



## **By-Laws of the Electronics Technicians Association, International, Inc.**

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### **ARTICLE 1: NAME AND LOCATION**

#### *Section 1. NAME*

The name of this organization shall be the Electronics Technicians Association, International, Incorporated, a not-for-profit Professional Association incorporated in the state of Indiana.

#### *Section 2. LOCATION*

Offices of the Association shall be located in Indiana and/or in such other localities as may be determined by the Board of Directors.

### **ARTICLE 2: OBJECTIVES**

*Section 1.* The objectives of this Association will be:

1. To provide opportunity for the exchange of experiences and opinions through discussion, study, seminars and publications.
2. To promote the arts and sciences of electronics technology and to educate the members and the public in the advancement, improvement, and uses of the services of electronics technicians.
3. To provide and expand a CERTIFIED ELECTRONICS TECHNICIAN program of registration and testing of skills and knowledge of individual technicians.
4. To conduct and cooperate in courses of study for the benefit of technicians desiring to fit themselves for employment in the electronics industry and to conduct meetings and conferences for the mutual benefit and education of members.
5. To acquire, preserve, and disseminate data and valuable information relative to the field of electronics.
6. To work with local or regional groups or associations of technicians, and/or to engage in other activities to promote the advancement of the electronics technician profession.

7. To develop training standards for technicians and allied personnel, and to work with other groups towards improved entry and advanced training programs and higher standards of competency, skills, knowledge and efficiency.

## **ARTICLE 3: MEMBERSHIP**

### *Section 1. QUALIFICATIONS*

Membership in this Association shall be comprised primarily of electronics technicians (and allied workers) engaged in the repair, operation, programming, servicing, design, or installation of electronics related products; those persons engaged in the education and training of technicians and workers in allied fields, including those technicians engaged in technical writing and other work requiring the skills and knowledge of an electronics technician.

### *Section 2. CERTIFIED TECHNICIANS*

A special membership category is allowed for members who have acquired the CET credential or similar designations of ETA certification of technician skills and knowledge.

### *Section 3. INSTITUTIONAL MEMBERS*

A special membership category is allowed for institutions or companies desiring to support ETA. This category is named INSTITUTIONAL members. These members have no voting rights.

### *Section 4. EDUCATORS*

A special membership category is allowed for electronics instructors and educators who are engaged in the education and training of technicians and allied workers. These members have the same voting rights as regular members.

### *Section 5. HONORARY MEMBERS*

Honorary memberships may be granted by the Association Board of Directors or the general membership for activities beneficial to the Association or the profession. Honorary members do not have a vote.

### *Section 6. RETIRED*

Members who have retired from business, teaching or working in the electronics industry and are no longer actively engaged in earning ordinary income as part of the workforce, may apply for membership in the RETIRED category. These members retain the right to hold office and vote, but are allowed a reduced dues fee for membership, as established by the Board of Directors.

### *Section 7. APPLICATION FOR MEMBERSHIP*

All membership applicants shall complete and sign the form of application provided by the Association and submit it to the main office of the Association. Such applications shall include an agreement by the applicant to abide by the Association's Standards of Conduct.

### *Section 8. GRANTED MEMBERSHIP*

Certification Administrators and certain other technicians may be granted membership by completing and signing the membership form and without submitting dues, if their records with the Association are already on file and they are currently performing valuable service to the Association. These granted members must sign the Standards of Conduct form and submit it for inclusion in their membership file at the main office of ETA for

the membership to be valid. Those individuals or companies whose membership is granted due to their services to ETA, such as proctoring certification exams, may be removed from the membership should the services that allowed such membership cease for 60 days or more.

#### *Section 9. ADMISSION OF MEMBERS*

Admission of all applicants for membership shall be by a majority vote of those present and voting at any meeting of the membership or the Board of Directors, or in such other manner as the Board of Directors may determine. Membership applications are provisionally processed by the office staff without calling for a specific approval vote for each applicant. [This section of the bylaws is necessary in the case of an objection to the membership of an individual (or group of memberships) by another member, staff or Board of Director member.] In such case the potential, or existing, membership must be voted on by the Board or the general membership at the next meeting of the body.

#### *Section 10. REMOVAL*

Members of any classification may be removed from membership by the Board of Directors for cause by two-thirds vote of those Board Members present at a conference call, internet or in-person meeting, quorum present. For any cause other than non-payment of dues, the member may appeal to the Board of directors within 90 days.

