GREATER LOS ANGELES SECURITY ALARM ASSOCIATION

CODE OF ETHICS

AND

BY-LAWS
CODE OF ETHICS

IN ORDER TO FOSTER A HEALTHY AND THRIVING ALARM INDUSTRY, EACH MEMBER IS REQUIRED TO FOLLOW THE FOLLOWING RULES OF ETHICS IN THE CONDUCT OF BUSINESS AND THROUGH PARTICIPATION IN THE ASSOCIATION.

1. TO PROMOTE THE HIGHEST STANDARDS OF PERFORMANCE AND PROFESSIONAL CONDUCT IN THE ALARM INDUSTRY.

2. TO FOSTER OBJECTIVES FOUND ON PRINCIPLES OF JUSTICE AND INTEGRITY THAT ARE BENEFICIAL TO ALL PERSONS INVOLVED IN THE INDUSTRY AND THE GENERAL PUBLIC.

3. TO DEAL HONESTLY, FAIRLY, AND TO BE GUIDED BY A SPIRIT OF JUSTICE AND HONOR TO ALL MATTERS.

4. TO PROVIDE MUTUAL AID TO MEMBERS AND TO DISSEMINATE INFORMATION VITAL TO THE ALARM INDUSTRY.

5. TO ENCOURAGE AND SUPPORT SOUND LEGISLATION AFFECTING THE ALARM INDUSTRY.
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ARTICLE 1. NAME

The official name of this Association ("Association") shall be the Greater Los Angeles Security Alarm Association ("GLASAA").

ARTICLE 2. PURPOSE

The Members ("Members") do hereby associate themselves together in this Association in order that they may, thorough mutual aid, better advance the welfare of the alarm industry. The Association contemplates free exchange, among the Members, of ideas and the dissemination of information concerning trade practices, business conditions, technical developments and any and all related subjects of concern to the industry. The Association does not contemplate pecuniary gain or profit, incidental or otherwise. The Association is a member of the National Burglar & Fire Alarm Association ("NBFAA") through its affiliation as a designated Local Region of the California Alarm Association ("CAA") which is a Charted State Association of the NBFAA.

ARTICLE 3. MEMBERSHIP

SECTION A. CLASSES OF MEMBERSHIP

There shall be five (5) designated classes of Membership for the Association:

1. **REGULAR MEMBERSHIP** in the Association shall be open to any individual, partnership, firm, corporation or other business entity, located within the Local Region designated as the County of Los Angeles and those contiguous areas as may be designated by the CAA, except a public utility or a subsidiary thereof, which shall meet the following requirements:
(a) Have as its major activity in the electronic security industry the installation and servicing of burglar alarms, fire alarms, supervisory systems and other electronic security systems; and

(b) Have a valid California state license from the CA Dept. Of Consumer Affairs to operate in the electronic security industry.

2. **ASSOCIATE MEMBERSHIP** in the Association shall be open to any individual, partnership, firm or corporation or other business entity which does not qualify as a Regular Member, but who may supply any services, equipment, or otherwise to the Regular Members. Associate Members shall be subject to all rules and regulations pertaining to Regular Members, may attend all open meetings, including Board of Directors meetings, but shall not have the right to vote nor the right to hold office except as designated in Article 6, Section B.

3. **LIFE MEMBERSHIP** in the Association may be conferred on a Regular Member only who has performed meritorious service to the Association, provided that such Membership shall be recommended by the Board of Directors and shall receive a majority vote of the Association. Life Members shall be exempt from all dues and assessments, may attend all open meetings, but shall not have the right to vote nor the right to hold office.

4. **HONORARY MEMBERSHIP** in the Association may be conferred on any person who has performed meritorious service to the Association and/or to the Industry and who would desire to attend conventions and meetings but can not fulfill the requirements of Regular or Associate Membership. Such Membership shall be recommended by the Board of Directors and shall receive a majority vote of the Association. Honorary Members shall be exempt from all dues and assessments, may attend all open meetings, but shall not have the right to vote nor the right to hold office.

5. **COURTESY MEMBERSHIP** in the Association may be conferred on a person who would desire to attend conventions and meetings but can not fulfill the requirements of other Membership. Such Membership shall be recommended by the Board of Directors and shall receive a majority vote of the Association. Courtesy Membership shall be exempt from all dues and assessments, may attend all open meetings, but shall not have the right to vote nor the right to hold office.
SECTION B. APPLICANT CONDUCT

An applicant for Regular or Associate Membership must be willing and agree to conduct themselves and that firm’s business in accordance with the Code of Ethics adopted by the Association and these By-Laws, and in accordance with the Code of Ethics, By-Laws and Anti-Trust Statement of the NBFAA and the CAA.

