sent no later than sixty (60) days. Non-payment within thirty (30) days after such notice will constitute automatic termination of membership. Memberships so terminated may be reinstated by payment of all monies due.
- B. Annual dues shall be set by Board Resolution.
- C. The Board of Directors, upon approval of the majority of the voting membership, shall have the authority to assess each member an additional amount per year, not to exceed the amount of the annual dues, as the financial condition of the Association may require.
- D. New Members - Dues Prorated

Dues shall be prorated at a rate of 25% per quarter for each quarter remaining in the fiscal year.

ARTICLE VIII

TERMINATION OF MEMBERSHIP

The membership of any member may be terminated by reason of any of the following:

- (a) Cessation of industry related business activity.
- (b) Written resignation sent to the Board of Directors to be effective not sooner than ten (10) days after receipt.
- (c) Non-payment of dues, assessments or other obligations to the Association for a period of 90 days from the date upon which payment was due. Membership so terminated may be reinstated by payment of all monies due.
- (d) By the vote of two-thirds (2/3) of the members of the Board of Directors present at a regular or special meeting for actions detrimental to the Association. A member so charged shall be given an opportunity to be heard by the Board of Directors and may appeal the Board's decision to the full membership.

ARTICLE IX

AMENDMENTS

These Bylaws may be amended, altered or repealed only by a majority vote of the eligible voters present at a regular or special meeting duly called in accordance with Article IV Section 7, provided that the notice of the meeting shall have included notice that a change in the Bylaws will be considered along with a general statement of the intent and, if possible, a text of the changes proposed.

ARTICLE X

RULES OF ORDER

All meetings shall be conducted under Robert's Rules of Order.

ARTICLE XI

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Non-Profit Corporation requirements of the State of Louisiana, under the provisions of these Bylaws or of the Articles of Incorporation of this Association, a waiver thereof, in writing, signed by the person or persons entitled to such notice, whether before or after the time stated herein, shall be deemed equivalent to the giving of such notice.

Issued April 1993
Revised:
May 13, 2008
June 26, 2009
Membership Meeting
Baton Rouge, Louisiana



Louisiana Automatic Fire Alarm Association, Inc.

Board Resolution Index

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Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Membership Classifications & Dues

Resolution Number 1

MEMBERSHIP CLASSIFICATIONS

CORPORATE MEMBER

Any corporation, company partnership or proprietorship who is a fire alarm system distributor, fire suppression system distributor, dealer contractor, or installer of automatic fire protection systems or component parts; engineering or architectural firms; end users; insurers or any other corporation involved with fire protection systems.

Annual Dues: \$ 250.00

INDIVIDUAL MEMBER

Any individual who is an architect, engineer, consultant, insurer, user, or person who cannot qualify for another class of membership only the individual is considered a member of AFAA.

Annual Dues: \$ 100.00

AUXILIARY MEMBER

An individual who is an employee of a National AFAA Manufacturing or Corporate Member who wants to support the Louisiana Automatic Fire Alarm Association.

Annual Dues: \$50.00

AHJ MEMBER

An individual who serves as an Authority Having Jurisdiction (AHJ) in local, state or federal government. This classification does not have voting privileges.

Annual Dues: \$ 0.00

RECIPROCAL ASSOCIATION MEMBER

An Association which subscribes to the purposes of the Louisiana AFAA, and which in the judgment of the Board of Directors, will be instrumental in achieving those purposes thru mutual membership. This classification does not have voting privileges.

Annual Dues: \$0.00

Note:

1. Members joining dues will be pro-rated at a rate of 25% per quarter for 1st – 3rd quarters remaining in the fiscal year. Applicants during 4th quarter will be required to pay full annual dues, and include next year membership.
2. The Louisiana AFAA fiscal year is January 1st through December 31st.
3. National Membership Dues are paid from State Dues collected.
4. Reference Separate Resolution No 8 regarding membership requirements for training seminars.

