



**2013  
BOARD OF GOVERNORS  
MEETING**

**Minutes of Meeting**

**Grand Hyatt  
Washington, DC  
October 12, 2013**

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**MINUTES OF MEETING  
OF  
BOARD OF GOVERNORS  
NATIONAL ELECTRICAL CONTRACTORS ASSOCIATION, INC.**

**Grand Hyatt**

**October 12, 2013**

**Washington, DC**

Chairman:  
Dennis F. Quebe

Secretary and Director, Sergeants-at-Arms:  
Traci M. Pickus

**Call To Order:** Chairman Quebe called the regular meeting of the Board of Governors of the National Electrical Contractors Association, Inc. to order at 8:32 a.m. on October 12. Mr. Quebe welcomed the members of the Board and guests.

Regarding the conduct of the meeting, the following are applicable in accordance with sections 4.4 and 8 of the Bylaws:

- In all elections of officers, except when the candidate is unopposed, and in voting on amendments to the Bylaws, the Board of Governors shall take a ballot vote. On other matters, the usual form of voice voting shall prevail with each member of the Board of Governors having one vote. When a ballot is not required, any member of the Board of Governors may call for a ballot vote on any question before the question is put to the Board of Governors for a vote.
- On ballot votes, except on matters pertaining to Labor Relations, each Governor shall cast, as a unit, all the number of votes as provided in the Bylaws for the members of the chapter who are in good standing thirty (30) days prior to the date of the meeting. On any matter pertaining to labor relations, the number of votes shall be limited to those attributable to members that are signatory to an I.B.E.W. labor agreement. The President, District Vice-Presidents and the Vice-President-at-Large shall cast one (1) vote each.
- Effective date of these proposals shall be immediate upon passage unless otherwise indicated.
- Robert's Rules of Order will govern such discussion as may be desired on these proposals.

**ROSTER** - The following is a list of the members of the NECA Board of Governors that were in attendance:

**EXECUTIVE COMMITTEE**

President:	Dennis F Quebe - Dayton, Ohio
Vice President, District 1:	David B Pinter - New York, New York
Vice President, District 2:	Greg E Stewart - Columbus, Ohio
Vice President, District 3:	Alex Owen - Mableton, Georgia
Vice President, District 4:	Gerald W Schulz – Neenah, Wisconsin
Vice President, District 5:	John Lambert - Austin, Texas
Vice President, District 6:	George Adams - Portland, Oregon
Vice President, District 7:	Daniel G Schaeffer - St. Louis, Missouri
Vice President, District 8:	Robert May – Salt Lake City, Utah
Vice President, District 9:	Stan Lazarian - Pasadena, California
Vice President, District 10:	Gary A Tucci - Sumner, Washington
Vice President at Large:	Ron Autrey - Jacksonville, Florida

## CHAPTER AND GOVERNOR

Alaska .....	Mick E Manning	New Mexico .....	Troy L Beall
Albany .....	Anthony M Sestito	New York City .....	Ciro J Lupo
American Line Builders .....	Thomas M Wolden	North Central Ohio .....	Laverne A Wolgamott
Arkansas .....	Mitchel C Hughes	North Florida .....	David Long
Atlanta .....	Rilo Stephens	North Louisiana .....	Kirk Davis
Atlantic Coast .....	Terry J Lette	North Texas .....	Mark Huston (Alternate)
Augusta .....	Rudolph Dixon	Northeast Louisiana .....	Martin West
Boston .....	Paul A Guarracino (Alternate)	Northeastern Illinois .....	Craig R Martin
Cascade .....	Paul C Sorensen	Northeastern Line Constructors .....	Thomas G Halpin
Central Florida .....	Scott Maddox	Northern California .....	Lewis Frain
Central Illinois .....	Steve C Gardner Sr	Northern Illinois .....	Roger L Chapman
Central Indiana .....	Jeff W Cardwell	Northern Indiana .....	Anthony J Maloney III
Central Massachusetts .....	Jonathan Ostrow	Northern New Jersey .....	Ernest J Badaracco III
Central Mississippi .....	Alton Ware	Northwest Line Constructors .....	Donald Wilson
Central Ohio .....	Ronald D Becker	Ohio/Michigan .....	Russ Zimmerman
Central Texas .....	Mike Kanetzky	Oklahoma .....	Rob Cherry
Chicago & Cook County .....	James T Gallagher	Oregon-Columbia .....	Karl Jensen
Cincinnati .....	William J Meyer	Oregon-Pacific-Cascade .....	Michael J Hamilton
Connecticut .....	Jack Fiora	Penn-Del-Jersey .....	Franklin P Holleran
Contra Costa .....	Rick Henry	Puget Sound .....	Gloria Ashford
Dakotas .....	Robert Jarding	Quad-Cities .....	Joe Bosso (Alternate)
East Central California .....	David J Helsel	Red River Valley .....	Marvin L Groves II
East Tennessee .....	Charles E Mink Jr	Redwood Empire .....	Robert Smith
Eastern Illinois .....	Larry H Clennon	Rochester New York .....	Eric F Schmidt
Eastern Oklahoma .....	Larry K LaFave	Rocky Mountain .....	Craig Clark
Finger Lakes NY .....	John Amicucci	San Diego County .....	Earl Restine Jr
Florida West Coast .....	Andy DeLaParte	San Francisco .....	Leonard E Lynch Jr
Georgia .....	Brad Butler	South Florida .....	Jonathan R Borden
Greater Cleveland .....	David Haines	South Louisiana .....	E. J. Deubler III
Greater Sacramento .....	Frank E Schetter	South Texas .....	Orvil M Anthony Jr
Gulf Coast .....	Charles Freeman	Southeast Texas .....	Matthew B Cappadonna
Hawaii .....	Steve T Watanabe	Southeastern Line Constructors .....	Jody Shea
Hudson Valley .....	Jeffrey L Seidel	Southeastern Michigan .....	Jerry Dancey
Idaho .....	Jeffrey L Wheeler	Southern Arizona .....	John F Kostyo
Illinois .....	Daniel M Wilcox	Southern Colorado .....	James L Peterson
Inland Empire .....	David A Peterson (Alternate)	Southern Indiana .....	Dan Harpenau
Intermountain .....	Todd Shaffer	Southern Nevada .....	Robert J Lisowski
Iowa .....	David J Gill	Southern New Jersey .....	Thomas Peterson
Kansas .....	Doug Hague	Southern Sierras .....	Thomas G Ispas
Kansas City .....	Robert W Blake	Southern Tier .....	Lindsay T Mills
Kern County .....	Bret C Smith (Alternate)	Southwest Washington .....	Michael L Doyle
Long Island .....	Nicolaus Feldmann	St Louis .....	Matthew Doell
Los Angeles County .....	Steve O'Bryant	St Paul .....	William P Lindberg
Louisville .....	Daniel B Walsh	Twin Ports-Arrowhead .....	Blair Mahan
Mahoning Valley .....	David A Dickey	Washington DC .....	Wayne Butler (Alternate)
Maryland .....	James H Cornelius	West Virginia-Ohio Valley .....	James A Smith
Michigan .....	Robert J Turner	Western Line Constructors .....	Rich Holbeck
Milwaukee .....	Michael Kelliher	Western New York State .....	Joseph R Pellerite
Minneapolis .....	Tim Holmberg	Western Ohio .....	Gregory P Ross (Alternate)
Missouri Valley Line Constructors .....	Mitchell J Marquart	Western Pennsylvania .....	Robert J Bruce
Montana .....	James McDonald	Wisconsin .....	Mark A Hady
Monterey Bay California .....	Frederick A Jensen	Wyoming .....	Ryan Bowar (Alternate)
Nebraska .....	Daniel M Smith		

