

Bylaws of the

FORESTRY CONSERVATION COMMUNICATIONS  
ASSOCIATION, INC.  
P.O. BOX 3217  
GETTYSBURG, PA 17325

(717) 338-1505

Established: 1944  
Incorporated: 1983

Aims and purpose: To promote efficiency and advancement of radio communications in support of public agencies charged with natural resource conservation.

Formed by: National Association of State Foresters and International Association of Fish and Wildlife Agencies.

Bylaws Adopted as of July 17, 2004

## **ARTICLE I**

### Section 1.

The principal place of business of the corporation shall be established by the Board of Directors at a location within or out of the District of Columbia.

### Section 2.

Other offices may be established by the Executive Committee of the Board of Directors or the full Board of Directors at any place within or out of the District of Columbia.

## **ARTICLE II**

### Section 1.

The United States shall be divided into four areas known as the Eastern, Southern, Central and Western regions.

## Section 2.

The regions shall be comprised as follows:

### 1. Eastern

Connecticut Delaware Kentucky  
Maine Maryland Massachusetts  
New Hampshire New Jersey New York  
Pennsylvania Rhode Island Vermont  
Virginia West Virginia

### 2. Southern

Alabama Arkansas Florida  
Georgia Louisiana Mississippi  
North Carolina Oklahoma Puerto Rico  
South Carolina Tennessee Texas  
Virgin Islands

### 3. Central

Illinois Indiana Iowa  
Kansas Michigan Minnesota  
Missouri Nebraska North Dakota  
Ohio South Dakota Wisconsin

### 4. Western

Alaska Arizona California  
Colorado Guam Hawaii  
Idaho Montana Nevada  
New Mexico Oregon Utah  
Washington Wyoming

## **ARTICLE III**

### Section 1. Membership

The membership of the corporation shall consist of full, associate, and supporting members.

### Section 2. Full Membership

Eligibility for full membership in the corporation shall be employment by or retirement from an agency represented within the National Association of State Foresters (NASF), or the International Association of Fish and Wildlife Agencies (IAFWA) and the payment of current dues, if dues are required. Full members shall have voting rights and participate in all activities and privileges of the corporation, except retired members, not representing a parent member organization, shall not have voting rights at the annual meeting.

### Section 3. Associate Membership

Eligibility for Associate membership shall be employment by a conservation agency not represented by NASF or IAFWA but which uses radio frequencies licensed in the Forestry Conservation Radio Service or Interagency Radio Advisory Committee (IRAC) frequencies used for natural resource conservation purposes and the payment of current dues, if dues are required. Associate members can participate in all activities and privileges of the corporation except they shall not have voting rights.

### Section 4. Supporting Membership

Supporting members shall be individuals involved in radio communications in Forestry Conservation activities who support the aims and purposes of the corporation and the payment of current dues. Supporting members shall be non-voting members.

### Section 5. Granting of Membership

For new members, written membership applications shall be submitted to Corporation Secretary. Acceptance of members will be by:

- (1) The vote of the quorum at the national conference, or
- (2) Applications may be approved by the Secretary between national conferences upon satisfactory showing of eligibility for the membership class applied for. Voting rights where applicable shall become effective upon granting of membership and receipt of dues if dues are required.

### Section 6. Member in Good Standing

A member in good standing shall be a member meeting the following qualifications:

- (1) Remains employed by or retired from a qualifying conservation agency; and
- (2) Supports the purposes of the FCCA; and
- (3) Membership dues are paid in full if dues are imposed by the Association.

### Section 7. Termination

(1) Membership may be terminated for any justifiable reason agreed upon by a majority of the Board of Directors or the Executive Committee of the Board of Directors created in Articles VII and VIIA hereof.

## **ARTICLE IV**

### Section 1. Corporation Funding

(1) Annually, the Executive Committee of the Board of Directors shall prepare an ((fiscal)) operating budget for the following fiscal year. This budget shall be presented to the membership at the national conference for discussion, modification, and/or adoption.

(2) Funding for the corporation shall be derived from any combination of supporting contributions from NASF and IAFWA, assessment of dues to the individual state agencies represented by NASF and IAFWA, dues from Full, Associate, and Supporting memberships, frequency coordination fees or funds obtained from other sources.

(3) Within 30 days after the start of the fiscal year, the President shall forward to NASF and IAFWA, the figure for the amount each of these two associations must provide to fund the budget-described activities of the corporation for the following year.

### Section 3. Annual Dues

(1) Annual dues for Full Members shall be determined by the Board of Directors.

(2) Annual dues for Associate Members shall be determined by the Board of Directors.