Approved By Board of Directors 06/25/09

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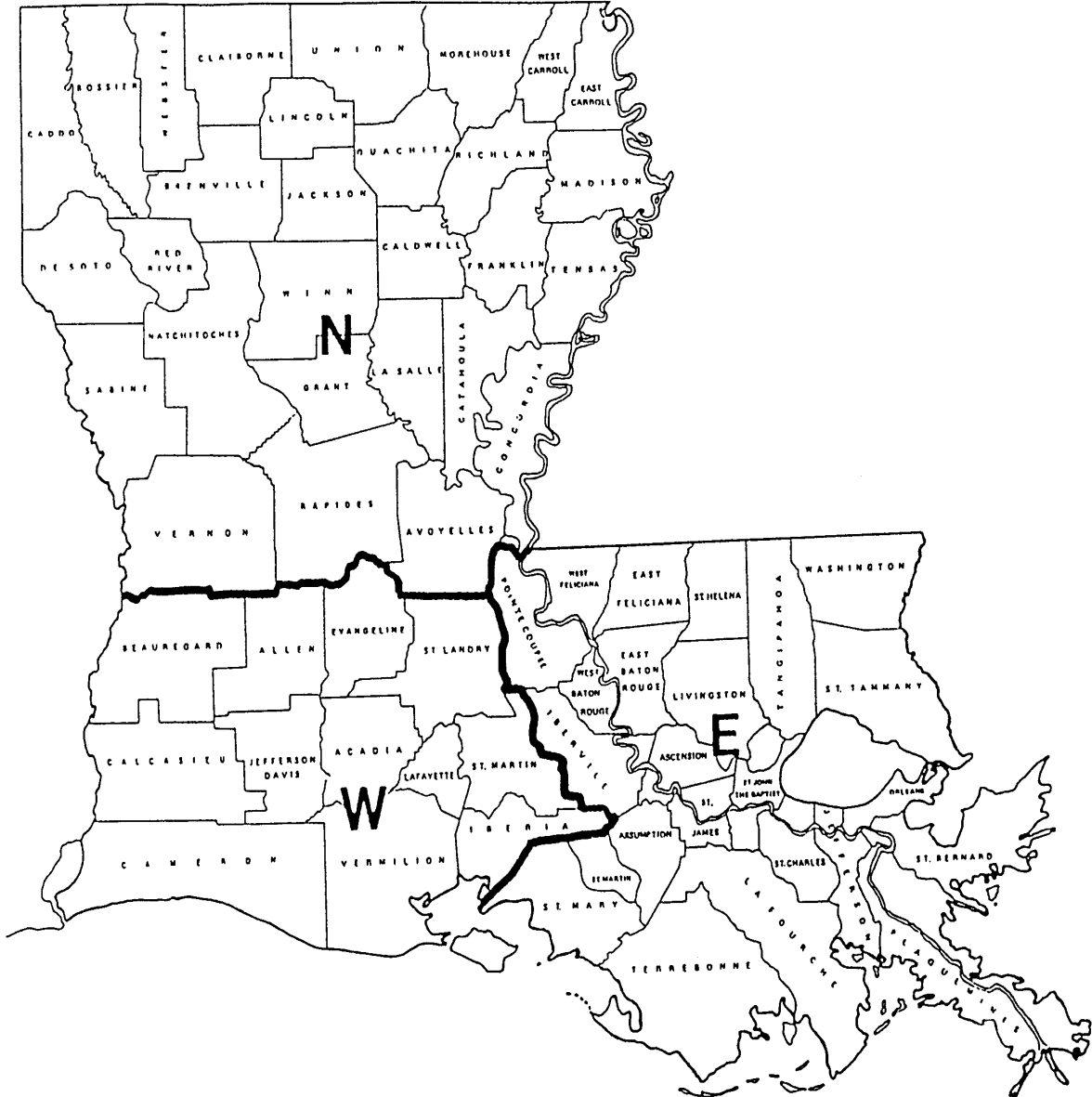
Reprint 1/13/11



Board of Directors Resolution on Geographical Regions

Resolution Number 2

The Louisiana Automatic Fire Alarm Association Regional Board Members will be elected from Regions as indicated on the Louisiana State Map





Louisiana Automatic **Fire** Alarm Association, Inc.