**INTERNATIONAL CHAPTERS**

ACEN NECA Monterrey.....Eduardo Mariscal-Hay  
Bermuda Electrical Contractors Association (BECA)..... Ray Beaulne  
Canadian Electrical Contractors Association Inc ..... Colin M Campbell  
Korea Electrical Contractors Association..... Mun-Sik Shin  
MEA (Master Electricians Australia) .....Richard Flanagan  
National Electrical & Communications  
Association Western Australia .....Ian Swain  
NECA (Australia) - New South Wales ..... Stephen Griffiths  
NECA (Australia) - National Office..... Stephen Griffiths  
NECA ACEH Honduras ..... Charles H George  
NECA ACOEO (Guadalajara, Mexico) .....Luis Felipe Flores Torres  
NECA Americ (Mexico) - National Office ..... Andres Quintana Ascencio

**The following Chapters were not represented:**

**Domestic Chapters**

Arizona  
Baton Rouge  
California Central Coast  
El Paso  
Memphis  
Northern New York  
Orange County  
Rhode Island & Southeast Massachusetts  
San Mateo County  
Santa Clara Valley  
Southwest Louisiana  
Southwestern Line Constructors  
West Texas  
Western Massachusetts

**International Chapters**

ACEN NECA Monterrey  
Bermuda Electrical Contractors Association (BECA)  
Korea Electrical Contractors Association  
MEA (Master Electricians Australia)  
National Electrical & Communications Association Western Australia  
NECA (Australia) - New South Wales  
NECA (Australia) - National Office  
NECA ACEH Honduras  
NECA Americ (Mexico) - National Office

**Pledge of Allegiance:** Mel Buttrum led the group in the Pledge of Allegiance.

**Welcome from Host City:** Wayne Butler, Acting Governor of the Washington DC Chapter welcomed the governors and guests to Washington, DC.

**Recognition of Fellows of the Academy of Electrical Contracting:** Mr. Quebe requested that all Fellows stand and be recognized.

**Recognition of Deceased Governors:** A moment of silence honored all chapter governors who have died since the last meeting.

**Report of the President:** Mr. Dennis F. Quebe, President, presented a report on the state of the association.

**Report of the Chief Executive Officer:** Mr. John M. Grau, Chief Executive Officer, provided an overview of important issues confronting the industry and actions NECA is taking to address them.

**Report of the Chief Operating Officer:** Mr. Daniel G. Walter, Chief Operating Officer, provided an update on the following items: the release of the NECA News App, currently available for tablet computers and soon to be available for smartphones, the app presents news and information from more than 35 NECA feeds in 12 categories; completion of the publication *Achieving Spatial Coordination Through BIM – A Guide for Specialty Contractors*, free digital copies will be available to members beginning November 7; development of the Basic Foremanship course has been completed; invited everyone to learn more about NECA ECAP (energy conservation and performance platform) a new financing source for energy efficiency and renewable energy projects, a presentation will be made at the Business Development session during the convention.

**Report on Labor Relations:** Mr. Geary M. Higgins, Vice President, Labor Relations, reported on the current status of Labor Relations issues.

**Report of the Secretary-Treasurer:** Ms. Traci M. Pickus, Secretary-Treasurer, reported on the current financial and membership status.

**Presentation of Industry Partner Award:** Mr. Quebe presented the 2013 award to the National Coordinating Committee for Multiemployer Plans (NCCMP) for their partnering efforts with NECA.

**Remarks:** Mr. Edwin D. Hill, International President of the IBEW discussed the state of the electrical construction industry.

### **Actions:**

#### **Action on Minutes of Previous Meeting:**

*Upon motion duly made and seconded, the minutes of the meeting held in Las Vegas, NV on September 29, 2012, were approved as submitted by voice vote.*

#### **Action to Reaffirm Standing Policy Statements:**

*Upon motion duly made and seconded, Standing Policy Statements 1 to 12 and 14 to 19 were reaffirmed by voice vote.*

#### **Action on Bylaw Amendment Proposal #1:**

*Being properly submitted by the NECA Executive Committee, this proposal to amend Sections 10.2, 10.3, 10.4, 10.5, 10.6 and 10.7 regarding Terms of Office was **ADOPTED**. A ballot vote was required and the results showed 3,972 votes cast FOR and 0 votes cast AGAINST. A two-thirds majority was required to adopt this amendment.*

**Bylaw Amendment Proposal #1**

**BYLAW AMENDMENT #1**— Proposal to amend Sections 10.2, 10.3, 10.4, 10.5, 10.6 and 10.7 re Terms of Office (submitted by Executive Committee)

Whereas NECA has previously established term limits for its member officers, and  
Whereas, vacancies created by the death of a District Vice President and the resignation for personal reasons of a another District Vice President raised questions regarding the application of term limits to the fulfillment of an unexpired term as defined in Section 10.4(d), and

Whereas, the NECA Executive Committee wishes to provide clearer definitions of term limits in the Bylaws, Now, therefore, be it resolved that the bylaws be amended as follows

Current Language

Proposed Language

(~~strikeover~~ indicates deleted language; underline indicates new language)

**ARTICLE X. MEMBER OFFICERS**

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**Section 10.1.** Member Officers of this Association shall include: a President, a President Elect, a District Vice President representing each District and a Vice President At Large.

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**Section 10.2. The President.** The President shall be the senior elected officer of the Association.

**Section 10.2. The President.** The President shall be the senior elected officer of the Association.

- (a) **Qualifications.** Candidates for President must, within the previous five (5) years, have served one
- (1) term on the Executive Committee or at least two
  - (2) years on the Board of Governors and represent a Member who is a signatory to an I.B.E.W. labor agreement.

- (a) **Qualifications.** Candidates for President must, within the previous five (5) years, have served one
- (1) term on the Executive Committee or at least two
  - (2) years on the Board of Governors and represent a Member who is a signatory to an I.B.E.W. labor agreement.

(b) Nomination.

(b) Nomination.

- 1) By the Executive Committee. It is intended that the President Elect shall automatically ascend to the office of the President at the conclusion of each President's three (3) year term. However, in the event the President Elect is unable, unwilling or for any reason prevented from ascending to the Presidency, the Executive Committee shall nominate, from among the members of the Association or their duly accredited representatives, one or more candidates for the office of President at its last regular meeting which precedes, by at least sixty (60) days, the regular meeting of the Board of Governors in the third calendar year of a President's term.

- 1) By the Executive Committee. It is intended that the President Elect shall automatically ascend to the office of the President at the conclusion of each President's three (3) year term. However, in the event the President Elect is unable, unwilling or for any reason prevented from ascending to the Presidency, the Executive Committee shall nominate, from among the members of the Association or their duly accredited representatives, one or more candidates for the office of President at its last regular meeting which precedes, by at least sixty (60) days, the regular meeting of the Board of Governors in the third calendar year of a President's term.

2) Other Nominations. Additional nominations for the office of President, from among the members or their duly accredited representatives, may be made by any Governor with the written concurrence of a majority of the Governors from the District in which the nominee operates the headquarters of his business, by filing the nomination with the Secretary/Treasurer at any time after the nominations of the Executive Committee and more than thirty (30) days prior to the date of such regular meeting of the Board of Governors.

(c) **Election.** In the event the President Elect is unable, unwilling or for any reason prevented from ascending to the Presidency, the President of the Association shall be elected by the Board of Governors at its last regular meeting in the third year of each President's term. Individual members shall have the right to vote by proxy one vote each for a duly nominated candidate for President. Proxy ballots shall be mailed to the Secretary/Treasurer.

(d) **Term of Office.** Presidents' term shall begin January first of the year following their election. Presidents shall serve three (3) years or until their successors are duly qualified and elected. The President shall serve no more than one (1) term.

(e) **Duties.** The President shall perform the following duties:

- 1) Exercise leadership necessary to promote the policies and programs of the Association.
- 2) Speak for the Association and the electrical contracting industry.
- 3) Preside at all meetings of the Board of Governors, the Executive Committee, and the Convention.
- 4) Appoint the Chairman and members of all Committees not otherwise specified in these Bylaws.
- 5) Perform other duties assigned by the Board of Governors.

**Section 10.3. The President Elect.** The President Elect shall be elected to succeed the President at the conclusion of the President's term.