## **ARTICLE 4: AUTHORITIES**

#### *Section 1. AUTHORITIES*

The ultimate power and authority in the Association rests with the membership. Thus, any actions or decisions made by the staff, the Executive Committee or the Board of Directors is subject to review and change by the membership assembled at a called Special or Annual Membership meeting.

#### *Section 2. The BOARD OF DIRECTORS*

The Board of Directors serve a one year term and hold the fundamental power in the Association, other than that of the general membership. The Board of Directors is charged with understanding the objectives of the Association and (as time goes by), the directives, statutes and decisions made by previous Boards or the membership. The Board of Directors reviews the Association finances from time-to-time and works with the Association staff to meet the approved budgets. The Board stands ready to make decisions that the staff ascertains are significant enough that it cannot act on them alone. The Board, being aware of virtually all of the issues the Association may be faced with, uses its collective expertise to assist the staff. The Board itself does not make committee or project decisions. (but often, individual members of the Board are chosen to head-up or serve on committees or projects). The Board does not manage the operations of the Association headquarters, committees or divisions, but may work with committees, divisions and staff personnel to solve problems that may occur. The Chairman of the Board is charged with the duty of bringing issues involving the objectives or operation of the Association to the Board members. He/she then will chair the Board meetings, seeking to advise the Board about any issues, with the help of committee or division participants, the staff President or other staff project managers. The Chairman will seek a consensus of the Board on the issues and report the findings to the staff and the members. Decisions of the Board are in force until and unless the general membership negates or modifies one or another of them.

#### *Section 3. The EXECUTIVE COMMITTEE*

is composed of the Chairman of the Board, the Vice Chairman, the Secretary, Treasurer and Immediate Past Chairman, with the participation of the President. It may perform the duties of the Board on routine matters or

urgent matters that must be acted upon prior to a Board meeting. The decisions of the Executive Committee are subject to review, approval, modification or disapproval by the Board at a subsequent meeting of the Board or the membership. The Immediate Past Chairman serves as an advisor to the Executive Committee and is not an official member of the Board of Directors. The immediate past Chairman is not a voting officer of the Board of Directors but acts in an advisory manner on the Executive Committee.

#### *Section 4. ELECTED OFFICERS*

The officers elected by the general membership of the Association shall be the Chairman of the Board, Vice Chairman, Secretary, Treasurer and the Chairman and Secretary/Treasurer of each division.

#### *Section 5. The ADMINISTRATIVE STAFF*

is charged with carrying out the decisions of the Board and the membership. The Association President will decide the best approaches to take in carrying out the Board or membership's actions and will attend all Exec Committee, Board and Membership meetings. The staff President, as well as the Chairman of the Board, is an ex-officio member of all committees.

#### *Section 6. ORGANIZATIONAL UNITS*

To achieve the objectives of the Association, and at the discretion of the Board of Directors, organizational units may be created. These units may include Boards, councils, sections, or divisions to service special interests of the Association, including special units to service staff specialists who may be employed by the Association.

#### *Section 7. UNIT NAMES*

Established organizational units are created. They serve specialized segments of the Electronics Technicians profession. Names of the current divisions are:

- Board of Masters
- Cabling Division
- Certified Technician Division
- Chapter Relations
- Communications Division
- Electronics Educators Division
- International Affairs Division
- Renewable Energy Division
- Shop Owners Division

Other divisions may be added and the Board of Directors, subject to final approval at a membership meeting of ETA, may eliminate one or more existing divisions.

#### *Section 8. UNIT OPERATION*

By virtue of membership in an organizational division or unit, members of that division may not have a vote in the affairs of this Association as a whole, but may vote and work in the affairs of that unit or division of which they are members. Established units (such as Board of Masters, Chapter Relations, Education Division, Communications Division, Certified Technicians Division, Shop Division, Cabling Division, International Affairs and Renewable Energy Division) may be represented on the Association Board of Directors by the Chairman and the Secretary/Treasurer of the unit. Unit Chairmen and Sec/Treas will be elected by the general membership for one-year terms.

### *Section 9. ALLIED ORGANIZATIONS*

In order to further the objectives of the Association, for the advancement of electronics technicians, and for the mutual benefit of all, the Board of Directors may charter groups of technicians on a geographic basis. The Board may set such terms and conditions of Allied Organizations as it considers desirable.

## **ARTICLE 5: DUES**

### *Section 1. ESTABLISHMENT*

Dues and admission fees for all classes of membership shall be established by the Board of Directors with advice from the President and Association office staff.