Board of Directors Resolution on Board Attendance

Resolution Number 3

Whereas the Louisiana AFAA Board feels strongly concerning attendance, it shall be the policy of this Board to enforce the By-laws of this Association concerning attendance at Board Meetings, unless a written request has been filed with the secretary of the Association, and copy distributed to the President. The request will be voted upon by the Board of Directors.

Approved by Board of Directors 06/26/08.



Louisiana Automatic **Fire** Alarm Association, Inc.

Board of Directors Resolution on Association Correspondence/Press Releases

Resolution Number 4

All Louisiana AFAA “Formal Positions” or Press Releases will be issued using Association Letterhead and signed by the President after review and approval of the Board Members.

Board Members are encouraged to make a clear distinction whether they are offering a personal opinion, or presenting an opinion that is the majority opinion of the Board of Directors or of the membership when an issue is voted upon by the members of the Association.

Approved by Board of Directors 06/26/08.



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Appropriate and Ethical Discussion

Resolution Number 5

1. General: At all meetings of the Louisiana AFAA, including meetings of the Board of Directors, telephone conference call meetings, and general membership meetings, the practice of good taste and correctness is strongly urged. Since all meetings are “on-the-record”, consider whether your comments are appropriate for recording. If they are not, they are probably not proper for a Louisiana AFAA meeting and should not be made.
2. Discussion topics: No commercial topics should be discussed, including, but not limited to, the following:
 - a. price or any elements of price or pricing policies, including cost, discounts, etc.
 - b. Sales or production quotas, territories, allocations, boycotts, or market shares.
 - c. Identified individual company statistics, inventories, or merchandising methods.
 - d. Particular competitors or customers.
 - e. Commercial liabilities, warranties, guarantees, or the particular terms or conditions of sales, including credit, shipping, and transportation arrangements.
 - f. Discussion of coercive trade uses or the exclusion or controlling of competition.
3. Specific - this resolution shall be read by the chair at the beginning of all meetings.

Approved by Board of Directors 06/26/08.



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution Meeting Sponsorships

Resolution Number 6

Sponsorships can be used to defray meeting expenses, i.e., General Membership Lunch, Training Seminar Lunch, or Receptions. The following rules shall apply to sponsorships.

1. Sponsorship fee will be \$300.00 for a General Membership Meeting Lunch Sponsorship. The \$300.00 fee must be received prior to the event.
2. Only Louisiana AFAA Corporate Members or National AFAA Manufacturer Members will be eligible to be sponsors.
3. Only one event per calendar year can be sponsored by the same sponsor.
4. The Association will display the sponsors name, and logo when available, and announce the meeting sponsor at every sponsored event.
5. The meeting sponsor will be given (5) minutes immediately prior to lunch to announce a new product, introduce the company, or speak on industry events.
6. The sponsor will receive two complimentary quarterly meeting registrations as part of the meeting sponsorship.

Approved by Board of Directors 09/13/2010.



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Training Seminars

Resolution Number 7

The Louisiana AFAA will sponsor at least one National AFAA Training Seminar per year.

- The seminar will be scheduled only if registration indicates at minimum a “Break Even” financial estimate of seminar profitability.
- Member pricing will only be extended to members in “Good Standing”, new members who have paid a minimum of a full membership year dues, and others who maintain current national membership in the Automatic Fire Alarm Association.

Approved by Board of Directors via email 2/16/09



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Meeting Registration

Resolution Number 8

The Board of Directors will review meeting registration cost and set meeting registration fees on an annual basis.

- Pre-Registration price will only be extended to members whose dues are “Current” status and remit payment prior or during the pre-registration period indicated on the meeting registration form.
- Non-Members will be allowed to attend one (1) regular quarterly meeting at the price set forth for attendees not pre registered.