SECTION C. APPLYING FOR MEMBERSHIP

All applicants for Membership shall apply directly to the Association by submitting a Membership application. Applicants for Regular or Associate Membership must satisfy the qualifications for Membership in the Association, the CAA and the NBFAA.

SECTION D. VERIFICATION OF QUALIFICATIONS

The Association shall verify if the applicant meets the license requirements for Regular Membership. Upon approval by the Association, and payment by the applicant of applicable dues, the applicant will become a Regular Member or Associate Member, as the case may be, of the Association, the CAA and the NBFAA.

SECTION E. DUE NOTICE

All Regular Members in good standing will be given due notice, fair representation and the right to participate in all elections.

SECTION F. MEMBERSHIP TRANSFERABLE

Membership in the Association shall not be transferable or assignable except upon the approval of the Board of Directors.
ARTICLE 4 . VOTING RIGHTS

SECTION A. ONE VOTE

Each eligible Member in good standing shall be entitled to cast one (1) vote.

SECTION B. ENTITLED TO VOTE

Only Regular Members who are in good standing shall be entitled to vote.

ARTICLE 5 . GOOD STANDING

SECTION A. INDEBTEDNESS

A Member in good standing is one who is not in arrears in the payment of any indebtedness to the Association, the CAA or the NBFAA or who has not been suspended from the Association. A Member is in arrears sixty (60) days from the date when said obligation was first due.

SECTION B. SUSPENSION

1. A Member may be suspended from the Association on any one of the following grounds: (1) A Member who is not in good standing, (2) failure to uphold the principles of the Code of Ethics of the Association, the NBFAA or the CAA; (3) making false statements or reports to the Association, the NBFAA or the CAA; (4) failure to continue to fulfill all the standards and requirements for Membership adopted by the Association, the NBFAA or the CAA.

2. A Member may be suspended for good cause by the Board of Directors. A determination by the Board of Directors that a Member has committed any of the acts set forth in Article 5, Section B shall be conclusively deemed to constitute good cause. The period of suspension shall not exceed three (3) months. Notice of suspension stating the reason for suspension and the terms and conditions of the suspension, shall be promptly sent to said Member by first class mail, or FAX.
SECTION C. GOOD STANDING

Only a representative of a Regular Member in good standing may serve as an Officers or Director of the Association, with the exception of the representative elected by the Associate Members to serve on the Board of Directors and who shall be a representative of an Associate Member in good standing.

SECTION D. REINSTATEMENT OR EXPULSION

At the next regular meeting of the Board of Directors following the end of the suspension period, as defined in Article 5, Section B, the Board of Directors shall consider the reinstatement, further suspension or the expulsion of said Member.

SECTION E. REAPPLICATION OF MEMBERSHIP

If a Member who has been expelled reapplies for Membership to the Association, such expelled Member shall submit a new Membership application accompanied by a check for payment; of all unpaid dues and assessments during the period of time in which such Member was a Member in good standing, during the period of time in which such Member was under suspension, and any applicable new membership fees. Said applicant shall also submit evidence indicating that the terms and conditions for lifting the original suspension have been satisfied.

ARTICLE 6 . BOARD OF DIRECTORS

SECTION A. BUSINESS AND AFFAIRS

The business and affairs of the Association shall be managed by the Board of Directors.
SECTION B. MEMBERS

The Board of Directors of the Association shall consist of the following:

1. President of the Association;
2. First Vice President of the Association;
3. Second Vice President of the Association;
4. Secretary of the Association;
5. Treasurer of the Association;
6. Sergeant at Arms of the Association;
7. Three (3) Director of the Association;
8. One (1) representative elected by the Associate Members;
9. All past Presidents of the Association. The two (2) most immediate past Presidents in attendance, whose company maintains a Regular Membership, shall have voting rights.

SECTION C. TERM

1. Each Member of the Board of Directors shall be elected to serve for a term of one (1) year commencing at the conclusion of the meeting of the Association designated as the annual meeting for the election of Officers and Directors of the Association.

2. If a vacancy should arise in any of the elected offices, except the President, during the term for any office, the Board of Directors shall be authorized to fill or leave vacant the vacated office for the remainder of the term.