(a) **Qualifications.** Candidates for President Elect must meet the same qualifications required of candidates

2) Other Nominations. Additional nominations for the office of President, from among the members or their duly accredited representatives, may be made by any Governor with the written concurrence of a majority of the Governors from the District in which the nominee operates the headquarters of his business, by filing the nomination with the Secretary/Treasurer at any time after the nominations of the Executive Committee and more than thirty (30) days prior to the date of such regular meeting of the Board of Governors.

(c) **Election.** In the event the President Elect is unable, unwilling or for any reason prevented from ascending to the Presidency, the President of the Association shall be elected by the Board of Governors at its last regular meeting in the third year of each President's term. Individual members shall have the right to vote by proxy one vote each for a duly nominated candidate for President. Proxy ballots shall be mailed to the Secretary/Treasurer.

(d) **Term of Office.** Presidents' term shall begin January first of the year following their election. Presidents shall serve three (3) years or until their successors are duly qualified and elected. The President shall serve no more than one (1) full three-year term.

(e) **Duties.** The President shall perform the following duties:

- 1) Exercise leadership necessary to promote the policies and programs of the Association.
- 2) Speak for the Association and the electrical contracting industry.
- 3) Preside at all meetings of the Board of Governors, the Executive Committee, and the Convention.
- 4) Appoint the Chairman and members of all Committees not otherwise specified in these Bylaws.
- 5) Perform other duties assigned by the Board of Governors.

**Section 10.3. The President Elect.** The President Elect shall be elected to succeed the President at the conclusion of the President's term.

(a) **Qualifications.** Candidates for President Elect must meet the same qualifications required of candidates



for President, and must indicate, in writing, their willingness to serve as President, if elected. (See Section 10.2(a) above.)

(b) **Nomination.** Candidates for President Elect shall be nominated in the same manner as candidates for President, specified in Section 10.2(b) above.

(c) **Election.** The President Elect shall be elected in the same manner as the President, specified in Section 10.2(c) above.

(d) **Term of Office.** President Elect terms shall begin January first of the year following their election. Presidents Elect shall serve terms of one (1) year corresponding to the third or final year of each President's term and shall serve no more than one (1) term.

(e) **Duties.** The President Elect shall perform the following duties:

- 1) Become fully familiar with the Association's history, structure, purposes, governance, policies, assets, obligations, ongoing activities, strategic plan and operations.
- 2) Assess and optimize personal circumstances and skills to undertake Presidential duties.
- 3) Develop clear and shared understandings with the Association's Board of Governors and the Chief Executive Officer to facilitate an optimum leadership transition.
- 4) Study and select appointees for approval of the Executive Committee in consultation with current and continuing leaders and staff.
- 5) Perform other duties that may be assigned by the President or Executive Committee.

#### Section 10.4. District Vice Presidents.

(a) **Qualifications.** At the time of nomination, candidates for District Vice President must:

1. Have served at least one (1) full year on the Board of Governors within the past five (5) years.
2. Represent a member who is a signatory to an I.B.E.W. labor agreement.

for President, and must indicate, in writing, their willingness to serve as President, if elected. (See Section 10.2(a) above.)

(b) **Nomination.** Candidates for President Elect shall be nominated in the same manner as candidates for President, specified in Section 10.2(b) above.

(c) **Election.** The President Elect shall be elected in the same manner as the President, specified in Section 10.2(c) above.

(d) **Term of Office.** President Elect terms shall begin January first of the year following their election. Presidents Elect shall serve terms of one (1) year corresponding to the third or final year of each President's term and shall serve no more than one (1) full one-year term.

(e) **Duties.** The President Elect shall perform the following duties:

- 1) Become fully familiar with the Association's history, structure, purposes, governance, policies, assets, obligations, ongoing activities, strategic plan and operations.
- 2) Assess and optimize personal circumstances and skills to undertake Presidential duties.
- 3) Develop clear and shared understandings with the Association's Board of Governors and the Chief Executive Officer to facilitate an optimum leadership transition.
- 4) Study and select appointees for approval of the Executive Committee in consultation with current and continuing leaders and staff.
- 5) Perform other duties that may be assigned by the President or Executive Committee.

#### Section 10.4. District Vice Presidents.

(a) **Qualifications.** At the time of nomination, candidates for District Vice President must:

- 1) Have served at least one (1) full year on the Board of Governors within the past five (5) years.
- 2) Represent a member who is a signatory to an I.B.E.W. labor agreement.

- 3. Be members in good standing of Chapters within that District.
- (b) **Nomination.** Nominations for District Vice Presidents must be signed by a Governor from that District and received in writing by the Secretary/ Treasurer, not more than sixty (60) days nor less than thirty (30) days prior to the date of the Board of Governors meeting at which elections will be held.
- (c) **Election.** One (1) District Vice President shall be elected by the Governors in each District. Districts designated by even numbers shall elect District Vice Presidents in even numbered years and Districts designated with odd numbers shall elect District Vice Presidents in odd numbered years, all to take office on the first day of January following their election.
- (d) **Term.** District Vice Presidents shall be elected to a two (2) year term. District Vice Presidents shall serve no more than two (2) consecutive terms.

- (e) **Duties.** District Vice Presidents shall:
  - 1) Represent the conveyed interests of the chapters in their districts to the Association and the Executive Committee.
  - 2) Promote the policies and programs of this Association.
  - 3) Lend counsel and advice to Chapter officers and agents and coordinate their efforts.
  - 4) Investigate and report pertinent developments in the District that could affect this Association.
  - 5) Perform such additional duties as the Board of Governors may from time to time assign.

**Section 10.5. Vice President At Large.** The Vice President At Large shall be appointed by the Executive Committee from among qualified representatives of member firms in the United States and having annual

- 3) Be members in good standing of Chapters within that District.
- (b) **Nomination.** Nominations for District Vice Presidents must be signed by a Governor from that District and received in writing by the Secretary/ Treasurer, not more than sixty (60) days nor less than thirty (30) days prior to the date of the Board of Governors meeting at which elections will be held.
- (c) **Election.** One (1) District Vice President shall be elected by the Governors in each District. Districts designated by even numbers shall elect District Vice Presidents in even numbered years and Districts designated with odd numbers shall elect District Vice Presidents in odd numbered years, all to take office on the first day of January following their election.
- (d) **Term.** ~~District Vice Presidents shall be elected to a two (2) year term. District Vice Presidents shall serve no more than two (2) consecutive terms. District Vice Presidents shall be elected to a two (2) year term beginning January first of the year following their election. District Vice Presidents shall serve no more than two (2) consecutive terms. If a District Vice President is elected to serve an unexpired term under Section 10.7, service of one-half or more of the unexpired term shall be considered a full term for purposes of term limits.~~

- (e) **Duties.** District Vice Presidents shall:
  - 1) Represent the conveyed interests of the chapters in their districts to the Association and the Executive Committee.
  - 2) Promote the policies and programs of this Association.
  - 3) Lend counsel and advice to Chapter officers and agents and coordinate their efforts.
  - 4) Investigate and report pertinent developments in the District that could affect this Association.
  - 5) Perform such additional duties as the Board of Governors may from time to time assign.

**Section 10.5. Vice President At Large.** The Vice President At Large shall be appointed by the Executive Committee from among qualified representatives of member firms in the United States and having annual

payrolls in excess of nine hundred thousand (900,000) manhours. The Vice President At Large shall be appointed at the Executive Committee meeting held at the convention in odd numbered years and shall serve a term of two (2) years beginning the first day of January of the year following their selection. The Vice President At Large may serve no more than two (2) consecutive terms. The Vice President At Large shall perform those duties specified by the Executive Committee.

**Section 10.6. Prohibition On Holding Multiple Offices.**

The President, the President Elect, District Vice Presidents or the Vice President At Large may not represent any chapter in the Board of Governors. No person may hold more than one of the following Offices or positions at the same time:

- (a) President of the Association
- (b) President Elect
- (c) District Vice President
- (d) Vice President At Large
- (e) Governor representing a Chapter

Section 10.7. Vacancies.

