



**The International Loran Association Constitution
June 2000 Edition, Amended 8/24/2000**

Article I - Name

The name of this association shall be the "International Loran Association, Incorporated," hereinafter referred to as the "Association" or "ILA."

Article II - Aims and Purposes

The International Loran Association is formed to provide an organization for individuals who have a common interest in loran and who wish to foster and preserve the art of loran, to promote the exchange of ideas and information in the field of loran, to recognize the advances and contributions to loran, to document the history of loran, and to commemorate fittingly the memory of fellow members.

Article III - Composition or Nature

The Association shall be composed of individuals who concur in the aims and purposes of the Association and shall not be used for the dissemination of partisan principles, nor for the promotion of the candidacy of any person seeking public office or preferment, nor for promotion of any commercial enterprise.

Article IV - Membership

Section 1. Membership. There shall be five (5) classes of membership; regular, honorary, life, associate, and corporate. Any individual or organization that has an interest in the field of loran is eligible for membership. Application shall be presented to the Board of Directors or its delegated representative and action to accept or reject the application shall be completed within three (3) months from receipt by the Association.

Section 2. Regular Member. A regular member is a person whose application has been accepted and elects to pay membership dues as described in Article V. The right to vote, hold office, and serve as Chairs or members of committees shall be extended to regular members in good standing.

Section 3. Honorary Member. Honorary membership may be awarded by the Board of Directors to an individual who has made an outstanding contribution to loran. Not more than two persons may be awarded honorary memberships in any one calendar year. An honorary member shall be entitled to all privileges of regular membership, except the right to vote or hold office, unless the requirements of regular membership are met in addition to honorary membership. Honorary membership shall continue for life unless revoked by the Board of Directors.

Section 4. Life Member. A life member is a person whose application has been accepted and elects to pay in advance the life membership dues or has qualified for life membership by the "Rule of 80." Such a person shall be a member for life without further payment of annual dues. A life member in good standing shall be entitled to all privileges and rights of regular membership. Life membership under the "Rule of 80" is applicable only to a regular member who has attained the age of 65 years and who has been an

Association member in good standing for such period that the sum of the member's age and years of membership equals or exceeds 80 years.

Section 5. Associate Member. An associate member is an organizational unit, such as a library, whose application has been accepted. Associate members shall receive the publications of the Association and other printed matter having potential interest to non-members. Associate members shall not have the privilege to vote or hold office.

Section 6. Corporate Member. A corporate member is an organizational unit whose application has been accepted. There shall be two (2) classes of corporate members. Class 1 shall include organizations operated for a profit having 500 or more employees on the first day of the current calendar year. Class 2 shall include the following:

- a. Organizational units of a government
- b. Educational institutions or units thereof
- c. Bona fide non-profit organizations
- d. Organizations operated for profit having fewer than 500 employees on the first day of the current calendar year
- e. Divisions of corporations that are Class 1 members

A corporate member shall have the privilege of nominating its employees for acceptance as members who shall be extended all the privileges of regular membership. Those accepted shall not exceed ten (10) for a Class 1 corporate member or five (5) for Class 2.

Article V - Membership Fees and Dues

Section 1. Purpose. To provide funds for operating the Association, dues and fees may be established to cover the expenses.

Section 2. Dues. Annual and Life Membership Dues shall be established by the By-Laws to this Constitution. Annual dues shall apply to the calendar year and must be paid to be considered "in good standing."

Section 3. Fees. Initiation fees may be established by the By-Laws. Special fees may be assessed equally against each regular and life member by the Board of Directors to cover extraordinary expenses. In such instances, special fees shall be assessed against corporate members at ten times the regular member rate for Class 1 and five times for Class 2.

Section 4. Fiscal Year. The fiscal year shall be established by the By-Laws.

Article VI - Officers and Directors

Section 1. Officers. The officers of the Association shall be President, Vice-President, Secretary and Treasurer. All officers shall be members of the Association in good standing.

Section 2. Elected Officers. The President shall be elected by the Membership of the Association to serve for a period of one (1) year and thereafter until a successor is duly chosen. No person may be placed on the slate for the office of President for more than two (2) consecutive terms except by unanimous vote of the Board of Directors.

Section 3. Appointed Officers. The Vice-President, Secretary and Treasurer shall be appointed by the elected President. The appointments shall be made from among the elected Directors of the Association, and they shall serve for a period of one (1) year and thereafter until their successors have been chosen for the new presidential term.