### *Section 2. DELINQUENCY*

Any member delinquent for a period of sixty days shall be notified of such delinquency and suspended from further services. If payment is not made within the next 30 days the member shall be terminated from the membership register.

### *Section 3. REFUNDS*

No dues shall be refunded to any member whose membership terminates for any reason.

## **ARTICLE 6: MEETINGS**

### *Section 1. ANNUAL MEETING*

The annual meeting for the Association shall be held at such place and at such dates as may be determined by the Board of Directors.

### *Section 2. SPECIAL MEETINGS*

Special meetings of the Board of Directors, or of the membership may be called by the Chairman of the Board, by a majority of the Board members, or by written request from 25 voting members.

### *Section 3. MEETING NOTICES*

Meeting notices and minutes of the preceding meeting shall be sent to members in writing not more than 60 days and no less than 10 days before the meeting. For SPECIAL meetings, in addition to the meeting notice and minutes, the purposes of the meeting must be sent to the members also.

### *Section 4. VOTING*

At all membership meetings each regular member shall have one vote and may take part in person. Unless otherwise specified by these BYLAWS, a majority vote of those regular members present and voting shall govern. Elections may be conducted by mail and/or electronically, at the discretion of the Board of Directors.

### *Section 5. ROBERTS RULES OF ORDER*

Roberts Rules of Order shall govern meeting procedures where the bylaws give no guidance.

## ARTICLE 7: OFFICERS

### *Section 1. ELECTED OFFICERS*

The elected officers of the Association shall be a Chairman the Board, a Vice Chairman, a Secretary, a Treasurer and the Chairman and Secretary/Treasurer of each division. The immediate past Chairman is not a voting officer of the Board of Directors but acts in an advisory manner on the Executive Committee.

### *Section 2. QUALIFICATION FOR OFFICE*

Any regular member in good standing shall be eligible for nomination and election. An exception being: no more than one individual official or employee from any single business, school or other entity may serve as a member of the Board of Directors during a term of office.

### *Section 3. NOMINATIONS*

The nomination committee or administrative staff shall prepare and submit to the members a nomination form for each of the elected officers positions. The election ballot may contain only names for those nominees who have given prior consent to being listed on the ballot and having the intention of serving in that office.

### *Section 4. REMOVAL*

Any elected officer may be removed from his/her office, for cause, by a two thirds vote of the Board of Directors. The removed officer may appeal the decision to the Annual Membership Meeting by requesting the issue be included on the Annual Membership Meeting agenda. Reasons for removing an officer may include: being engaged in fraudulent or dishonest conduct; committing a gross abuse of authority or discretion with respect to the Association; violation of his/her fiduciary duties to ETA or working for a group or groups, not in the best interests of the membership of ETA.

### *Section 5. ELECTION OF OFFICERS*

There shall be an election of officers each year. The Association administrative staff shall initiate to the membership a call for nominations at least 40 days and no more than 90 days prior to the Annual Membership Meeting of the Association. The staff shall compile biographic sketches of each nominee for the respective officer positions to be distributed to the membership at least 30 days prior to the end of the voting period.

- 5a. VOTING BALLOTS-Voting ballots shall be prepared by the staff and distributed to the membership at least 20 days prior to the end of the voting (the last day of the voting period).
- 5b. ELECTRONIC VOTING-In addition to Voting Ballots, a method of voting electronically shall be established, using the mechanism of the ETA Internet Website. Also, the Association printed journal, The High-Tech News, shall include a ballot for members, which can be mailed or electronically sent to the designated entity handling the counting of the ballots.
- 5c. INDEPENDENT BALLOT COUNTING-All ballots for election of officers shall be received or forwarded securely, to an independent accounting firm for ballot counting. The independent accounting firm shall announce the results of the balloting to the President and to the Chairman of the Board. Those results shall be published in the Association journal and to those who have been duly elected. The results shall be available to members at the Annual Membership Meeting.

### *Section 6. TERM OF OFFICE*

Each elected officer shall take office immediately upon installation and shall serve for a term of one year or until



his successor is duly elected and qualified.

#### *Section 7. RE-ELECTION*

All elected offices, excepting the Vice Chairman, Chairman of the Board and Board of Masters Chairman shall be eligible for re-election to the same office. The Chairman of the Board and Vice Chairman may not be re-elected until at least one year shall have elapsed since serving in that position.

