

**North Carolina
Locksmiths
Association,
Incorporated**

By-Laws

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BY-LAWS

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North Carolina Locksmiths Association, Incorporated

By-Laws

Article I. Objectives & Ethics

Section 1. That the dignity of this chosen profession may be perpetuated, it is the duty of each member of the North Carolina Locksmiths Association, Inc. By acceptance and continuance of membership therein, shall be deemed to have subscribed to the following;

- a. Pursue their profession in the spirit of fairness to their clients, with fidelity to security in conformance with appropriateness and with high ideals of personal honor.
- b. Properly and impartially analyze security problems receiving his/her attention and to advance the best possible solution for the protection of his/her client.
- c. Conduct himself/herself in a dignified manner to avoid using any improper or questionable methods of soliciting professional work and to decline to pay or accept remuneration from such incompatible patronage.
- d. Refrain from associating themselves with or allowing the use of their name by any enterprise of questionable character, or in any manner countenancing misrepresentation.
- e. Cooperate in advancing the best interest of the Locksmithing industry by interchange of general information and experience with their fellow locksmiths and security professionals.
- f. Encourage and promote loyalty for the craft and interest in public welfare, always ready to apply his/her special knowledge, skill and training for the use and betterment of the locksmith and security trade.

Section 2. The association shall be non-partisan and non-sectarian

Section 3. This association is a private club and reserves the right to refuse membership in the club and admittance to all functions of the association without cause.

Article II Meetings

Section 1. This Association shall convene a General Membership Meeting quarterly each year during the Months of February, May, August and November. These Meetings will be held at locations approved by the Executive Board. The Trade Show will be held at the Quarterly Meeting in February.

Section 2. Registration shall start no later than 1 pm. on Fridays and 8 am. Saturdays.

Section 3. The Executive Board will set the times for the General Membership Meeting.

Section 4. General Membership Business may be conducted only when a Quorum is present. A Quorum shall consist of a majority of the members registered at that Quarterly General Membership Meeting, and this Quorum shall decide all issues coming before the membership, except as provided for elsewhere in the bylaws. The current Roberts Rules of Order may be used as a parliamentary guide where applicable and consistent with the bylaws of this association.

Article III. Fees and Dues

Section 1. The Initiation Fee for Membership shall be established and set by the Executive Board and approved by the General Membership.

Section 2. The Annual Dues for Members of this Association shall be established by the Executive Board and approved by the General Membership. Annual dues are due and payable upon registering at the February Meeting each year. New Member's dues shall be pro-rated for the year (per quarter of year remaining) and the amount will depend upon the quarter of the year to which they were voted into membership. A Photo-Identification Membership Badge will be made for each member annually when dues are paid and current. New members will use their registration receipt as identification, until their photo I.D. badges are made. These badges shall be worn during classes, trade shows, general membership meetings, and at any other activity designated by the Executive Board.

Section 3. Registration will be required for every member, instructor or visitor at each Quarterly General Membership Meeting prior to the individual attending classes, trade show, membership meeting or banquet, as established by the Executive Board.

Section 4. Good-Standing: All Members who are required by the By-laws to be assessed dues, shall be deemed in good standing, subject to all other provisions of the By-laws, when not more than ninety (90) days in arrears of dues.

Article IV. Application for Membership

Section 1. Applicants for Membership must be sponsored by a Regular Member in Good-Standing of this Association, if a prospective applicant does not know a Member for Sponsorship, then the Membership Chairperson will appoint a Member in Good-Standing to sponsor the individual.

a. Regular Membership – Any person 18 years or older who is actively engaged in installing and servicing locks and related security hardware, and deriving income from the business serving the public or institution in the locksmith/security field. A valid state locksmith license shall qualify a person for regular membership.

b. Junior Member Any Person who is at least eight (8) years of age, but not yet eighteen (18) years of age.

(1) Any person between eight (8) and twelve (12) years of age and is the child of an active regular member and approved on a case by case basis by the executive board, shall be allowed to attend classes. This child must be supervised by a regular member while attending any class.