- (a) In the event the President resigns or is unable to serve —
  - (1) If there is a sitting President Elect, the President Elect shall immediately assume the duties of the President.
  - (2) If there is no President Elect, the Executive Committee shall select a District Vice President to perform the duties of the President for such period as may be necessary.

payrolls in excess of nine hundred thousand (900,000) manhours. The Vice President At Large shall be appointed at the Executive Committee meeting held at the convention in odd numbered years and shall serve a term of two (2) years beginning the first day of January of the year following their selection. The Vice President At Large may serve no more than two (2) consecutive terms. If a Vice President at Large is appointed to fill an unexpired term due to vacancy, service of one-half or more of the unexpired term shall be considered a full term for purposes of term limits. The Vice President At Large shall perform those duties specified by the Executive Committee.

**Section 10.6. Prohibition ~~on~~ Holding Multiple Offices.**

The President, the President Elect, District Vice Presidents or the Vice President At Large may not represent any chapter in the Board of Governors. No person may hold more than one of the following Offices or positions at the same time:

- (a) President of the Association
- (b) President Elect
- (c) District Vice President
- (d) Vice President At Large
- (e) Governor representing a Chapter

Section 10.7. Vacancies.

- (a) In the event the President resigns or is unable to serve, as determined by the Executive Committee, the Executive Committee shall fill the vacancy in the following manner: —
  - (1) If there is a sitting President Elect, the President Elect shall immediately assume the duties of the President.
  - (2) If there is no President Elect, the Executive Committee shall select a District Vice President or the Vice President at Large to perform the duties of the President until a successor is elected. At the next regularly scheduled meeting of the NECA Board of Governors following the vacancy, the Governors shall elect a President in accordance with the qualifications and procedures for such period as established in Section 10.2. Such newly-elected President's term shall begin on January first of the year following the election and the President shall

~~serve one (1) three-year term may be necessary.~~

- 3) However, if there is no sitting President Elect and the event the vacancy occurs after the Board of Governors has already elected the next President pursuant to Section 10.2 (c), but before the elected-candidate's term has begun, the elected-candidate shall perform the duties of President until the elected candidate's term officially begins pursuant to Section 10.2 (d).

- (b) In the event a District Vice President is unable to serve, as determined by the Executive Committee, the Governors from the District where the vacancy exists, shall, at a time and in a manner determined by the NECA President, elect a qualified Member from that District (see Section 10.4) to serve the unexpired term.

- (b) In the event a District Vice President resigns or is unable to serve, as determined by the Executive Committee, the vacancy shall be filled the in the following manner:

- 1) The Governors from the District where the vacancy exists, shall, at a time and in a manner determined by the NECA President, elect a qualified Member from that District (see Section 10.4) to serve the unexpired term.

- 2) However, in the event the vacancy occurs after the Governors of that District have already elected the next District Vice President of that District pursuant to Section 10.4 (c), but before the elected-candidate's term has begun, the elected-candidate shall perform the duties of District Vice President of that District until the elected candidate's term officially begins pursuant to Section 10.4 (d).

- (c) In the event the Vice President At Large resigns or is unable to serve, as determined by the Executive Committee, the Executive Committee shall, at a time and in a manner determined by the NECA President, appoint a qualified Vice President At Large (see Section 10.5) to serve the unexpired term.

### **Action on Bylaw Amendment Proposal #2:**

*Being properly submitted by the NECA Executive Committee, this proposal to amend Sections 8.2, 9.2, 9.3, 10.1, 10.2, 10.3, 10.6 and 10.7 regarding President Elect was **ADOPTED**. A ballot vote was required and the results showed 3,748 votes cast FOR and 307 votes cast AGAINST. This would take effective affective January 1, 2015. A two-thirds majority was required to adopt this amendment.*

**Bylaw Amendment Proposal #2**

**BYLAW AMENDMENT #2**— Proposal to amend Sections 8.2, 9.2, 9.3, 10.1, 10.2, 10.3, 10.6 and 10.7 re President Elect (submitted by Executive Committee)

Whereas, as part of a major revision of its bylaws in 2004 NECA created the position of President-Elect, and

Whereas, the position was created for the purpose of better transitioning the office of President of the association, and

Whereas the President-Elect automatically ascends to the office of President at the conclusion of the previous President’s term, and

Whereas there have been two President-Elect officers who have filled the position since it was created, and

Whereas, experience has shown the transition period is too long and not necessary to adequately prepare an individual for the office of NECA President, and

Whereas the value of the having an additional officer has been less than anticipated, and

Whereas, the NECA Executive Committee recommends that the position of President-Elect be eliminated following the term of service of the next President-Elect,

Now, therefore, be it resolved that the Bylaws be amended as follows with such amendments becoming effective on January 1, 2015:

Current Language

Proposed Language

(~~strikeover~~ indicates deleted language; underline indicates new language)

**ARTICLE VIII. BOARD OF GOVERNORS**

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**Section 8.1. Authority of Board of Governors.** The Board of Governors is the ultimate governing body of this Association and shall control all its assets and affairs and formulate its policies and programs.

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The Board of Governors shall consist of:

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The Board of Governors shall consist of:

- (a) One (1) Governor elected from and by the Members of each Chapter empowered to elect Governors a ffiliated with this Association.
- (b) The President of this Association.
- (c) The President Elect.
- (d) The District Vice Presidents.
- (e) The Vice President At Large.

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- (c) The ~~President Elect.~~
- (d) ~~The~~ District Vice Presidents.
- (~~de~~) The Vice President At Large.

**Section 8.3. Selection of Governors.** Each chapter located in an odd-numbered District shall, in January of each odd-numbered year, select one of its active Regular Members to serve as a member of the Board of Governors of this Association for a term of two (2) years. Each chapter located in an even-numbered District shall, in January of each even-numbered year, select one of its active Regular Members to serve as a member of the Board of Governors of this Association for a term of two (2) years. Governors shall take office upon selection and notification sent to the Secretary/Treasurer in writing.

**Section 8.4. Duties and Responsibilities of Governors.** Governors shall be liaison officers and responsible for representing and communicating the views of their Chapters to the Board of Governors. At the same time, as Governors of this Association, they shall be responsible for communicating and promoting the objectives and programs of this Association to their Chapters and its Members.

**Section 8.5. Quorum of Board of Governors.** A quorum for the transaction of business by the Board of Governors shall be a majority of all Governors.

Section 8.6. Meetings of the Board of Governors.

- (a) **Notice.** A regular meeting of the Board of Governors shall be held at a time and place determined by the President between September first and December fifteenth. Other meetings of the Board of Governors shall be called by the President upon request of at least thirty-five (35) percent of the Governors or a majority of the Executive Committee. Notice of all meetings of the Board of Governors shall be sent to all Governors and Presidents of Chapters by the Secretary/Treasurer at least twenty (20) days prior to meetings.
- (b) **Unit Voting.** On ballot votes, except on matters pertaining to Labor Relations, each Governor shall cast, as a unit, all the number of votes as provided in the Bylaws (Section 4.4) for the members of the chapter who are in good standing thirty (30) days prior to the date of the meeting. On any matter pertaining to labor relations, the number of votes shall be limited to those attributable to members signatory to an I.B.E.W. labor agreement. The President, District Vice-Presidents and the Vice-President-at-Large shall cast one (1) vote each.
- (c) **Ballot or Voice Voting.** In all elections of officers,

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- (c) **Ballot or Voice Voting.** In all elections of officers,

except when the candidate is unopposed, and in voting on amendments to the Bylaws, the Board of Governors shall take a ballot vote. On other matters, the usual form of viva-voce voting shall prevail with each member of the Board of Governors having one vote, provided any member of the Board of Governors may call for a ballot vote on any question before the question is put to the Board of Governors for a vote. When the Board of Governors utilizes a ballot vote, a tally of each vote showing both the number of votes cast, as well as the votes by each Governor, shall be made available to each Chapter.