#### *Section 8. VACANCIES*

Vacancies may be filled for any office, for the balance of the term, by the Board Directors. The Board of Directors, by a two-thirds vote may remove any officer from office for cause. Should the Chairman of the Board position become vacant during the term, the vacancy shall be filled by the Vice Chairman, who shall be succeeded by the Secretary, who shall be succeeded by the Treasurer. Any officer position may be filled for the remainder of a term of office by a majority vote of the Board of Directors, quorum present, or by a special election by the membership.

### **ARTICLE 8: DUTIES OF OFFICERS**

#### *Section 1. CHAIRMAN OF THE BOARD*

The Chairman shall be the chief elected officer of the Association and serve as Chairman of both the Board of Directors and Executive Committee. He/she shall also serve as a member with the right-to-vote on all committees except the Nominating Committee. He/she shall make all required appointments of standing and special committees and trustees with the approval of the Board of Directors and advice of the administrative staff.

At the Annual Meeting of the Association and at such other times as he/she shall deem proper, the Chairman of the Board shall communicate to the members such matters and make such suggestions as may in his opinion tend to promote the welfare and increase the usefulness of the Association. He shall perform such other duties as are necessarily incident to the office of Chairman of the Board or as may be prescribed by the Board of Directors. At meetings of the Board of Directors, the Chairman's primary duty is to assure that the Board Members are apprised of the actions and status of the Association and that a consensus of the Board Members is obtained on issues.

#### *Section 2. VICE CHAIRMAN*

Should the Chairman become unable to serve, the Vice Chairman shall automatically succeed the Chairman. As Vice Chairman he/she shall be responsible for such duties as are individually assigned by the Chairman with the approval of the Board of Directors.

#### *Section 3. SECRETARY*

The Secretary shall be in charge of the Association's records. He/she shall be in charge of the proper and legal mailing of notices and meeting agendas to the members. He/she shall see to the proper recording and publishing of meeting activities of the Association, Board of Directors, and committees. He/she shall carry into execution all orders, votes, and resolutions not otherwise committed. He/she shall see that accurate records are kept of all members. He/she shall keep the seal of the Association. Such duties of the Secretary as may be specified by the Board of Directors may be delegated to the President or a designated member of his/her staff.

#### *Section 4. TREASURER*

The Treasurer shall be in charge of the Association's funds and financial records. He/she shall collect all member dues and or assessments; shall have established proper accounting procedures for the handling of the funds

in such banks, trust companies and/or investments as are approved by the Executive Committee. He/she shall report on the financial condition of the Association at all meetings of the Board of Directors and at other times when called upon by the Chairman of the Board. Such duties of the Treasurer as may be specified by the Board of Directors may be delegated to the President or a designated member of his/her staff.

*Section 5. DIVISION CHAIRMAN*

Each Division Chairman, and each Division Secretary/Treasurer, having been elected by the individual members, and with the approval of the majority of the Board of Directors shall be appointed to the Board of Directors as a full voting officers. He/she shall hold an equal vote to the other individual members of the Board of Directors in the affairs of the Association. The Chairman of a Division may chair meetings of his particular division; appoint committees, and otherwise direct the activities of that division in accordance with that division's rules so long as they are not in conflict with these BYLAWS.

*Section 6. REMOVAL*

Division Chairmen or Division Secretary/Treasurers may be removed from the Board of Directors by being removed as Division Chairman or Division Secretary/Treasurers by a majority vote (by mail or in person) of the members of that division, or by a majority vote of the Board of Directors, quorum present. A Division Chairman or Division Secretary/Treasurer may serve on the Board of Directors for more than one year.

## **ARTICLE 9: BOARD OF DIRECTORS**

*Section 1. AUTHORITY AND RESPONSIBILITY*

The governing body of this Association shall be the Board of Directors, subject to the approval of the membership. The Board of Directors shall have supervision, control, and direction of the affairs of the Association, its committees and publications; shall determine its policies or changes therein; shall actively prosecute its objectives; and supervise the disbursement of its funds. The Board may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may in execution of the powers granted, delegate certain of its authority and responsibility to the EXECUTIVE COMMITTEE, made up of the Chairman of the Board, Vice Chairman, Secretary and Treasurer and immediate past Chairman.

*Section 2. QUORUM*

A quorum of the Board of Directors or Executive Committee shall be a majority of its voting members.

*Section 3. MEETINGS*

The Board of Directors shall meet at least twice each year. Meetings may be conducted via conference phone call, Internet connection, or in person.

## **ARTICLE 10: EXECUTIVE AND STAFF**

*Section 1. APPOINTMENT*

The Board shall employ a salaried staff head who shall have the title of PRESIDENT and whose terms and conditions of employment shall be specified by the Board.