(2) A junior member between 12 years of age and not yet 18 years of age who is presently studying Locksmithing under an Active Regular Member.

c. Associate - Any Locksmith, Locksmith Supply Salesperson or Security Industry Factory Representative. Associate Members cannot hold office or vote.

d. Associate Company - Any Security/Locksmith Supplier or Manufacture who will support our association and its cause, and does not have a single (one) individual as a representative. Associate Companies cannot hold office or vote.

e. Honorary - Any Non-Member who has performed some distinguished service in the field of Locksmithing/security or to his/her community. Persons elected to Honorary Membership need not be actively engaged as a locksmith. They shall be entitled to all privileges of the association except the right to vote, hold office, or be assessed annual dues

f. Life - Any active member who has performed some distinguished service for the North Carolina Locksmith's Association, Inc. may be elected to a Life membership, upon recommendation of the executive board and approved by a majority vote of the general membership.

Section 2. Applicants shall furnish:

- a. A Fully Completed Application Form
- b. Payment of application fee,
- c. A Criminal Records Check from all jurisdictions they have resided in for the last five years. Criminal records check is waived for junior membership;
- d. A photocopy of a valid state Locksmith License or proof that they are practicing locksmiths.
- e. A Photograph 3" x 3", Head & Shoulders, made within (30) thirty days of application.

Section 3. Exceptions to the above requirements may be made by the Executive Board. Requests for exception must be detailed in writing from applicant's sponsor.

Section 4. Applications, Sponsor's Evaluation Form and Documents listed in Section 2, should be submitted to the Membership Committee Chairperson for reviewing by said committee and then submitted to the Executive Board for review. Application and supporting documents must reach the Membership Committee Chairperson no later than (30) thirty days before the meeting the applicant wishes to appear for membership consideration. It is the Responsibility of the Sponsor to complete the Evaluation Form and to notify the applicant of the time, date, location and reservation requirements of the next scheduled meeting and invite him or her to attend. Incomplete applications will be returned to the applicant's sponsor.

Section 5. Applicants, whose applications have been screened and approved by the Executive Board, will be presented to the membership at the General Membership Meeting. After presentation, the applicants will be excused and the membership will vote for acceptance or rejection of membership of the applicant. If an applicant is rejected the applicant will be informed privately. Applications will become void if the applicant does not appear at the meeting the application was submitted or the following meeting. Requests for delay will be considered.

Section 6. All Applicants for Regular, and Junior Membership must attend an Orientation Class presented by the Association prior to attending any scheduled classes of instruction. This class will be scheduled on Friday afternoon of each quarterly meeting.

Section 7. Reinstatement of Membership:

- a. Any Former Member whose membership has lapsed for two years or less, may be reinstated by submitting payment of past due membership arrears. Any member whose

membership has been in arrears for more than two years, may be reinstated by paying one year's dues plus a \$300.00 penalty.

b. All Reinstatements of Membership must be approved by the Executive Board and confirmed by a majority of the general membership.

c. Any member whose membership is past due for less than (2) two years and that has been deployed, experienced a medical or financial hardship can appear before the board to ask for a reduction in the amount of dues that are in arrears.

Article V. Executive Board

Section 1. The Executive Board shall consist of thirteen (13) members:

a. Seven Elected Officers shall be elected for two year terms.

b. Six Elected Regular Members shall be for (3) three years on a rotating basis.

c. No member shall be elected to more than two consecutive terms in the same office. Two members shall be elected in November of each year to fill the vacancies of the two whose term have expired. No more than one member of a family should be nominated for a board position. An exception may be made in the case of not enough qualified members to fill offices.

Section 2. Duties and Responsibilities of the Executive Board:

a. President: The president shall preside at all business meetings and act as chairman of the executive board. He/she shall preside over the day to day operations of the association and has the authority to approve up to \$1000.00 in expenses for unexpected cost as might arise. He/she shall notify the board as soon as is practical of said expenses. He/she shall perform any other duties pertaining to the office of president.

b. Vice-Presidents (First and Second):

Shall in order assume and perform the duties of the President in the absence or inability of the President to perform his/her duties. Perform other duties as designated by the President.

c. Treasurer and Assistant Treasurer:

(1) Shall receive all monies from the Secretary and/or Education Chairperson, tendering a receipt for the same.