3. If the office of the President is vacated during the term of office, the First Vice President shall assume that vacated office for the remainder of the term.
SECTION D. ELECTION OF OFFICERS AND DIRECTORS

The election of the Officers and Directors shall be in accordance with the following:

1. Only Associate Members in good standing shall elect their representative to the Board of Directors.

2. All Officers and Directors shall be elected by a majority of the eligible voting Members in good standing who are present at the general meeting designated for election of Officers and Directors.

3. Elections for each office shall be held, by ballot, at the regular meeting of the Association designated as the annual general meeting for the election of Officers and Directors of the Association. Only Regular Members in good standing shall be entitled to vote in accordance with the appropriate provisions of these By-Laws. A majority of the votes cast shall elect.

4. All elected Officers and Directors must be selected from, and be authorized to represent, a Regular Member in good standing. A Member may not be nominated for or be elected President of the Association unless the Member has served on the Board of Directors for a period of at least two (2) consecutive years.

SECTION E. EX OFFICIO MEMBERS OF THE BOARD

The Executive Director of the Association, if any, the legal counsel to the Association, if any, and the accountant of the Association, if any, shall all be ex officio Members of the Board of Directors and as such shall be entitled to attend all meetings but shall not have the right to vote.

SECTION F. VOTING RIGHTS

Each Member of the Board of Directors shall be entitled to one (1) vote. The President shall not vote except to break a tie vote of the Board.
SECTION G. EXECUTIVE COMMITTEE

The Executive Committee shall function as follows:

1. The Executive Committee shall act for the Board of Directors during the intervals between the meetings of the Board of Directors, subject to the policies agreed to by the Board of Directors.

2. The Executive Committee shall consist of the following Officers: The President, the First Vice President, the Second Vice President, the Secretary, the Treasurer, the Sergeant at Arms and the most immediate past President.

3. The President or a majority of the Executive Committee may call a meeting of the Executive Committee.

4. Minutes of the Executive Committee's meetings will be taken and submitted to the Board of Directors for ratification.

5. The Executive Committee may invite whomever they deem appropriate to attend or address Executive Committee meetings.

ARTICLE 7. OFFICERS

SECTION A. OFFICERS OF THE ASSOCIATION

The Officers of the Association shall be:

1. President
2. First Vice President
3. Second Vice President
4. Secretary
5. Treasurer
6. Sergeant at Arms
SECTION B. EXECUTIVE DIRECTOR

The Board of Directors may hire a paid Executive Director for the Association at a fee to be determined by the Board of Directors. The paid Executive Director shall not be an elected Officer of the Association, and is not required to be a Member of the Association. The Executive Director shall perform such duties as may be assigned from time to time by the Board of Directors and the President and shall report to them.

SECTION C. NOMINATING COMMITTEE

1. The Board of Directors shall, at least sixty (60) days prior to the annual meeting for the election of Officers and Directors, appoint a Nominating Committee and its Chairman, consisting of between three (3) and five (5) Regular Members in good standing. At least one (1) of the Members of the Nominating Committee shall be a past President of the Association.

2. At least thirty (30) days prior to the meeting at which Officers and Directors are to be elected, the Nominating Committee shall propose and submit in writing to the voting Members of the Association a nomination for each specified office. The Nominating Committee shall obtain the prior consent of any person nominated for a given office.

3. Other nominations for each office may be made from the floor at the time of the election by a Regular Member in good standing, providing there is a second to this nomination by a Regular Member in good standing and that the nominee shall have given his or her prior consent to such nomination and election as an Officer or Director, and provided further that the nominee shall be qualified to hold office under these By-Laws.
ARTICLE 8. DUTIES OF OFFICERS

SECTION A. PRESIDENT

The President shall be the Chief Executive Officer of the Association and shall have supervision, direction and control of the business and affairs of the Association. The President shall preside at all meetings and shall be a member of all committees except the Nominating and Grievance Committee and shall have such other powers and duties as may be prescribed by the Board of Directors or by these By-Laws. The President shall have the authority to declare any meeting or any portion of any meeting a "closed session" which would exclude all but voting Members in good standing of the Association.