(3) Annual dues for Supporting Members shall be determined by the Board of Directors.

(4) The dues year shall run from August 1 through July 31. Initial dues shall be prorated to the closest month of granting of membership.

(5) The Board of Directors or the Executive Committee of the Board of Directors may choose not to impose or collect dues from members.

### Section 4. Payment of Dues and Assessments

(1) Dues, Assessments, frequency coordination fee invoices and Supporting Contributions shall be payable to the Treasurer upon receipt of invoice.

## **ARTICLE V**

### Section 1. Administrative Officials of the Corporation

(1) The President, with the concurrence of the Executive Committee of the Board of Directors, may appoint a Financial Assistant to handle frequency coordination billing, related matters and any other financial functions not performed by the Treasurer.

(2) The President, with the concurrence of the Executive Committee of the Board of Directors, may appoint an Executive Manager to represent the FCCA at meetings, manage the National Office and perform other duties as assigned by the President with the concurrence of the Executive Committee of the Board of Directors.

## ARTICLE VI

### Section 1 Officers

(1) The National Officers of the corporation shall be elected by qualified voting members, as defined in Article III, (with the exception of the National Frequency Coordinator and the Immediate past President), and shall consist of the following:

- (a) President
- (b) First Vice-President
- (c) Second Vice-President
- (d) Secretary
- (e) Treasurer
- (f) Immediate Past President
- (g) National Frequency Coordinator
- (h) Board of Director's Member at Large

(2) The Regional Officers of the corporation shall be elected by qualified voting members residing in the appropriate Region and shall consist of the following:

- (a) Regional Chairperson
- (b) Regional Frequency Coordinators

(c) The Regional Chairperson may be appointed by the president in the event of a default by the Region membership to perform the electoral function.

(3) Vacancies due to death, disability, failure of appointment or resignation of a Regional Chairperson shall be filled by appointment made by the President of a full member in good standing from the affected Region. The person shall serve as Regional Chairperson until the next Regional election.

(4) The National Frequency Coordinator and the Regional Frequency Coordinators shall be appointed by the President with the majority approval of the Executive Committee of the Board of Directors.

## Section 2. Eligibility Requirements. Powers and Duties of Officers

(1) President: To be eligible for the office of President, individuals must be full or associate members and have served as a national officer of the FCCA, Inc. and must have responsibilities in the administration, or operation or maintenance of the communications systems used by their agency. It shall be the duty of the President to preside at all meetings of the National Association; to appoint all standing committees; to appoint special committees; to appoint a National Frequency Coordinator; to appoint a long-term representative to the Public Safety Communications Council, the Land Mobile Communications Council; to represent FCCA at the Associated Public-Safety Communications Officials, Inc. national conference; to act as Chairperson of the full Board of Directors and the Executive Committee of the Board of Directors; and to carry out the purposes of this Association in accordance with the constitution. When the national conference or the full Board of Directors or the Executive Committee of the Board of Directors is not in session, the President is empowered to make policy decisions and act officially on behalf of the corporation after consultation and agreement with at least four members of the Executive Committee of the Board of Directors. Copies of all correspondence shall be provided for the President-elect and the Secretary.

(2) First Vice-President: To be eligible to become First Vice-President, an individual must be a full or associate member and have served a term as National or Regional Officer. This person shall be designated as President elect and attend all meetings attended by the President. It shall be the duty of the First Vice-President to perform the duties of the President during the President's absence and such other duties as may be delegated by the President.

(3) Second Vice-President: To be eligible to become Second Vice-President, an individual must be a full or associate member and have served as a member of the corporation for at least one year. It shall be the duty of the Second Vice-President to perform all the duties of the First Vice-President during this person's absence, and such other duties delegated by the President. In addition, the Second Vice-President shall cause to have gathered all information needed for publications and be responsible for their preparation and distribution.

(4) Secretary: It shall be the duty of the Secretary to keep a complete roll of the membership and to have this roll available at the National Conference. The Secretary shall receive and answer all communications submitted to the corporation, and shall perform other duties as may be required by the Board of Directors or the Executive Committee of the Board of Directors. The Secretary shall also act as Secretary of the Board of Directors and the Executive Committee of the Board of Directors. The Secretary shall promptly deliver all official books and papers to the successor in this office. The Secretary shall submit a statement to those responsible for payment of membership dues.