(2) Make Approved disbursements as required.

(3) Keep a complete Accounting Record and cause the accounting books to be audited annually. File and maintain the appropriate forms with the Internal Revenue Service and the NC Department of Revenue as required.

(4) Make Regular ***detailed*** Reports to the Executive Board and General Membership at each Quarterly Meeting and whenever requested by. Any member of the Executive Board of Directors.

(5) All records shall be maintained on an association owned laptop using approved accounting software that shall be available at every meeting of the association.

(6) Perform other duties as designated by the President or the Executive Board.

(7) The Assistant Treasurer will assist the Treasurer and shall assume the duties in the absence or inability of the Treasurer to perform their duties. Shall have access to all bank accounts including online banking access as well as a password access to the laptop and the approved accounting software.

d. Sergeant-At-Arms and Assistant Sergeant-At-Arms:

(1) Shall Maintain the Good Order of the Membership and Visitors during all Association Activities, Classes and Meetings.

(2) Verify Credentials of all persons in attendance at these activities, classes and meetings.

(3) Monitor and Enforce the Wearing of Membership Identification Badges or Membership Cards (New Members) or Visitor Badges.

(4) Perform any such other duties as designated by the President.

e. Six Board Members – elected from the roster of active regular qualified members. The Executive Board is responsible for conducting the business of this Association during and between the Quarterly General Membership Meetings.

(1) The Executive Board will meet at each Quarterly Meeting prior to the General Membership Meeting, and at any other times deemed appropriate by the presiding officer.

(2) A Report of the Executive Board's Activities and Decisions shall be made at the next Quarterly General Membership Meeting.

Section 3. (7) Seven members of the Executive Board shall constitute a quorum for a meeting of the Board. A majority vote shall decide all actions before the Executive Board.

Article VI. Elections

Section 1. Nomination of Officers shall be made at the General Membership Meetings in August of odd numbered years. Nomination for members of the Executive Board shall be made annually at the General Membership Meeting in August. Elections shall be held at the following November meeting.

Section 2. The Nominating Committee will select and submit when possible, a minimum of (2) two nominees for each office and board seats becoming vacant at the next election. The Nominating Committee will make its report of nominees to the membership at the August General Membership Meeting. Further nominations may be accepted from the floor at this meeting.

Section 3. Voting shall be by Secret Ballot. Only Eligible Members in Good-Standing shall be entitled to vote. When only one person is nominated for an office or board vacancy, the presiding officer may declare them elected.

Section 4. Nominees must be a regular member in Good-Standing for at least (2) two years, and have attended at least (6) six general membership meetings within the last two years to be eligible to hold an office or seat on the Executive Board.

Section 5. No more than one individual per immediate family should hold an office or Executive Board seat during the same term. An exception to this rule shall be in the case of there not being enough qualified members to fill all offices. In such case two members of the same shop may be nominated.

Section 6. When a vacancy occurs within the Executive Board, before the regular election meeting, a special election shall be executed at the next general membership meeting to fill the vacancy. In the case of Elected Officers, if applicable, the Vices or Assistant of the vacant office will fill the office. If the vice/assistant declines the upgrade, the special election will be to fill the open vacancy. These changes in the officer structure will be for the remainder of the normal term of office. A partial term shall not count toward the two term limits.

Section 7. A member in good standing shall be qualified to hold office if he/she attends at least 6 meetings out of 8 prior to being nominated.

Article VII. Committees

Section 1. The President shall appoint a Chairperson, the chairperson and the president should in concert choose other members as are deemed necessary for each standing Committee. Each Committee will adhere to the appropriate Standing Rules established by the Executive Board for that Committee.