SECTION B. FIRST and SECOND VICE-PRESIDENT

There shall be two (2) Vice-Presidents who shall promote the objectives of the Association and shall perform such duties as are assigned to them by the President and the Board of Directors from time to time. In the absence of the President, the First Vice-President, and in the absence of the First Vice President, the Second Vice President, shall preside over meetings and shall perform all the duties of the President and when so acting, shall have the powers and be subject to all the restrictions upon the President.

SECTION C. SECRETARY

The Secretary shall keep or caused to be kept all the records of the Association, including minutes of all Board of Directors meetings and all regular and special meetings of the Association; shall keep or cause to be kept the Membership book containing the names and addresses of each Member; shall give notice to all regular and special meetings of the Association; and shall generally do and perform all such duties as pertain to such office and as may be required by the Board of Directors or by the President.
SECTION D. TREASURER

The Treasurer shall keep or cause to be kept and maintained adequate and correct accounts of the Association and shall collect all Membership fees, dues and assessments owing to the Association. All such funds shall be deposited in an account in the name of the Association with said depository as the Board of Directors may designate. The Treasurer shall further distribute such money as is necessary to meet the proper expenses necessary to carry on the activities of the Association as prescribed by the Board of Directors; shall have authority to sign checks in such amounts and with such approvals as may be designated by the Board of Directors; shall maintain proper books and records reflecting the financial condition of the Association; and shall perform such other duties as may be required or prescribed by the President or the Board of Directors of the Association.

SECTION E. SERGEANT AT ARMS

The Sergeant at Arms, at the direction of the President, shall be responsible for maintaining the decorum of each Association meeting, including regular meetings, Board of Directors meetings and special meeting. The Sergeant at Arms shall maintain a record of all persons who shall enter and exit from each meeting; and shall further distribute to, and collect from each person, who shall enter and leave from the regular and special meetings of the Association, a badge setting forth the names and classification of each person.

ARTICLE 9. REMOVAL OF OFFICERS AND DIRECTORS

Any Officer or Director may be removed by a vote of three fourths (3/4ths) of the voting Members in good standing in attendance at a regular or special meeting of the Association.

ARTICLE 10. MEETINGS OF THE ASSOCIATION & QUORUM

SECTION A. REGULAR AND SPECIAL MEETINGS

The Association shall hold at least two (2) regular meetings per year, one (1) of which shall be designated as the meeting for the election of Officers and Directors. The Board of Directors or the President shall be authorized to call special meetings
when necessary. Special meetings shall be held at such location as the Board of Directors or President shall determine.

SECTION B. LIMITATIONS

1. Neither the Association nor any of its Officers, Directors, Employees, or committees shall incur any obligation or announce any policy in the name of the Association unless the action or obligation or policy shall have been formally approved by a majority vote of the Board of Directors.

2. All meetings of the Association shall be conducted in accordance with Roberts Rules of Order unless otherwise specified in these By-Laws.

SECTION C. NOTICE OF MEETINGS

It shall be the duty of the Secretary to inform all Members, in writing, of the time and place of all meetings. At least thirty (30) days written notice of a regular meeting of the Association must be given.

SECTION D. QUORUM

Members in good standing and entitled to vote, present at any properly called meeting of the General Membership of the Association, shall constitute a quorum. Except as may otherwise be provided in these By-Laws, all action taken shall be by majority vote of those Members in good standing present and voting.
ARTICLE 11. MEETINGS OF THE BOARD OF DIRECTORS

SECTION A. REGULAR AND SPECIAL MEETINGS

The Board of Directors shall hold at least four (4) regular Board meetings per year. Two (2) of the four (4) meetings shall be held prior to the two (2) regular annual meetings of the Members of the Association. All Board meetings shall be open to Regular and Associate Members who are in good standing. Regular and Associate Members attending Board of Directors meetings may be invited to participate in discussions of agenda items, but shall not vote in matters before the Board of Directors. The President or the majority of the Board of Directors may call a special meeting of the Board of Directors.

SECTION B. ACTION WITHOUT MEETING

Any action required or permitted to be taken by the Board of Directors according to these By-Laws may be taken without a meeting, if all Members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and shall have the same force and effect as a unanimous vote of the Board of Directors.

SECTION C. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in a meeting through use of a conference telephone or similar communications equipment, so long as all Officers and Directors participating in such a meeting can hear and speak to one another. Participation by an Officer or Director in a meeting in the manner provided in this section shall constitute presence in person by such Officer or Director at such meeting.