- (d) **Other Actions.** The Board of Governors may also act without meeting (such as conferring and acting by means of mail, e-mail, telephone conference, or facsimile communication), except to amend these Bylaws. Such action shall be recorded in the minutes of the next meeting of the Board of Governors

**Section 8.7. Alternates.** Chapters authorized to select Governors may select “alternates” to represent the Chapter when they deem it appropriate. Chapters shall notify the Secretary/Treasurer in writing of the selection of “alternate” and successors to Governors.

**Section 8.8. Agenda.** Agenda topics or proposals such as new policies, policy changes, agreements or changes to agreements having a significant effect upon Members, Chapters, and/or this Association shall be received by the Secretary/Treasurer at least sixty (60) days prior to the meeting at which such proposals will be considered. Such agenda topics or proposals shall be distributed in writing to all Governors by the Secretary/Treasurer at least fifty (50) days prior to the meeting at which they will be considered. Responses, amendments, and/or substitutes to such topics or proposals must be submitted to the Secretary/Treasurer at least thirty (30) days prior to meetings at which they are to be considered. Proposals and modifications, or other responses to proposals, received by these deadlines shall be sent by the Secretary/Treasurer to all Governors at least twenty (20) days prior to the meeting at which they are to be considered.

**Section 8.9. Chairman of the Board of Governors.** The President of this Association shall Chair all meetings of the Board of Governors.

**Section 8.10. Governor’s Expenses.** Chapters shall be responsible for expenses related to their Governor’s attending meetings of the Board of Governors.

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## ARTICLE IX. EXECUTIVE COMMITTEE

### **Section 9.1. Authority of the Executive Committee.**

The Executive Committee of the Board of Governors shall be authorized to act on behalf of this Association between meetings of the Board of Governors in all matters not expressly reserved to the Members or Board of Governors by the Articles of Incorporation, these Bylaws or directives of the Board of Governors, provided that such actions are approved by the Board of Governors at its next meeting. The Executive Committee shall also be authorized to act at all times in matters specifically assigned to it in the Articles of Incorporation these Bylaws or directives of the Board of Governors.

**Section 9.2. Structure of Executive Committee.** The Executive Committee shall consist of the President, the President Elect, the District Vice Presidents, the Vice President At Large, the CEO, the Secretary/Treasurer and other Staff Officers (See Section 11.6). Each member of the Executive Committee shall have one vote, except that the President Elect, the CEO, the Secretary/Treasurer and other Staff Officers shall have voice but no vote.

**Section 9.3. Duties and Responsibilities of the Executive Committee.** In addition to responsibilities specified in Section 9.1, the Executive Committee shall:

- (a) Be responsible for Labor Relations activities of this Association.
- (b) Be responsible for financial management, reserve accumulation and management, investments, budgeting and safe keeping of the Association's assets in accord with Policies and directives of the Board of Governors.
- (c) Be responsible for employing the chief executive officer (CEO) and providing for the employment of staff under the direction of the CEO.
- (d) Be responsible for setting the time, date and location of each "Convention" at least sixty (60) days prior to the date thereof.
- (e) Be responsible for recording and furnishing copies of the minutes to the Board of Governors immediately following such proceedings.
- (f) Be responsible for nominating a qualified candidate for President Elect of the Association in the year

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- (f) Be responsible for nominating a qualified candidate for President ~~Elect~~ of the Association ~~in the year~~



preceding the final year of the President's term at least sixty (60) days prior to the last regular meeting of that year.

- (g) Be responsible for appointing a Vice President At Large.
- (h) Be responsible for such other, as the Board of Governors may deem appropriate.

**Section 9.4. Quorum of The Executive Committee.** A Quorum for transaction of business of the Executive Committee shall be a majority of all members of the Executive Committee.

**Section 9.5. Meetings of The Executive Committee.**

The Executive Committee shall meet at least three (3) times annually at the call and at such time and place as the President may specify.

Meetings of the Executive Committee may also be convened by a written request of a majority of the Committee. Notice of all meetings of the Executive Committee shall be sent to all members of the Committee by the Secretary/Treasurer at least ten

(10) days prior to such meetings. The Executive Committee may also act without meeting (such as conferring and acting by means of mail, e-mail, telephone conference, or facsimile communication). Such action shall be recorded in the minutes of the next meeting.

**Section 9.6. Chairmanship.** The President of the Association shall serve as Chairman of the Executive Committee.

**Section 9.7. Expenses of Executive Committee.** Expenses of members of the Executive Committee related to attending Committee meetings and meeting of the Board of Governors shall be paid by the Association.

ARTICLE X. MEMBER OFFICERS

**Section 10.1.** Member Officers of this Association shall include: a President, a President Elect, a District Vice President representing each District and a Vice President At Large.

**Section 10.2. The President.** The President shall be the senior elected officer of the Association.

(a) Qualifications. Candidates for President must, within the previous five (5) years, have served one (1) term on the Executive Committee or at least two (2) years on the Board of Governors

~~preceding~~ the final year of the President's term at least sixty (60) days prior to the last regular meeting of that year.

- (g) Be responsible for appointing a Vice President At Large.
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**Section 10.2. The President.** The President shall be the senior elected officer of the Association.

(a) Qualifications. Candidates for President must, within the previous five (5) years, have served one (1) term on the Executive Committee or at least two (2) years on the Board of Governors

and represent a Member who is a signatory to an I.B.E.W. labor agreement.

**(b) Nomination.**

- 1) By the Executive Committee. It is intended that the President Elect shall automatically ascend to the office of the President at the conclusion of each President's three (3) year term. However, in the event the President Elect is unable, unwilling or for any reason prevented from ascending to the Presidency, the Executive Committee shall nominate, from among the members of the Association or their duly accredited representatives, one or more candidates for the office of President at its last regular meeting which precedes, by at least sixty (60) days, the regular meeting of the Board of Governors in the third calendar year of a President's term.
  - 2) Other Nominations. Additional nominations for the office of President, from among the members or their duly accredited representatives, may be made by any Governor with the written concurrence of a majority of the Governors from the District in which the nominee operates the headquarters of his business, by filing the nomination with the Secretary/Treasurer at any time after the nominations of the Executive Committee and more than thirty (30) days prior to the date of such regular meeting of the Board of Governors.
- (c) Election.** In the event the President Elect is unable, unwilling or for any reason prevented from ascending to the Presidency, the President of the Association shall be elected by the Board of Governors at its last regular meeting in the third year of each President's term. Individual members shall have the right to vote by proxy one vote each for a duly nominated candidate for President. Proxy ballots shall be mailed to the Secretary/Treasurer.
- (d) Term of Office.** Presidents' term shall begin January first of the year following their election. Presidents shall serve three (3) years or until their successors are duly qualified and elected. The President shall serve no more than one (1) term.
- (e) Duties.** The President shall perform the following duties:

and represent a Member who is a signatory to an I.B.E.W. labor agreement.

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- 1) By the Executive Committee. ~~The~~It is intended that ~~the President Elect shall automatically ascend to the office of the President at the conclusion of each President's three (3) year term. However, in the event the President Elect is unable, unwilling or for any reason prevented from ascending to the Presidency;~~ the Executive Committee shall nominate, from among the members of the Association or their duly accredited representatives, one or more candidates for the office of President at its last regular meeting which precedes, by at least sixty (60) days, the regular meeting of the Board of Governors in the third calendar year of a President's term.
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- (c) Election.** ~~The~~In the event the President Elect is ~~unable, unwilling or for any reason prevented from ascending to the Presidency;~~ the President of the Association shall be elected by the Board of Governors at its last regular meeting in the third year of each President's term. Individual members shall have the right to vote by proxy one vote each for a duly nominated candidate for President. Proxy ballots shall be mailed to the Secretary/Treasurer.
- (d) Term of Office.** Presidents' term shall begin January first of the year following their election. Presidents shall serve three (3) years or until their successors are duly qualified and elected. The President shall serve no more than one (1) full three-year term.
- (e) Duties.** The President shall perform the following duties:

- 1) Exercise leadership necessary to promote the policies and programs of the Association.
- 2) Speak for the Association and the electrical contracting industry.
- 3) Preside at all meetings of the Board of Governors, the Executive Committee, and the Convention.
- 4) Appoint the Chairman and members of all Committees not otherwise specified in these Bylaws.
- 5) Perform other duties assigned by the Board of Governors.