Section 2. Standing Committees for this Association shall be, but not limited to:

- a. Education
- b. Membership
- c. Nominating
- d. Planning
- e. Trade Show
- f. Audit/Finance Committee
- g. Ethics Committee
- h. All committee appointments should be made by the February meeting of each year.

Section 3. Special Committees may be appointed or elected at an Executive Board Meeting following a motion "to commit" (to refer to committee) to perform some special task. These are Temporary Committees which cease to function when they have completed their duties and brought in a report.

Section 4. The Appointed Chairperson of each Standing Committee, except Nomination Committee, should select no less than two members to serve on his\her committee. The Chairperson of the Nominating Committee shall select no less than four (4) members, to include a wide geographical coverage of the membership area, to serve on his/her committee.

Section 5. The President shall be ex-officio of all committees except the Nominating Committee.

Section 6. Chairpersons of Standing and Special Committees will report the activities and findings of their committee to the Executive Board and to the General Membership where appropriate.

Section 7. All committees are encouraged to have open discussions about their work projects and it is appropriate to do so via email and other methods of communications as is feasible.

Article VIII. Secretary

Section 1. The Secretary may be a non-member and shall be selected by the Executive Board. The Secretary shall:

- a. Take and record Minutes of all meetings.
- b. Maintain Records of Attendance and Membership.
- c. Be Responsible for the Operation and Maintenance of the Photo Identification Equipment, all Hardware and Software for the NCLA Computer and any other equipment or records used by, or entrusted to the care of the Secretary.
- d. Handle Correspondence and Maintain files.
- e. Publish Meeting Notification Bulletins. Normally this Bulletin should be published and mailed to the active membership list no later than (30) thirty days prior to each meeting.
- f. Cause the Registration of Members and Visitors at each meeting, collecting fees and dues as applicable, maintaining a record of all monies received.
- g. Pay over to the Treasurer all monies received through business of this Association.
- h. Perform such other duties as assigned by the President or Executive Board.
- i. Perform Duties in accordance with standing rules for the Secretary in the Standing Rule Appendix.
- j. Maintain records of inventory of all physical assets of the association.

Section 2. The Secretary shall be present at all meetings or be responsible for someone qualified to be present to perform these duties in his/her absence.

Section 3. The Secretary shall be compensated for work performed as established annually by the Executive Board.

Article IX. Visitors

Section 1. This Association shall welcome as Visitors, Members in Good- Standing of any Locksmith Association. The current Registration and Fees will be required. These Visitors may attend scheduled classes of instruction, but shall not attend the General Membership Meeting, unless approved by the Executive Board. A "Visitors Badge" will be furnished and must be worn.

Section 2. Prospective Members whose applications have not yet been processed, may be welcomed as visitors and may attend 1 non pay class not to exceed four (4) hours, as directed by their sponsor. These Prospective Member /Visitors must register and pay the required registration fee. They shall not attend the General Membership Meeting. There will be a onetime waiver of the registration fee.

Article X. Classes of Instruction

Section 1. The Education Committee shall schedule classes of instruction, provide qualified instructors and assign classroom space at each quarterly General Membership Meeting. This Committee shall also be responsible for:

- a. Policies and Procedures for Instructors.
- b. Attendance Requirements and Records.
- c. Establishing Criteria for Restricted Class Attendance.
- d. Providing a Well-Rounded Education Program covering all phases of locksmithing and the security fields.
- e. The chairman of the education committee shall maintain an inventory of all physical assets; computers and other training aids in his charge and provide a update copy to the secretary annually.

Section 2. All Policies and/or Procedures generated by this committee shall be presented to the Executive Board and approved by the General Membership. in motion form as a Standing Rule.

Section 3. The Education Chairperson in a timely manner will notify the Secretary of the Scheduled Classes of Instruction and Class requirements, prior to publication of the Quarterly Newsletter for the upcoming meeting. Notify the Planning Committee of any special requirements needed for classes of instruction.

Article XI. Schedule of Reimbursement

Section 1. The Treasurer is hereby authorized to make the following disbursements.