Section 4. Elected Directors. There shall be twelve (12) Directors elected by the membership of the Association to serve for a period of three (3) years and thereafter until their successors have been duly chosen. All Directors shall be members of the Association in good standing.

Section 5. Voting. Only members eligible to vote and in good standing at the time of ballot counting shall exercise the right of voting. Voting shall be by mail, and the annual election shall be held as prescribed in the By-Laws.

Section 6. Vacancies.

a. Vacancies occurring among elected officials between the time of the annual election and the start of the term of office shall be filled by the candidate or candidates for the office next in line according to votes received.

b. Vacancies occurring among elected officials after the start of the term of office shall be appointed by the Board of Directors.

Section 7. Appointed Directors. By action of a majority of the Elected Directors, a maximum of three members in good standing may be appointed from the membership of the Association to serve as Appointed Directors for a term of office of one (1) year. Such appointments shall be for the purpose of providing representation on the Board of Directors from new and developing areas of Ioran activity where membership in the Association has not developed sufficiently to reasonably expect that representation would accrue by elected Directors.

Article VII - Organization and Powers

Section 1. Board of Directors. The Board of Directors shall be composed of the President of the Association, the twelve (12) elected Directors of the Association, the appointed Directors of the Association and the Immediate Past President of the Association.

Section 2. Board Powers. The Board of Directors shall be the highest ruling authority of the Association, and shall be responsible for the general management of the affairs of the Association. The Board shall be empowered to enact By-Laws, to incur obligations for which the Association is responsible, to appropriate funds and to issue directives to officers or committees consistent with the Constitution and By-Laws. The Board shall enact By-Laws to establish any regulation that has a direct and enduring effect on the Membership.

Section 3. Executive Committee. The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer and Immediate Past President.

Section 4. Executive Committee Powers. The Executive Committee shall be the executive arm of the Board of Directors, empowered to administer the affairs of the Association in accordance with the policies, resolutions, and directives of the Board. The Executive Committee shall not be empowered to enact By-Laws. The Committee shall be empowered to incur obligations for which the Association is responsible and to appropriate funds consistent with policy established by the Board of Directors, and with the Constitution and By-Laws. The Executive Committee shall be accountable to the Board of Directors for its actions.

Section 5. President. The President shall be the chief executive officer of the Association.

Section 6. Powers of the President. The President shall be empowered to act on his or her own initiative in managing the affairs of the Association. Actions of the President shall be consistent with management policy established by the Board of Directors, with commitments and appropriations of the

Board and Executive Committee, and with the Constitution and By-Laws. The President shall be accountable to the Board for all actions on behalf of the Association.

Article VIII - Annual Convention

The Convention shall be held annually at a time and place fixed by the Board of Directors and in accordance with the By-Laws.

Article IX - Standing Committees

The Association may provide by its By-Laws for such Standing Committees or other means for accomplishing the Association's administrative functions as may be deemed necessary. The President, annually, shall appoint the Chair of each Committee.

Article X - Special Committees

Either the Association's Membership, duly assembled at the Annual Convention, the Board of Directors or the President may create special Committees and define their respective powers and duties.

Article XI - Discipline

Section 1. Action, How Taken. The Board of Directors, after notice and a proper hearing, may by majority vote suspend or revoke the membership privileges of any Member.

Section 2. Causes for Actions. Any member of the Association may be suspended or expelled for misconduct reflecting unfavorably upon the Association.

Section 3. Member Standing. A member shall be in good standing if all dues and fees are paid for the current calendar year and membership has not been suspended or revoked. The membership of members whose dues remain unpaid for two consecutive calendar years shall be revoked.

Article XII - Amendments

Section 1. The Constitution may be amended by a two-thirds (2/3) majority of the votes cast.

Section 2. Proposed changes shall be placed on a ballot and mailed to the membership after approval by the Board of Directors.

Article XIII - Awards

Awards for significant contributions in furtherance of the aims and purposes of the International Loran Association may be authorized by appropriate provision in the By-Laws.

Article XIV - Regional Clubs

Regional Clubs in furtherance of the aims and purposes of the International Loran Association may be organized by appropriate provision in the By-Laws.

Article XV - Publications

Publications that serve to further the aims and purposes of the International Loran Association may be organized as authorized by appropriate provision in the By-Laws.