**Section 10.3. The President Elect.** The President Elect shall be elected to succeed the President at the conclusion of the President's term.

- (a) **Qualifications.** Candidates for President Elect must meet the same qualifications required of candidates for President, and must indicate, in writing, their willingness to serve as President, if elected. (See Section 10.2(a) above.)
- (b) **Nomination.** Candidates for President Elect shall be nominated in the same manner as candidates for President, specified in Section 10.2(b) above.
- (c) **Election.** The President Elect shall be elected in the same manner as the President, specified in Section 10.2(c) above.
- (d) **Term of Office.** President Elect terms shall begin January first of the year following their election. Presidents Elect shall serve terms of one (1) year corresponding to the third or final year of each President's term and shall serve no more than one (1) term.
- (e) **Duties.** The President Elect shall perform the following duties:
  - 1) Become fully familiar with the Association's history, structure, purposes, governance, policies, assets, obligations, ongoing activities, strategic plan and operations.
  - 2) Assess and optimize personal circumstances and skills to undertake Presidential duties.
  - 3) Develop clear and shared understandings with

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- 2) Speak for the Association and the electrical contracting industry.
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**Section 10.3. ~~[REPEALED]~~The President Elect.** ~~The President Elect shall be elected to succeed the President at the conclusion of the President's term.~~

- ~~(a) **Qualifications.** Candidates for President Elect must meet the same qualifications required of candidates for President, and must indicate, in writing, their willingness to serve as President, if elected. (See Section 10.2(a) above.)~~
- ~~(b) **Nomination.** Candidates for President Elect shall be nominated in the same manner as candidates for President, specified in Section 10.2(b) above.~~
- ~~(c) **Election.** The President Elect shall be elected in the same manner as the President, specified in Section 10.2(c) above.~~
- ~~(d) **Term of Office.** President Elect terms shall begin January first of the year following their election. Presidents Elect shall serve terms of one (1) year corresponding to the third or final year of each President's term and shall serve no more than one (1) term.~~
- ~~(e) **Duties.** The President Elect shall perform the following duties:
 
  - ~~1) Become fully familiar with the Association's history, structure, purposes, governance, policies, assets, obligations, ongoing activities, strategic plan and operations.~~
  - ~~2) Assess and optimize personal circumstances and skills to undertake Presidential duties.~~
  - ~~3) Develop clear and shared understandings with~~~~

the Association's Board of Governors and the Chief Executive Officer to facilitate an optimum leadership transition.

- 4) Study and select appointees for approval of the Executive Committee in consultation with current and continuing leaders and staff.
- 5) Perform other duties that may be assigned by the President or Executive Committee.

Section 10.4. District Vice Presidents.

- (a) **Qualifications.** At the time of nomination, candidates for District Vice President must:
  - 1. Have served at least one (1) full year on the Board of Governors within the past five (5) years.
  - 2. Represent a member who is a signatory to an I.B.E.W. labor agreement.
  - 3. Be members in good standing of Chapters within that District.
- (b) **Nomination.** Nominations for District Vice Presidents must be signed by a Governor from that District and received in writing by the Secretary/ Treasurer, not more than sixty (60) days nor less than thirty (30) days prior to the date of the Board of Governors meeting at which elections will be held.
- (c) **Election.** One (1) District Vice President shall be elected by the Governors in each District. Districts designated by even numbers shall elect District Vice Presidents in even numbered years and Districts designated with odd numbers shall elect District Vice Presidents in odd numbered years, all to take office on the first day of January following their election.
- (d) **Term.** District Vice Presidents shall be elected to a two (2) year term. District Vice Presidents shall serve no more than two (2) consecutive terms.
- (e) **Duties.** District Vice Presidents shall:
  - 1) Represent the conveyed interests of the chapters in their districts to the Association and the Executive Committee.
  - 2) Promote the policies and programs of this Association.

~~the Association's Board of Governors and the Chief Executive Officer to facilitate an optimum leadership transition.~~

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- ~~5) Perform other duties that may be assigned by the President or Executive Committee.~~

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- (a) **Qualifications.** At the time of nomination, candidates for District Vice President must:
  - 1. Have served at least one (1) full year on the Board of Governors within the past five (5) years.
  - 2. Represent a member who is a signatory to an I.B.E.W. labor agreement.
  - 3. Be members in good standing of Chapters within that District.
- (b) **Nomination.** Nominations for District Vice Presidents must be signed by a Governor from that District and received in writing by the Secretary/ Treasurer, not more than sixty (60) days nor less than thirty (30) days prior to the date of the Board of Governors meeting at which elections will be held.
- (c) **Election.** One (1) District Vice President shall be elected by the Governors in each District. Districts designated by even numbers shall elect District Vice Presidents in even numbered years and Districts designated with odd numbers shall elect District Vice Presidents in odd numbered years, all to take office on the first day of January following their election.
- (d) **Term.** District Vice Presidents shall be elected to a two (2) year term. District Vice Presidents shall serve no more than two (2) consecutive terms.
- (e) **Duties.** District Vice Presidents shall:
  - 1) Represent the conveyed interests of the chapters in their districts to the Association and the Executive Committee.
  - 2) Promote the policies and programs of this Association.

- 3) Lend counsel and advice to Chapter officers and agents and coordinate their efforts.
- 4) Investigate and report pertinent developments in the District that could affect this Association.
- 5) Perform such additional duties as the Board of Governors may from time to time assign.

**Section 10.5. Vice President At Large.** The Vice President At Large shall be appointed by the Executive Committee from among qualified representatives of member firms in the United States and having annual payrolls in excess of nine hundred thousand (900,000) manhours. The Vice President At Large shall be appointed at the Executive Committee meeting held at the convention in odd numbered years and shall serve a term of two (2) years beginning the first day of January of the year following their selection. The Vice President At Large may serve no more than two (2) consecutive terms. The Vice President At Large shall perform those duties specified by the Executive Committee.

**Section 10.6. Prohibition On Holding Multiple Offices.** The President, the President Elect, District Vice Presidents or the Vice President At Large may not represent any chapter in the Board of Governors. No person may hold more than one of the following Offices or positions at the same time:

- (a) President of the Association
- (b) President Elect
- (c) District Vice President
- (d) Vice President At Large
- (e) Governor representing a Chapter

Section 10.7. Vacancies.

- (a) In the event the President resigns or is unable to serve —
  - (1) If there is a sitting President Elect, the President Elect shall immediately assume the duties of the President.
  - (2) If there is no President Elect, the Executive Committee shall select a District Vice President to perform the duties of the President for such

- 3) Lend counsel and advice to Chapter officers and agents and coordinate their efforts.
- 4) Investigate and report pertinent developments in the District that could affect this Association.
- 5) Perform such additional duties as the Board of Governors may from time to time assign.

**Section 10.5. Vice President At Large.** The Vice President At Large shall be appointed by the Executive Committee from among qualified representatives of member firms in the United States and having annual payrolls in excess of nine hundred thousand (900,000) manhours. The Vice President At Large shall be appointed at the Executive Committee meeting held at the convention in odd numbered years and shall serve a term of two (2) years beginning the first day of January of the year following their selection. The Vice President At Large may serve no more than two (2) consecutive terms. The Vice President At Large shall perform those duties specified by the Executive Committee.

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Section 10.7. Vacancies.

- (a) In the event the President resigns or is unable to serve, as determined by the Executive Committee, the Executive Committee —
  - (~~1~~) ~~If there is a sitting President Elect, the President Elect shall immediately assume the duties of the President.~~
  - (~~2~~) ~~If there is no President Elect, the Executive Committee shall select a District Vice President to perform the duties of the President for such~~

period as may be necessary.