- a. Cost of Motel/Hotel Room and Banquet fee for:
 - (1) The President, Treasurer and Secretary.
 - (2) Class Instructors (two maximum) per each non-pay class for one night either before or after the days they actually teach a class. To qualify the class taught must be at least (3) hours in length. If the instructor teaches 2 separate days or an all-day class he/she qualifies for a room 2 nights. Any exceptions must be approved by the executive board prior to any expense incurred.
 - (3) Any other Reimbursement must be approved by the Executive Board.
- b. Cost of Motel/Hotel Room Fee for: The Education and Planning Chairperson and their assistants, for Thursday, Friday and Saturdays.
- c. Class Instruction Expenses for non-pay classes, up to an amount established and approved by the Executive Board.
- d. Miscellaneous Expenses of flower, card, refreshments and others that may arise when approved by the Executive Board.
- e. Cost of Banquet fee for:
 - (1) Life Members.
 - (2) Executive Board approved Guests, Visitors and Instructors.

Article XII. Trials and Penalties

Section 1. Any Member, by payment of his/her fees and dues, thereby accepts the Objectives and Ethics of this Association and submits to, and agrees to comply and be bound by the By-Laws of this Association.

Section 2. Any member (90) ninety days in arrears for any indebtedness to the Association shall be considered not in good standing and his/her name shall be removed from the active membership list. If the indebtedness has not been satisfied by the next regular meeting, the Executive Board may, by majority vote, revoke or suspend this membership.

Section 3. Any member who fails to conform to the By-Laws and other accepted rules of this Association, or the accepted ethics and standards for membership, shall have his/her membership suspended or revoked by a majority vote of the Executive Board, provided a copy of such charges have been sent by Certified Mail at least *(30) thirty days* prior to the date in which the vote is to be taken. The Certified Mail will be sent to the latest address of the member as listed on the rolls of the Association. The member shall have a right to request a hearing before the executive board if the request is made in writing to the secretary of the association no later than (7) seven days prior to the scheduled meeting.

a. Any member or officer of the executive board may be removed from office by a majority vote of the executive board for failing to conform to the By-Laws and other accepted rules of this association which includes failing to fulfill the duties of the office they hold upon the recommendation of the ethics committee.

Section 4. A vote of 10 members of the executive board for removal, shall be considered final with no right of appeal. If the decision of the executive board is not 10 or more, the member has a right to appeal to the full membership.

Section 5. Any Member whose membership has been suspended or revoked may submit an Application for Reinstatement by the guidelines set forth in Article IV of these By-Laws.

Article XIII. Standing Rules

Section 1. Standing Rules shall contain only such rules or resolution as are subject to the will of the majority of this Association, and shall be binding on the membership until amended or rescinded.

a. Standing Rules can be adopted without the delay incident to previous notice by a majority vote at any General Membership Meeting, provided a quorum is present. After a Standing Rule has been adopted, it cannot be amended or rescinded at the same meeting except by a reconsideration.

b. No Standing Rule may be adopted which conflicts with the By-Laws.

c. All standing rules shall be reviewed every two years for relevancy by the executive board.

d. The executive board shall bring any standing rule that has become irrelevant to the next membership meeting to be considered for amendment or to be rescinded.

Section 2. Requirements to Amend or Rescind.

Any Standing Rule may be amended or rescinded by a majority vote of the membership at any subsequent General Membership Meeting without previous notice provided a quorum is present.

Article XIV. Amendments to the By-Laws

Section 1. These By-Laws may be amended at any General Membership Meeting by a two-thirds (2/3) vote of those eligible voting present, provided:

- a. The proposed amendment has been studied and approved by majority vote of the Executive Board; and
- b. The Written Amendment has been read to the membership at the last General Membership Meeting; and
- c. That a Vote on Amending the By-Laws has been announced by a publication in the meeting notification bulletin/website; and
- d. A quorum is present.

Approved and Adopted: November 14, 2015

Paul Atkinson, President

Deborah J. Derruisseaux, Secretary