(5) Treasurer: The Treasurer shall receive all funds for the Corporation and pay all bills submitted provided such bills are proper and do not exceed the amount of monies budgeted for their purpose. Payment of all other bills must be approved by the President. The Treasurer shall present at each national conference a full report of the activities of the office since the last national conference. The Treasurer shall promptly deliver all monies and official financial papers to the successor in this office. The Treasurer shall present copies of all expenditure and receipt documents for the previous fiscal year for the purposes of a complete audit to the National Audit Committee.

(6) National Frequency Coordinator: The National Frequency Coordinator shall represent the corporation's interests and activities in the realm of frequency coordination affairs and shall supervise the Regional Frequency Coordinators.

(7) The Board of Director's Member at Large: The Board of Director's Member at Large shall be a member in good standing and shall carry out such duties and responsibilities as the Executive Committee of the Board of Directors or the President shall direct.

(8) The Immediate Past President: The Immediate Past President shall be of counsel to the corporation, its officers and the Board of Directors.

## **ARTICLE VII**

### **Section 1. Board of Directors**

(1) How Constituted: There shall be a Board of Directors consisting of the President, the two Vice-Presidents, the Treasurer, the Secretary, the immediate past President, four Regional Chairpersons, the Chairperson of the Radio Committee of the NASF, the chairperson of the Communications Committee of the IAFWA, the National Frequency Coordinator, and one Board of Director's Member at Large. Vacancies due to death, disability, failure of appointment or resignation in the office of the President, two Vice-Presidents, the Treasurer, the Secretary, the National Frequency Coordinator or the Board of Director's Member at Large may be filled by vote of a quorum of the Executive Committee of the Board of Directors. The Chairperson of the Board of Directors shall be the President of the Corporation. In the President's absence, the First Vice President shall be Acting Chairperson of the Board. Vacancies due to death, disability, resignation, or failure of appointment of the remaining directors shall remain unfilled until successors are qualified by a procedure of equal designation to the original designation; such vacancies shall not be considered in determining any quorum requirements.

(2) Powers of the Board of Directors: The Board of Directors shall have full power and authority when convened at the National Conference and as provided in subsection 4 to perform all functions of the corporation, except that it shall not have the power to amend the Articles of Incorporation or Bylaws. The Board of Directors shall have the power to waive dues for individuals in any membership category and to recognize meritorious contributions by individuals to natural resource communications or to the corporation. The Board of Directors may retain such consultants as deemed necessary in conducting the business of the corporation.

(3) Duties of the Board of Directors: The Board of Directors shall report to the Annual Meeting of the corporation at the National Conference measures considered by it during the previous year and suggest means of advancing and putting into effect the purposes of the corporation. It shall annually review the audit of the account of the Treasurer. It shall prepare a budget for the succeeding year in accordance with Article IV and establish the annual dues for all classes of membership. It shall file an annual report, between the dates of January 1 and March 1 of each year, with the District of Columbia.

(4) Meetings: The Board of Directors shall convene at such time and place as may be designated upon the call of the President or by seven of the members of the Board of Directors. The Board may conduct business via correspondence, electronic mail or by teleconferencing.

(5) Quorum: A majority of the members of the Board shall constitute a quorum of the Board of Directors.

(6) Length of Office: The term of office shall be two years.

## **ARTICLE VIIA**

Section 1 There is established an Executive Committee of the Board of Directors. The Executive Committee shall consist of the President, the two Vice Presidents, the Secretary, the National Frequency Coordinator, the Treasurer, the Board of Director's Member at Large and the Immediate Past President.

Section 2 The powers and duties of the Executive Committee shall be to operate and manage the affairs of the corporation except when the full Board of Directors is convened at the National Conference. The Executive Committee shall also possess all the powers, duties, responsibilities, administrative prerogatives and terms of office of the full Board of Directors as described in Article VII and elsewhere in the Bylaws.

Section 3 The President is the chair of the Executive Committee and a quorum is a majority of the Executive Committee.

## **ARTICLE VIII**

### Section 1. Corporation Committees

There shall be four National Standing Committees:

- (1) National Nominating Committee
- (2) National Resolutions Committee
- (3) National Audit Committee
- (4) National Conference Committee

### Section 2. National Nominating Committee

No later than 45 days prior to the National Conference, the President shall appoint a Nominating Committee of five voting members, one to be selected from each region and the fifth member to be the immediate past President of the corporation, for the purpose of nominating the President, First and Second Vice-Presidents, the Secretary, the Treasurer, and the Board of Directors Member at Large for the ensuing term. Nothing herein contained shall be construed to prevent additional nominations being placed from the floor. The President shall designate one of these persons to act as committee chairperson.

