

By-Laws  
Revised January 2007

ST. TAMMANY COMPUTER ASSOCIATION  
SLIDELL, LOUISIANA  
Constitution and By-Laws

ARTICLE I  
Name

The name of this corporation shall be St. Tammany Computer Association (STCA)

ARTICLE II  
Objectives

This corporation is organized for and shall be operated for charitable purposes. Its activities and objectives shall involve promoting the use of computers, promoting communication between interested persons, serving as a resource for computer education and community service, and mutual benefit of the membership.

ARTICLE III  
Membership

Membership is open to all persons interested in the objectives of this corporation. Membership is not transferable or assignable.

ARTICLE IV  
Dues

Section 1. There shall be annual dues required for membership in this organization. The dues shall be paid in a monetary form.

Section 2. Dues shall be \$10.00 for student members (full-time students), \$20.00 for individual members, \$30.00 for organizational members (non-profit organizations), \$200.00 for corporate members (for-profit organizations, businesses, corporations, etc.), and \$200.00 for individual life members. Dues shall be paid annually.

Section 3. Membership runs from January 1 to December 31. Any member who fails to pay his dues shall automatically be presumed to have resigned from the corporation and his name automatically be stricken from the official membership rolls. Dues for new members will be pro-rated on a semi-annual basis. Individuals who join in the last quarter of the calendar year will be given the option of paying either the semi-annual membership fee, or an amount equal to a 50% reduction in the last quarter's membership fee, plus next year's membership fee in advance.

Section 4. The Board of Directors may fix dues and/or fees consistent with the purposes of this corporation subject to approval by a majority vote of members present at a regular meeting.

ARTICLE V  
Nomination and Election of Board of Directors

Section 1. A Nominating Committee of three members will be appointed by the President to prepare a slate of candidates for Board of Director vacancies to be presented to the membership for a vote.

ARTICLE VI  
Directors

Section 1. The powers of this corporation shall be exercised by a Board of Directors which shall consist of not less than three and not more than ten members in good standing, which directors are to be elected by a majority vote of the general membership present at the annual meeting. Directors will serve two-year terms. Director positions one, three, five, seven, and ten will be elected in odd numbered years. Director positions two, four, six, and eight and ten will be elected in even numbered years. Special elections will not be held to fill vacancies in the Board of Directors unless the number of Directors is reduced to the minimum number provided for in the ARTICLES OF INCORPORATION.

Section 2. Members of the Board of Directors shall attend at least 2/3 of the Business meetings and meetings of the Board of Directors. They will not miss more than 3 consecutive meetings. Failure to do so may result in removal from the Board. A quorum of the Board of Directors shall be 2/3 of the members of the Board of Directors. Directors may be removed by a 2/3 vote of the members of the Board of Directors or a 2/3 vote of the general membership. Directors may be removed from office for the following reasons: willful violations of the Articles of Incorporation and Constitution and By-Laws, unethical behavior, and prolonged absence or disability.

ARTICLE VII  
Officers

Section 1. The officers of the corporation shall be president, vice president, treasurer, secretary, and other officers as required.

Section 2. Officers of the corporation will be elected by a majority vote of the Board of Directors during the business meeting held prior to the fourth Thursday of the month of January. Persons under consideration for office in the STCA will be dues paying members in good standing at the time of their election. Officers will serve a one year term but may be re-elected by the Board of Directors.

Section 3. Duties of Officers

A. The PRESIDENT shall preside at program meetings, attend meetings of the Board of Directors during the business meeting held prior to the fourth Thursday of the month of January. Persons under consideration for office in the STCA will be dues paying members in good standing at the time of their election. Officers will serve a one year term but may be re-elected by the Board of Directors.

B. The VICE PRESIDENT assists the President, and, in the absence of the President, shall assume the duties of the office.

C. The SECRETARY shall record the attendance at all meetings and take the minutes of the proceedings at all meetings. These minutes will be maintained and be accessible to all officers. The Secretary shall conduct the correspondence of the organization. The Secretary will maintain the minutes of all meetings in a separate book which also shall contain an up-to-date membership list, a copy of the current By-laws and Constitution, a copy of the Articles of Incorporation, a copy of tax exemption letters, a copy of each contractual agreement, and copies of reports from officers and committees in written form. The Secretary will read the minutes of the previous business and most recent general meeting during each general and business meeting. The Secretary will make the minutes available for inspection at each meeting. The Secretary shall conduct the correspondence of the organization. A separate file will be kept, in chronological order, of all STCA correspondence.

D. The TREASURER shall establish and maintain a checking account in the name of the St. Tammany Computer Association (STCA). The Treasurer shall collect monies, issue a receipt of dues received, issue membership cards, and administers all funds. The Treasurer will deposit income, pay bills, notify Membership of dues status and handle monies at Swap meets. The Treasurer shall maintain accurate records of all income and disbursements and submit a monthly written report. Disbursements will not be made without formal receipts.

E. In the event of the death, resignation, or incapacity of the President, the Vice President shall assume the position. The Vice President shall relinquish the position if and when the duly elected President shall be able to resume his/her duties. Otherwise, upon the election of the President at the Board of Directors meeting prior to the fourth Thursday in January.

F. In the event of the death, resignation, or incapacity of the Vice President, Treasurer, or Secretary to perform their duties, the Board of Directors shall appoint another member to act in the office pro tem. This appointment shall terminate if and when the duly elected officer will be able to resume his/her duties, otherwise, upon the election of the officers at the Board of Directors meeting prior to the fourth Thursday in January.

G. No member shall hold more than two titles or offices at one time. The only exception being is that of President who must by necessity be an ex-officio member of all standing and special committees.