Approved by Board of Directors approved 1/22/09 Board Meeting



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Special Expense Authorization

Resolution Number 9

Whereas, the President in capacity as President with the Treasurer's concurrence shall be authorized to spend Association funds up to \$100.00 on a single expenditure without Board approval. Total of such expenditures shall not exceed \$250.00 in a single fiscal quarter.

All such expenditures shall be ratified by the Board at the next scheduled Quarterly Board Meeting.

Approved by Board of Directors _____.



Louisiana Automatic **Fire Alarm** Association, Inc.

Expense Reimbursement Request Form

EXPENSE

REASON

DATE

AMT.

1.				
2.				
3.				
4.				
5.				

TOTAL DUE _____

Please attach an original receipt(s) for all requested reimbursements.

Requested By: _____

Print Name: _____

Date: _____

Approved By:

President

Treasurer

Reimbursement Date _____ Check Number: _____

7575 Jefferson Hwy, #16
 Baton Rouge, LA 70806
 225-924-1073
 www.laafaa.org
 501(C) (6) Non-Profit Corporation
 Federal Tax Identification Number 72-1233461
 Forms/Associations/LA-AFAA/Letterhead/Expense Reimbursement Form R5/4/15.doc



Louisiana Automatic **Fire** Alarm Association, Inc.

Board of Directors Resolution on Membership List Privacy Policy

Resolution Number 10

Information gathered from membership applications will be considered confidential and only disseminated to National AFAA and LA-AFAA Board members for their personal use. Membership lists are not to be copied, distributed or shared by any Board members for Sales/Contact purposes by other Trade Associations or Vendors. Website postings are to include company name, city, and state only.

Approved by Board of Directors 1/15/10



Louisiana Automatic **Fire** Alarm Association, Inc.

Board of Directors Resolution on Authorizing Checking Account Signatures

Resolution Number 11

An election was held at the annual meeting on March 26, 2010. Michael LeJeune Jr. was elected President, Roger Bourgeois, Treasurer, Barbara Swafford, Eastern Region Director, and Sonya Graham, Director At Large. All other Board members not up for re-election will remain in their seats. It was further decided that the officers authorized to have signature control on bank accounts for this Association will be the Treasurer and President.

Approved by Board of Directors 3/26/10



Louisiana Automatic **Fire** Alarm Association, Inc.

Board of Directors Resolution on Louisiana AFAA President Attending Annual National AFAA Meeting

Resolution Number 12

This Resolution as approved by a majority vote of the Board of Directors on 9/22/11 will authorize the current Louisiana AFAA president, or an alternate person as approved by the President, to attend the National AFAA Annual Meeting. The maximum reimbursable amount for annual meeting attendance will be \$2,000.00.

This Resolution must be ratified each year by a majority vote of the Board, after consideration of the Association Finances, and assessment of the sitting President's Performance.

Approved by Board of Directors 11/15/11 via e-mail



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Standing Committees

Resolution Number 13

Be it resolved, that the Louisiana AFAA will have the following Standing Committees:

- Membership
- Education
- State Fire Marshal Liaison
- Recognition
- Nominating

The President will be responsible for appointing Chairs of each Committee on an annual basis. The Chairs are encouraged to solicit Committee Members from among members in good standing.

The President will also have the power to appoint AdHoc committees as needed to help manage the affairs of the Association.

All Committee Chairs will serve for one year and can serve without limitation, as long as they are reappointed on an annual basis by the President.

Approved by Board of Directors 11/15/11 via e-mail



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Board Meeting Meal Expenses

Resolution Number 14, Revision #1

Board Meeting Meal Expenses (\$40.00/Maximum per Board Member) will be paid from Louisiana AFAA Treasury funds, as long as the account balance is over \$25,000.00. An 18% tip will be added to the restaurant check and entire amount will be paid with a Louisiana AFAA Check. Board members will be personally responsible for Board Meeting meals, if the account balance falls below the aforementioned threshold. The LA-AFAA Treasury will also be responsible should there be a meeting room charge. **Former and current board members, Committee Chairs, and Active Committee Members meals will be paid. However any alcohol ordered will not be paid by the Association Treasury. Other meeting guests will be responsible for their own meal unless they are attending upon request or on behalf of the board.**

Approved by Board of Directors 05/24/12 via e-mail



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Prohibiting More Than One Member Company having A Voting Representative on the Board of Directors.