*Section 2. AUTHORITY AND RESPONSIBILITY*

The President shall be the chief executive of the Association, responsible for all management functions. He/



she shall manage and direct all activities of the Association as prescribed by the Board of Directors and shall be responsible to the Board. He/she shall employ and may terminate the employment of members of the staff necessary to carry on the work of the Association and fix their compensation within the approved budget. As President, he/she shall define the duties of the staff, supervise their performance, establish their titles and delegate those responsibilities of management as shall in his/her judgment, be in the best interest of the Association.

*Section 3.* The President shall sign official documents in the name of the Association and represent the Association in civil or legal cases and shall be the official spokesperson of the Association to the industry, governments and other entities. He/she shall present each year an Annual Report on the affairs of the Association at the Annual Membership meeting.

## **ARTICLE 11: BOARD OF MASTERS**

### *Section 1.* AUTHORITY AND RESPONSIBILITIES

The four person Board of Masters shall serve as the sole determining body for policies relating to the Master Certified Electronics Technicians (CETma) program. These policies include eligibility criteria, recognition, and terms of the Master certification.

The chairman of the Board of Masters shall be elected by the general membership of the Association and shall appoint three (3) Master CETs to serve with him/her as the Board of Masters and on the Masters Credentials and Rules committee. The term of service, after being elected or appointed, will be two (2) years, except for the Board of Masters Chairman who shall serve one year, unless reelected.

### *Section 2.* TERMS OF SERVICE

Members of the Board of Masters, other than the Chairman (who is elected by the general ETA membership) shall be nominated by ETA certified Master CETs. From the list of nominated Masters, the Chairman of the Board of Masters shall appoint the remaining three (3) Board of Masters members.

### *Section 3.* VOTING RIGHTS

One individual shall serve as Chairman of the Board of Masters and will also serve as an ex-officio member of the ETA Board of Directors with full voting rights.

### *Section 4.* CEO EMERITUS

The ETA CEO Emeritus will be an ex-officio member of the Masters Board with full voting rights.

### *Section 5.* MEETINGS

The Board of Masters will have no fewer than two (2) meetings per year to establish policies for the Masters program and to conduct other business relating to the Masters program.

## **ARTICLE 12: FINANCE**

### *Section 1.* FISCAL PERIOD

The fiscal period of the Association shall be prescribed by the Budget and Finance committee with approval of the Board of Directors. Traditionally the Fiscal Period for ETA is July 1 through June 30th.

### *Section 2. BONDING*

Trust or surety bonds shall be furnished by the Chairman of the Board, Treasurer, or and such other officers or employees of the Association as the Board of Directors shall direct. The amount of such bonds shall be determined by the Board of Directors and the cost shall be paid by the Association.

### *Section 3. BUDGET*

With recommendations of the Budget and Finance Committee, the Board of Directors shall adopt an annual operating budget covering all activities of the Association, in advance of the next fiscal period.

### *Section 4. REPORTS*

The Treasurer shall furnish to the membership a financial report for the fiscal year completed within 60 days following the end of each annual fiscal period. Interim monthly, quarterly or semi-annual financial reports may be presented by the Treasurer or his/her staff appointee.

### *Section 5. DISTRIBUTION*

The Association shall use its funds only to accomplish the objectives and purposes specified in these BYLAWS and no part of said funds shall inure, or be distributed to the members of the Association, except as follows: a member may receive wages, royalties or compensation for employment with the Association or for contract labor work of the Association.

## **ARTICLE 13: DISSOLUTION**

*Section 1.* Upon dissolution of the Association any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board of Directors.

## **ARTICLE 14: AMENDMENTS**

### *Section 1. AMENDMENTS*

These BYLAWS may be amended or repealed by a two-thirds vote of the regular membership present at any Annual Meeting of the Association duly called and regularly held, notice of such proposed changes having been sent in writing to the members thirty (30) days before such meeting, or by a two-thirds vote of those regular members voting by a thirty-day mail or electronic ballot. Amendments may be proposed by the Board of Directors on its own initiative, or upon petition of any twenty-five (25) regular members addressed to the Board. All such proposed amendments shall be presented by the Board to the Membership with or without recommendations. Amendments to the bylaws may be suggested by members, without petition of at least twenty-five (25) members, but the Board of Directors or membership is not required to address such amendment proposals or present them to the Annual Membership meeting.

End of bylaws