## ARTICLE VIII Committees

Section 1. All committees and chairpersons, standing or special, shall be appointed by the President.

Section 2. All standing committees shall serve for a period of one year. All special committees shall be discharged upon the rendering of a written report to Board of Directors. All standing committees shall submit a written report to the Board of Directors during the Annual Meeting.

Section 3. Standing committees shall include the following: Membership, Social, Program, Newsletter, and Publicity, and Web Master.

A. The Membership Committee will promote membership and participation in the corporation. Membership shall be responsible for keeping the Membership Roster, Guest Roster, sending email meeting reminders and mailings to those without email addresses, sending email renewal notices and email members help problems. The Membership Committee will answer inquiries from prospective members. The Membership Committee will also keep the sign-in list at meetings and keep the attendance records.

B. The Program Committee will secure speakers to present programs to the membership and/or general public, develop and produce informational handouts, and pinpoint areas of interest for future programs. This committee will also be responsible for securing necessary audio-visual equipment needed in program presentation.

C. The Newsletter Committee will publish a monthly newsletter. The newsletter will be distributed to members and may include a synopsis of program contents, announcements, reports, tips and hints, and any information of interest to STCA members.

D. The Publicity Committee will promote the corporation and its activities in appropriate ways, some of which might include: newspaper notices, radio, flyers, etc.

E. The Coordinator of Social Events shall provide food and drinks for meetings and special events.

F. Web Master – Format Web content and post current information on the official STCA Web site. Be a liaison to the Web hosting service. Maintain domain name registration.

#### ARTICLE IX Annual Meetings

Section 1. The annual meeting of the membership shall be held on the second Tuesday of the month of January.

Section 2. The quorum of the annual meeting shall consist of those members in good standing present at the annual meeting.

#### ARTICLE X Voting

Section 1. Voting shall be limited to those members in good standing (one member, one vote) whose names are on the official membership rolls.

Section 2. Each organizational or unnatural person may designate one (1) individual to be a voting representative.

#### ARTICLE XI Parliamentary Authority

Section 1. Robert's Rules of Order, Revised shall serve as the guide for Parliamentary authority in all cases.

#### ARTICLES XII Expenditures

Section 1. The fiscal year shall begin on the first day of January and end the last day of December.

Section 2. An annual budget shall be adopted by a majority vote of the membership at the February meeting each year. The budget will be prepared and submitted by the Board of Directors to the membership. The budget will include the following items: petty cash fund, postage, printing, computer maintenance and repair, and other items as needed.

Section 3. All disbursements which exceed budgeted categories require a majority vote by a quorum of the Board of Directors.

Section 4. Disbursements shall require the signature of the President, Treasurer, or any elected officer as defined in Article VII.

Section 5. No expenditures will be approved unless sufficient funds are contained in the Treasury.

Section 6. There shall be an annual audit of the financial records at the end of each fiscal year by a special committee appointed for that purpose.

ARTICLE XIII  
Reports

The President, Vice President, Secretary, and Treasurer shall present a written report to the membership at the conclusion of their term of the annual meeting. All committees shall present written reports during the annual meeting. Written copies of all reports will be submitted to the Secretary for inclusion in the minutes.

ARTICLE XIV  
Ethics

Section 1. Members will conduct themselves in a manner not detrimental to any individual or the organization as a whole. It is expected that all members will uphold the purposes and goals for which this organization was formed.

Section 2. Members of the organization may be removed from the membership rolls for actions contrary to the purposes and goals of this organization. A 2/3 vote of the members attending an annual, regular, or special meeting called for that purpose will be required before removal.

Section 3. Officers may be removed from office by a quorum vote of the Board of Directors during a regular, business, or special meeting called for that purpose, for cause.

Section 4. Members of the Board of Directors may be removed from office by a 2/3 vote of the members attending an annual, regular, or special meeting called for that purpose. The Board of Directors may remove a Director from office by a 2/3 vote of the members of the Board of Directors.

Section 5. The accused member, officer, or director shall be notified in writing prior to the action and shall have the privilege of being present at the meeting when action is taken. Failure to appear may result in immediate termination of membership.

Section 6. The STCA as an organization, members of the Board of Directors nor STCA officers will not show favoritism or endorse any commercial entity or enterprise.

Section 7. No member of the STCA will represent the organization without the expressed consent of the Board of Directors.

Section 8. Members of the STCA will not use the organization or its name for personal benefit.

Section 9. The STCA does not condone violation of copyright laws.

ARTICLE XV  
Gifts and Donations

Section 1. The Board of Directors may accept gifts and donations to the STCA provided these gifts and donations are made without conditions.

Section 2. There will be no compensation or special consideration given to the contributors of gifts and donations to the STCA.

ARTICLE XVI  
Amendments

This Constitution and By-Laws may be amended at the annual meeting or any special meeting called for that purpose by a 2/3 vote of the Board of Directors. Notice of the proposed amendment shall be given in writing at a meeting preceding, and at least 30 days prior to, the meeting at which the vote upon such amendment shall be taken. Notice that such amendment has been proposed shall be given in the call for the meeting. All amendments shall be in accordance with the Louisiana Revised Statutes, Federal Laws, the Internal Revenue Service Code, and any other applicable laws. This Constitution and By-Laws will be adopted by the STCA upon approval by a majority vote of members in good standing attending an annual, general, or special meeting.

ARTICLE XVII  
Dissolution

Upon dissolution, the Board of Directors, after payments of the liabilities of the corporation, shall dispose of all assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organizations under section 501(c)(3) of the Internal Revenue Code, as amended, as determined by the Board of Directors.