- (b) In the event a District Vice President is unable to serve, as determined by the Executive Committee, the Governors from the District where the vacancy exists, shall, at a time and in a manner determined by the NECA President, elect a qualified Member from that District (see Section 10.4) to serve the unexpired term.

period as may be necessary.

- (b) In the event a District Vice President is unable to serve, as determined by the Executive Committee, the Governors from the District where the vacancy exists, shall, at a time and in a manner determined by the NECA President, elect a qualified Member from that District (see Section 10.4) to serve the unexpired term.

**Action on Ordinary Proposal #1:**

*Being properly submitted by the NECA's District 6, this proposal regarding Distance Learning was **ADOPTED** by voice vote.*

**ORDINARY PROPOSAL #1**— Re: Distance Learning (submitted by District 6 NECA)

WHEREAS, the National Electrical Contractors Association is dedicated to member services, WHEREAS, the National Electrical Contractors Association is dedicated to member education, WHEREAS, the members of the association are located throughout the United States and International,

WHEREAS, a many NECA members are small companies located in rural areas, or in areas where it is difficult to attend educational programs at a group location,

**NOW, THEREFORE, be it resolved,** that NECA through its management education services will provide education opportunities via video conferencing, streaming or online courses. NECA shall immediately strive to make as many current and future classes available via these new options, as feasible. These education opportunities may be targeted toward individual or group instruction. NECA will also strive to make these education programs available at a reasonable cost to the members, including pricing options on a per location basis.

**Action on Ordinary Proposal #2:**

*Being properly submitted by the Board of Directors of the Academy of Electrical Contracting, this proposal regarding Proposed Changes to the Rules of the Academy of Electrical Contracting was **ADOPTED** by voice vote.*

**ORDINARY PROPOSAL #2**— Proposed changes to the Rules of the Academy of Electrical Contracting (Submitted by the Board of Directors of the Academy of Electrical Contracting)

WHEREAS, Article XIII of the NECA Bylaws was adopted by the board of Governors on October 12, 1968 to establish the Academy of Electrical Contracting to recognize individuals for their exceptional and outstanding services rendered in promoting and advancing the interests of the electrical contracting industry;

WHEREAS, Article XIII of the NECA Bylaws requires approval by the Board of Governors for adoption of the Academy's operating rules and procedures;

WHEREAS, Rex Ferry, Chairman of the Academy of Electrical Contracting submitted recommendations for change to the Board of Directors of the Academy on May 23 2013, in accordance with Article VII of the Academy Rules;

WHEREAS, the Board of Directors of the Academy met on June 14, 2013 and unanimously approved, by ballot vote, these revised Rules of the Academy for submission to, and approval by, the NECA Board of Governors, now therefore, be it

RESOLVED, the revised Rules of the Academy, as adopted by the Academy Board of Directors on June 14, 2013, and distributed as part of this ordinary proposal, be approved and adopted.

Current Language

**ARTICLE I - GOVERNING AUTHORITY**

Sec. 1 - The Academy of Electrical Contracting (hereinafter called the “Academy”) of the National Electrical Contractors Association, Inc. (a corporation organized and existing under the laws of the District of Columbia, hereinafter called the “Association” or the “National Association”) shall be governed by these Rules, as duly amended from time to time, subject to provisions of the Articles of Incorporation, Constitution and Bylaws of the Association and the actions taken thereon by the Executive Committee and Board of Governors of the Association.

Sec. 2 - The objects and purposes of the Academy shall be the furtherance of the stated objects and purposes of the Association, particularly the promotion and advancement of the interests of the electrical contracting industry generally, and of the consuming public, by giving deserved recognition to individuals for their exceptional and outstanding services rendered in this endeavor, and by the further utilization of the talents and abilities of these distinguished individuals, through the Academy, in the accomplishment of the objects and purposes of the Association. The activities and operations of the Academy shall not duplicate, supersede or conflict with the other activities and operations of the Association.

**ARTICLE II - FELLOWSHIP IN THE ACADEMY**

**Requirements**

Sec. 1 - Pursuant to the procedures herein provided for, any person meeting the following requirements may be nominated for Fellowship in the Academy:

- (a) The nominee must have served for at least ten (10) consecutive years (computed to the date of becoming a Fellow of the Academy or to the date of retirement from the electrical contracting industry) in an executive position or positions with a member firm or Chapter of the Association, or with the Association itself, or with any two or more of these.
- (b) Unless retired, the nominee must be associated with an organization which is affiliated with the Association.

Proposed Language

(~~strikeover~~ indicates deleted language; underline indicates new language; {} indicates source or new location)

**ARTICLE I - GOVERNING AUTHORITY**

Sec. 1 - The Academy of Electrical Contracting (hereinafter called the “Academy”) of the National Electrical Contractors Association, Inc. (a corporation organized and existing under the laws of the District of Columbia, hereinafter called the “Association” or “NECA” ~~the “National Association”~~) shall be governed by these Rules, as duly amended from time to time, subject to provisions of the Articles of Incorporation, ~~Constitution~~ and Bylaws of the Association and the actions taken thereon by the NECA Executive Committee and Board of Governors ~~of the Association~~.

Sec. 2 - The objects and purposes of the Academy shall be the furtherance of the stated objects and purposes of NECA, the Association, ~~particularly~~ the promotion and advancement of the interests of the electrical contracting industry generally, and of the consuming public, by giving deserved recognition to individuals for their exceptional and outstanding services rendered in this endeavor, and by the further utilization of the talents and abilities of these distinguished individuals, through the Academy, in the accomplishment of the objects and purposes of NECA the Association. The activities and operations of the Academy shall not duplicate, supersede or conflict with the other activities and operations of NECA the Association.

**ARTICLE II - FELLOWSHIP IN THE ACADEMY**

**Requirements for Fellowship**

Sec. 1 - Pursuant to the procedures herein provided for, any person meeting the following requirements may be nominated for Fellowship in the Academy:

- (a) The nominee must have served for at least ten (10) consecutive years (computed to the date of becoming a Fellow of the Academy or to the date of retirement from the electrical contracting industry) in an executive position or positions with a member firm or NECA Chapter ~~of the Association~~, or with the Association itself, or with any two or more of these.
- (b) Unless retired, the nominee must be associated with an organization which is affiliated with the Association.

- (c) Each organization with which the nominee is associated as an officer, director, employee or agent, or has an ownership interest, must be affiliated with the Association, if eligible for affiliation.
- (d) The nominee must have rendered to the industry, either nationally or locally, services so outstanding and exceptional as to be beyond any normal call of duty or loyalty.
- (e) Any person who is, or has been, an officer or honorary member of the National Association, or a recipient of the McGraw Award, the Coggeshall Award or the Comstock Award, shall be deemed to meet the requirement in (d) and be entitled to Fellowship in the Academy if also meeting the requirements specified in subsections (a) through (c) hereof.

Nomination Procedures

Sec. 2 - A nomination for Fellowship in the Academy may be prepared and submitted at any time by:

- (a) any two Fellows of the Academy. Each Fellow signing the nomination form must be well acquainted with the nominee and with the services performed by the nominee. In addition, each Fellow must write a letter of recommendation that acknowledges the history of the relationship.
- (b) by a majority of the members of the Board of Directors of any Chapter. Such a nomination must be signed by the Chapter President or Chapter Governor.

Nominations must be submitted on the forms provided by the Academy and must be forwarded to the Jury of Fellows, Academy of Electrical Contracting, in accordance with instructions attached to the nomination form.

Election Procedures

Sec. 3 - Each nomination for Fellowship shall be reviewed and acted upon by the Jury of Fellows, a committee of twelve Fellows of the Academy, appointed annually by the Chairman of the Academy. Election of a nominee to Fellowship in the Academy shall be by:

Each organization with which the nominee is associated as an officer, director, employee or agent, or has an ownership interest, must be affiliated with the Association, if eligible for affiliation.