### Section 3. National Resolutions Committee

During the first day of a National Conference, the President shall appoint a National Resolutions Committee of five persons from the voting members present also, one to be selected from each region and the fifth to be a past National Officer of the corporation. The President shall designate one of these persons to act as committee chairperson. Membership on this committee shall be in effect until the coming to order of the next national conference.

All resolutions shall be submitted in writing and, unless presented by the Committee itself, shall be referred by the chair upon presentation, without debate, to the National Resolutions Committee for consideration and report.

#### Section 4. National Audit Committee

The National Audit Committee shall be chaired by the First Vice-President, with the Second Vice-President and the four Regional Chairpersons as members. The committee shall make its report at the National Conference.

#### Section 5. National Conference Committee

The National Conference Committee shall consist of a representative of the past year's conference committee, a representative of the present year's conference committee, a representative of the next year's conference committee and two other persons selected by the President. The chairperson of this committee shall be selected by its members. This committee shall be responsible for annual site selection, oversight of the conference agenda, conference arrangements, exhibitor participation, and conference finance and accounting.

#### Section 6. Regional Committee

The Regional Chairperson shall appoint such committees as deemed necessary to carry out Regional responsibilities.

### **ARTICLE IX**

#### Elections

##### Section 1. Classes of Elections

There will be two classes of elections in the corporation:

- (1) National Election
- (2) Regional Election

##### Section 2. National Elections

National elections shall be held annually at the national conference called by the President. The purpose of these elections shall be to select a President, a First Vice-President, a Second Vice-President, a Secretary, a Treasurer, and the Board of Directors Member at Large for the ensuing year. Only voting members, as defined in Article III, shall be eligible to cast votes.

##### Section 3. Regional Elections

Regional elections shall be held annually at a meeting called by the Regional Chairperson. The purpose of these elections shall be to select a Chairperson for the region for the ensuing year(s). Only voting members, as defined in the corporation Articles of Incorporation shall be eligible to cast votes in these elections. The President may suspend these elections due to absence of participation from that Region.

##### Section 4. Voting Procedures

At the discretion of the President, voting may be conducted either by a show of hands or by a roll call, in alphabetical order, of the states represented. The Regional Chairperson shall conduct the roll call at regional elections, and the Secretary shall conduct the roll call at National Elections.

## Section 5. Quorum

The quorum for the national conference shall be the presence of a minimum of thirty percent of the current voting members present.

## **ARTICLE X**

### Section 1. Referendum Ballot

Whenever two or more Regional Chairpersons petition the President in writing, the President shall poll the membership in reference to any desired action of the corporation; the President shall then initiate a referendum ballot by mail, provide for proper tallying of the ballots and advise all parties concerned.

## **ARTICLE XI**

### Section 1. Fiscal Year

The fiscal year will begin August 1 and run through July 31.

## **ARTICLE XII**

### Section 1. National Conference

The President shall call a National Conference each year to be held during the month of July. The site of the conference shall rotate between the four regions established in Article II. The site shall be chosen by the National Conference Committee established in Article VIII. The Executive Committee of the Board of Directors shall be able to change the time and place of the national conference. The chairperson of the National Conference Committee shall announce the site location of the next national conference at the current national conference. The program of the national conference shall be arranged by the President, National Conference Committee, and the host member(s). In the event of a financial or other emergent situation the Executive Committee of the Board of Directors may cancel the National Conference.

### Section 2. Midyear Executive Committee of the Board of Directors Meeting

The President may call a midyear meeting of the Executive Committee of the Board of Directors one or more times during the fiscal year as required. The site of the conference will be chosen by the Chairperson or Acting Chairperson of the Board. The Chairperson shall notify all Executive Committee Members and present them with an agenda at least 15 days prior to the meeting date except under emergency conditions. A majority vote of the Executive Committee can change the time, date, or place of this meeting or cancel it. The agenda shall consider the current business and health of the corporation.

## **ARTICLE XIII**

### Section 1. Amendments

These bylaws may be altered or amended by a two-thirds majority vote of voting members present at the annual National Conference, provided the proposed alteration or amendment has been submitted to all members at least forty-five (45) days in advance of the date set for the National Conference. In the event it is necessary to amend these Bylaws between National Conferences, a vote on amendments may be obtained by mail ballot using certified mail, to all known current voting members, with full explanation of the proposed amendments being sent with the ballot. After a period of thirty (30) days, the Secretary shall poll, by telephone, those voting members not responding to the ballot. An absolute two-thirds majority of all known voting members is required to amend the Bylaws by mail ballot. Amendments shall, unless they themselves provide otherwise, be effective immediately upon their adoption.

(revised 07-17-2004 jdm)