SECTION D. QUORUM AND REQUIRED VOTE FOR ACTION

Presence of a majority of the authorized number of Officers and Directors at a meeting of the Board of Directors constitutes a quorum for the transaction of business, except as hereinafter provided. Every act or decision done or made by a majority of the Officers and Directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless a greater number is required by law or by these By-Laws.
SECTION E. NOTICE OF MEETING/WAIVER OF NOTICE

1. Notice of the time and place of special meetings of the Board of Directors shall be delivered personally or by telephone or FAX or sent to the Directors by mail. If notice is delivered personally or given by telephone or FAX it shall be given at least forty-eight (48) hours before the meeting. If notice is mailed, it shall be deposited in the United States mail at least ninety-six (96) hours before the meeting. A notice of meeting need not specify the purpose of any regular or special meeting of the Board of Directors.

2. The transactions of any meeting of the Board of Directors, however called and noticed or where ever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum be present, and, if either before or after the meeting each of the Officers or Directors not present or who, though present, has prior to the meeting or at its commencement, protested the lack of proper notice to him or her, signs a written waiver of notice or a consent to holding such meeting or an approval of the minutes thereof. A waiver of notice need not specify the purpose of any regular or special meeting of the Board of Directors.

ARTICLE 12. COMMITTEES

SECTION A. APPOINTMENTS

The President shall appoint a Grievance Committee and a Membership Committee. The Board of Directors shall appoint a Nominating Committee. The President or the Board of Directors may appoint any other committees as may be deemed necessary or desirable by the Board of Directors or the President.
SECTION B. REPORTING

Committees shall report to the Board of Directors, and to the Members, if so directed, by the submission of the minutes of their meetings and by such other means as are desirable or appropriate.

ARTICLE 13. RETENTION OF COUNSEL/ACCOUNTANT

SECTION A. ATTORNEY

The Association shall be authorized to retain an attorney to protect the interests of the Association. The Association shall pay a monthly retainer plus fees, costs and expenses of such counsel as approved by the Board of Directors.

SECTION B. LEGISLATIVE ADVOCATE

The Association shall be authorized to retain a legislative advocate to protect and promote the interests of the Association. The Association shall pay a monthly retainer plus fees, costs and expenses of such legislative advocate as approved by the Board of Directors.

SECTION C. ACCOUNTANT

The Association shall be authorized to retain a certified public accountant to maintain adequate and correct accounts of the Association and maintain proper books and records reflecting the financial condition of the Association. The Association shall pay a monthly retainer plus fees, costs and expenses of such accountant as approved by the Board of Directors.
ARTICLE 14. MEMBERSHIP FEES AND DUES

SECTION A. SETTING FEES AND DUES

The Membership fee and the annual dues for the Association shall be determined by the CAA. The dues structure shall be published in the Membership application.

SECTION B. APPLICATION FOR MEMBERSHIP

The Membership fee for the Association, CAA and the NBFAA must accompany each application for Membership and is sent to the CAA. Membership fees and dues of the Association shall be paid directly to the CAA.

SECTION C. DUE AND PAYABLE

The Membership dues shall become due and payable in advance on the first day of each month.

SECTION D. DUES STRUCTURE

To establish the Membership dues category, each Regular Member shall advise the CAA of the total number of employees on the company payroll. For purposes of determining the number of employees for this section, each employee of the company, including part time employees, shall be included.

ARTICLE 15. GRIEVANCE COMMITTEE

SECTION A. APPOINTMENT

The President shall appoint a Grievance Committee, including a Chair Person, consisting of a minimum of three (3) Regular Members in good standing.
SECTION B. SUBMITTING COMPLAINT

Any Regular Member in good standing, who shall have a grievance against another Member, shall submit same, in writing, to the President, setting forth the following:

1. Complainant's name and address;

2. The trade name, personal name and address of the accused party; and

3. The nature of the complaint, attaching supporting data, places, pictures, advertising clips and/or other applicable items

SECTION C. RECEIPT OF COMPLAINT

Within thirty (30) days from receipt of the grievance, the President shall submit the same to the Grievance Committee Chairman who shall designate one (1) Member of such Committee to perform a preliminary investigation of the grievance. Such Committee Member shall report his or her findings to the Committee within sixty (60) days after the grievance is submitted to him or her by the President.

SECTION D. SUBSTANTIATING COMPLAINT

If a grievance is substantiated by the Committee, a mutually agreeable time and place shall be set for a meeting of the Accused and the Complainant presided over by the Grievance Committee. The meeting shall take place no later than thirty (30) days after the Committee Member conducting the investigation reports to the Committee.