Resolution Number 15

Board Resolution Number 15 will clarify Article V Section I of Bylaws, to prohibit any one Member Company having more than one voting representative on the Board of Directors.

1. In cases where an existing Board member changes employment to where he/she will become the 2nd Board Member from the same company; then that Board Member will have to resign.
2. A replacement Board Member will be selected by the current Board in accordance with Section 3 (Vacancy) of the Association By-laws.
3. This resolution does not prohibit the immediate Past President (Non-voting Advisor) serving at the same time with another Board Member from the same Member Company.

Approved by Board of Directors on 1/30/12 via e-mail



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Electronic Voting

Resolution Number 16

Board Resolution Number 16 – The Louisiana AFAA President is authorized to call for an Electronic Vote via fax or e-mail on any subject requiring a vote by the Board of Directors.

No response within the deadline stated in the electronic vote cover document will be considered a positive vote. However, all Board Members should respond when polled by electronic means.

The Secretary will be responsible for maintaining the voting record.

Electronic voting pertaining to expenditure of funds or adoption of Board Resolutions will be Re-confirmed at the next regular scheduled Board Meeting, and recorded in the meeting minutes by the Secretary.

Approved by Board of Directors on 1/30/12 via e-mail



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Association Finances

Resolution Number 17

To avoid controversy and to properly manage funds of the Association, the Treasurer shall:

1. File an itemized financial report covering the period from the last report of the month ending prior to the current Quarterly Meeting. A copy of this report shall be distributed to all Board Members as a part of the “Electronic Board Package.” The Board shall accept & approve this report.
2. The Treasurer shall furnish to the President & Vice President; a complete copy of the monthly Bank Statement/Checking Account Reconciliation (from Peachtree software) and Income Statement printed from Peachtree software. The President & Vice President shall review and approve the detailed report.
3. The checkbook shall be available for inspection at each Quarterly Meeting or upon request of an Officer or Board Member. The Association financials shall be kept current & posted as events occur, and Association books shall be closed on a monthly basis, using the Association Peachtree software.
4. A copy of the fiscal year (calendar year) income statement shall be prepared by the Treasurer (or their designee) and made available in February of each fiscal year for filing of the IRS-990N.
5. The bank “authorized signature” card shall be maintained current in order to comply with Resolution # 11 and election of new officers.
6. It is very important for the Treasurer to personally be responsible for the Association checkbook - even if some duties are delegated to clerical staff.
7. All Association financials records shall be maintained in “hard copy” 3 ring binders for a minimum of 7 years.

Approved by Board of Directors on 3/21/2013



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on Dissolution of the Louisiana AFAA

Resolution Number 18

1. A two-thirds “ballot” vote of the Membership and the Board of Directors shall be required should dissolution of the Association occurs.
2. The Treasurer shall be responsible for written notice to the Internal Revenue & Louisiana Secretary of State. All legal requirements will be followed in the dissolution & reviewed and approved by the Executive Board.
3. Remaining funds shall be distributed as follows, only after the Treasurer has verified that any outstanding debt of the Association have been paid:
 - 40% to National AFAA
 - 30% to Louisiana “Walk of Honor Foundation”
 - 30% to Louisiana State Police “Make a Wish Foundation”

This Resolution can only be revised by a two-thirds vote of both the Membership and Board of Directors, by use of a written ballot. The Executive Board will be responsible for a review & tally of the votes.

Approved by Board of Directors on 3/21/2013



Louisiana Automatic **Fire** Alarm Association, Inc.

Board of Directors Resolution-Member Reimbursement for Certification Courses

Resolution Number 19

Any LA-AFAA person auditing a training course for Advisory Board acceptance must be approved in advance by the LA-AFAA Board of Directors. The course audited must be of benefit to the Association and must be approved by a unanimous vote of the Board. If one member attends, the maximum reimbursement is \$250.00 if two or more members attend, the maximum reimbursement is \$500.00, to be divided among the members. Original expense receipts must be attached to the completed expense form (Resolution #9) and submitted to the Treasurer within 14 days of attendance.