SECTION E. FINDINGS TO BOARD OF DIRECTORS

Within sixty (60) days after the conclusion of such Committee meetings with the Accused and the Complainant, the Chairman of the Grievance Committee shall make a report of the Committee's findings to the Board of Directors in writing. If the grievance is not resolved, both the Accused and the Complainant shall be notified to appear before the Board of Directors, and the Board of Directors shall have the power and authority to attempt to resolve such dispute, and to impose sanctions, as set forth below. If no resolution between the parties can be reached, or alternatively, if no resolution is reached, the Board of Directors can determine to let the General Membership resolve such dispute, and in such event the Board of
Directors may either make a recommendation on appropriate sanctions to the membership or leave the resolution of the dispute to the membership without any recommendation from the Board. The involved parties shall be notified within two (2) weeks from the hearing of the Board’s decision.

SECTION F. MATTERS NOT RESOLVED

Matters not resolved by the Board shall be presented at the next regular meeting of the Association, but in any event, within six (6) months of the first filing of grievance. A minimum of thirty (30) days notice shall be given to all parties concerned that the matter will be submitted to the Association for its determination.

SECTION G. MEMBERSHIP ACTION WITH RECOMMENDATION

If a grievance is submitted to the membership along with a recommendation of the Board, the recommendations of the Board of Directors shall be passed upon by the affirmative vote of two-thirds (2/3rds) of the voting membership present at the regular meeting.

SECTION H. MEMBERSHIP ACTION WITHOUT RECOMMENDATION

If a grievance is presented to the general membership without recommendation from the Board of Directors, there must be an affirmative vote of two-thirds (2/3rds) of the voting members attending the meeting before any action is taken.

SECTION I. SANCTIONS

In the event the Board shall find a member responsible or guilty of the accusation, the Board may, upon majority of the vote, impose one of the following sanctions:

1. Warning
2. Remanded to Suspended Member Status
ARTICLE 16. ASSESSMENTS

In the event it shall become necessary to raise or to expend any additional funds for the benefit and welfare of the Association, the Board of Directors shall propose an assessment for each Regular Member of the Association. The assessment shall become effective upon the affirmative vote of a majority of the voting Members in good standing at the next meeting of the Association.

ARTICLE 17. INDEMNIFICATION

The Association shall indemnify any and all of its Directors, Officers, employees and agents or former Directors, Officers, employees and agents, or any person who may have served at its request as a Director or Officer of another entity, from any suit or proceeding, by reason of the fact that he or she was or is a Director, Officer, employee or agent of the Association or is or was serving at the request of the Association as a Director or Officer or another entity, against expenses (including attorney's fees) judgments, fines and amount paid in settlement actually and reasonably incurred in connection with such action, of said person acting in good faith, in a manner he or she believed to be in the best interest of the Association and had no reason to believe his or her conduct was unlawful. Provided, however, no indemnification shall be made in respect to any suit or proceedings as to which such Director, Officer, employee or agent shall be judged to have committed an act including wanton or willful misconduct in the performance of his or her duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, under any agreement, vote of Members of the Association, or otherwise.

ARTICLE 18. AMENDMENTS

These By-Laws may be amended in the following manner. A written notice setting forth the proposed amendment verbatim shall be sent to each voting Member in good standing at least two (2) weeks before the next meeting of the Association at which time the amendment will be voted upon. Before the amendment is adopted, it shall receive at least two-thirds (2/3rds) of the votes cast at the meeting.
ARTICLE 19. DISSOLUTION

SECTION A. PROCEDURE
In the event three-fourths (3/4ths) of the voting members in good standing of this Association shall vote to dissolve this Association, then and in that even the Association shall be forthwith dissolved.

SECTION B. LIQUIDATE ASSETS
In the event of dissolution, the assets of this Association shall be liquidated by the Treasurer or such other person as may be appointed by the President, and funds from such liquidation shall be disbursed, after payment of all liabilities of the Association, to the then existing members who are in good standing; each member shall receive that portion of the funds as the amount of money paid in by that member’s dues or fees as his membership bares to the total paid in by all members during their membership.

ARTICLE 20. EFFECTIVE DATE

SECTION A. BYLAWS
These By-Laws shall become effective as of January 20, 1995.

SECTION B. REVISIONS
Revised as of February 3, 2005.
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