Approved by Board of Directors 3/20/15 via e-mail



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution on President Qualifications

Resolution Number 20

1. For any person wishing to be nominated or to serve as President, that person shall have served a minimum of 2 (two) years on the Board of Directors either by election or appointment.

This Resolution can only be revised by a two-thirds vote of both the Membership and Board of Directors, by use of a written ballot. The Executive Board will be responsible for a review & tally of the votes.

Approved by Board of Directors on X/X/XXXX



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors, Appointees and Lifetime Achievement Award Recipients, Meeting Fee Waiver Resolution

Resolution Number 21

1. For any person(s) currently having been elected to the Board of Directors, quarterly meeting fees are waived
2. For any person(s) currently having been appointed by the President shall have quarterly meeting dues waived.
3. For any person(s) who has been the recipient of the LA-AFAA or AFAA Lifetime Achievement Award shall have quarterly meeting dues waived.

This Resolution can only be revised by a two-thirds vote of both the Membership and Board of Directors, by use of a written ballot. The Executive Board will be responsible for a review & tally of the votes.

Approved by Board of Directors on X/X/XXXX



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution – Membership Dues

Resolution Number 22

The below proposed and listed fee structure be set in place for the LA-AFAA and the revenue generated for such fees benefit the LA-AFAA wholly. Current membership and due structure remains with the addition of the Lifetime Achievement Membership.

CORPORATE MEMBER

Any corporation, company partnership or proprietorship who is a fire alarm system distributor, fire suppression system distributor, dealer contractor, or installer of automatic fire protection systems or component parts; engineering or architectural firms; end users; insurers or any other corporation involved with fire protection systems.

Annual Dues: \$ 250.00

INDIVIDUAL MEMBER

Any individual who is an architect, engineer, consultant, insurer, user, or person who cannot qualify for another class of membership only the individual is considered a member of AFAA.

Annual Dues: \$ 100.00

AUXILIARY MEMBER

An individual who is an employee of a National AFAA Manufacturing or Corporate Member who wants to support the Louisiana Automatic Fire Alarm Association.

Annual Dues: \$50.00

AHJ MEMBER

An individual who serves as an Authority Having Jurisdiction (AHJ) in local, state or federal government. This classification does not have voting privileges.

Annual Dues: \$ 0.00

RECIPROCAL ASSOCIATION MEMBER

An Association which subscribes to the purposes of the Louisiana AFAA, and which in the judgment of the Board of Directors, will be instrumental in achieving those purposes thru mutual membership. This classification does not have voting privileges.

Annual Dues: \$0.00

LIFETIME ACHEIVEMENT MEMBER

Individual membership for any person(s) who has been the recipient of the LA-AFAA or AFAA Lifetime Achievement Award.

Annual Dues: \$0.00

Approved by Board of Directors 9/20/2019



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution – National Membership Dues

Resolution Number 23

National membership dues are no longer collected and paid by state dues collected as stated in Note reference #3 of adopted Resolution #1.

Current and future LA-AFAA members can still remain members of AFAA National, however membership dues shall be paid to National directly and no longer collected by LA-AFAA.

Such change shall take place at next membership renewal cycle and current membership notified in writing upon next invoice for LA-AFAA membership dues.

Approved by Board of Directors 9/20/2019



Louisiana Automatic Fire Alarm Association, Inc.

Board of Directors Resolution – Presidential COVID Extension

Resolution Number 24

Due to the extenuating circumstances surrounding COVID-19 leading to a lack of allowable association activity in the 2020 Calendar year, the board elects to extend the current Presidential term for the 2021 election cycle. The current presidential term will be up for re-election in March 2022 and must be preceded by a new Association President.

Approved by Board of Directors 3/18/21

s:data/association/laafaa2008/legaldocuments/resol19.doc
3/18/21