- (c) The nominee must have rendered to the industry, either nationally or locally, services so outstanding and exceptional as to be beyond any normal call of duty or loyalty.
- (d) Any person who is, ~~or has been,~~ an officer or honorary member of the National Association, or a recipient of the McGraw Award, the Coggeshall Award or the Comstock Award, shall be deemed to meet the requirement in (d) and be entitled to Fellowship in the Academy if also meeting the requirements specified in subsections (a) through (c) hereof.

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Sec. 2 - A nomination for Fellowship in the Academy may be prepared and submitted at any time by:

- (a) Any two Fellows of the Academy. Each Fellow signing the nomination form must be well acquainted with the nominee and with the services performed by the nominee. In addition, each Fellow must write a letter of recommendation that acknowledges the history of the relationship.
- (b) By a majority of the members of the Board of Directors of any Chapter. Such a nomination must be signed by the Chapter President or Chapter Governor.

(c) Nominations must be submitted ~~on using~~ the forms provided by the Academy and must be forwarded to the ~~Secretary of the~~ Secretary of the Jury of Fellows, ~~Academy of Electrical Contracting,~~ Academy of Electrical Contracting, in accordance with instructions ~~provided attached to the nomination form.~~ provided attached to the nomination form. ~~Nominations submitted by March 1 will be reviewed at the next annual meeting.~~

Election Procedures

Sec. 3 - Each nomination for Fellowship shall be reviewed and acted upon by the Jury of Fellows, a committee of twelve Fellows of the Academy, ~~appointed annually by the~~ appointed annually by the ~~Chairman of the Academy.~~ Chairman of the Academy. Election of a nominee to Fellowship in the Academy shall be by:



- (1) vote of the Jury of Fellows (which vote must be unanimous and must have been conducted at two Annual Meetings of the Jury of Fellows) and
- (2) subsequent approval, by majority vote of the Board of Directors.

Installation of Nominees Elected to Fellowship

Sec. 4 - Persons elected to Fellowship in the Academy shall be duly notified thereof promptly after such election and shall be installed as Fellows in a ceremony to be held in conjunction with the Annual Convention of the Association next following their election. Elected Fellows will be invited to join the Academy, will be advised of the requirements for Fellowship, and will be asked to acknowledge their understanding and acceptance of such requirements via a signed statement prior to induction.

- ~~(1a)~~ vote of the Jury of Fellows (which vote must be unanimous and must have been conducted at two Annual Meetings of the Jury of Fellows) and
- ~~(2b)~~ subsequent approval, by majority vote of the Board of Directors.

Requirements for Installation ~~Installation of Nominees Elected to Fellowship~~

~~Sec. 4 - Persons elected to Fellowship in the Academy shall be duly notified thereof promptly after such election and shall be installed as Fellows in a ceremony to be held in conjunction with the Annual convention of the Association next following their election. Elected Fellows~~ New Fellows will be invited to join the Academy, will be advised of the requirements for Fellowship, and will be asked to acknowledge their understanding and acceptance of such requirements via a signed statement prior to induction. The candidate must appear in person to be inducted and receive this honor. *{First sentence moved to Art. 2, Sec. 5}*

Installation of Fellows ~~Others~~

- (a) Persons elected to Fellowship in the Academy in accordance with the provisions of Article II, Sec. 3, shall be duly notified thereof promptly after such election. ~~They will and shall~~ be installed as Fellows in a ceremony to be held in conjunction with the Annual NECA ~~Convention of the Association~~ next following their election. ~~Elected Fellows will be invited to join the Academy, will be advised of the requirements for Fellowship, and will be asked to acknowledge their understanding and acceptance of such requirements via a signed statement prior to induction.~~ *{Art. 2, Sec 4}*

Installation of Others

Sec. 5 - Persons qualified for Fellowship under Article II, Sec. 1 (e) shall be installed as Fellows in a ceremony to be held in conjunction with the Annual Convention of the Association when they receive their award or are elected.

Installation of Others

~~Sec. 5~~

- (b) Persons qualified for Fellowship under Article II, Sec. 1 (e) shall be installed as Fellows in a ceremony to be held in conjunction with the Annual-NECA ~~Convention of the Association~~ when they are elected or receive their award ~~or are elected.~~

## Responsibility of Fellows

Sec. 6 - It shall be the responsibility of Fellows of the Academy to strive at all times, by their personal examples as well as by their participation in its program, to maintain its position of high honor and integrity, to uphold its dignity, and to assure that it enjoys the highest respect of all members of the industry and of the public. Fellows of the Academy shall be prepared to:

- (1) Attend each annual meeting of the Academy if at all possible for them to do so, otherwise they shall notify the Academy, giving the reasons for their inability to attend;
- (2) Prepare and deliver (not more often than once in any three year period) upon request of the Chairman, a paper on any subject relevant to the electrical contracting industry on which the Fellow is deemed by the Chairman to be knowledgeable;
- (3) Participate in at least two surveys of the Association annually upon request of the Chairman;
- (4) Register with the Academy annually, on the forms provided by it;
- (5) Wear the appropriate badge, or other mark of identification, of a Fellow of the Academy, at all meetings of the Association, whether these be local, state, regional or national in nature, and
- (6) Refrain from participating in any other organization or activity if it will so compete for the time of the Fellow as to prevent participation as such in the academy, or if this would defeat or be in conflict with the best interests of the Academy or of the Association.

## Responsibility of Fellows

Sec. 6 - It shall be the responsibility of Fellows of the Academy to strive at all times, by their personal examples as well as by their participation in its program, to maintain its position of high honor and integrity, to uphold its dignity, and to assure that it enjoys the highest respect of all members of the industry and of the public. Fellows of the Academy shall be prepared to:

- (~~1a~~) Attend each annual meeting of the Academy if at all possible for them to do so; otherwise they shall notify the Academy, giving the reasons for their inability to attend;
- (~~2b~~) Prepare and deliver (not more often than once in any three year period) ~~upon request of the Chairman,~~ a paper on any subject relevant to the electrical contracting industry on which the Fellow is deemed ~~by the Chairman~~ to be knowledgeable;
- (~~3c~~) Participate in ~~at least two~~ surveys of the Association annually upon request of the Chairman;
- (~~4d~~) Register with the Academy annually, on the forms provided ~~by it;~~
- (~~5e~~) Wear the appropriate badge, or other mark of identification, of a Fellow of the Academy, at all NECA meetings ~~of the Association,~~ whether these be local, state, regional or national in nature;~~,-and~~
- (f) The personal expenses of the Fellows of the Academy incurred by them in attending its meetings and events and participating in its programs shall be paid borne by them, and {Art. 4, Sec. 3}
- (~~6g~~) Refrain from participating in any other organization or activity if it will so compete for the time of the Fellow as to prevent participation as such in the academy, or if this would defeat or be in conflict with the best interests of the Academy or of the Association.

### Term of Fellowship

Section 7 - Any person who has been installed as a Fellow of the Academy shall retain the status as a Fellow for life, provided that the Fellow continue to meet the requirements of a "nominee" set out in Section 1, subsections (a), (b), (c), (d), and (e) of this Article, and provided the Fellow is not affiliated with an organization engaged in any activity which would be in conflict with, or prevent participation in, the activities of the Association.

### Fellow Emeritus

Sec. 8 - A Fellow who is no longer active in the Academy due to age, health, or other reasons as approved by the Board of Directors may apply for Fellow Emeritus status at the time of the annual registration. Upon approval by the Board of Directors at the following annual meeting, the Fellow Emeritus will continue with all privileges of Fellowship but will not have to comply with items (1) through (3) in Section 6 of this Article. Any Fellow who does not attend three consecutive annual meetings of the Academy of Electrical Contracting will become a Fellow Emeritus upon action of the Board of Directors. A Fellow Emeritus may return to active status upon written request to, and approval by, the Board of Directors.

### Expulsion Procedures

Sec. 9 - Anything herein stated to the contrary notwithstanding, any Fellow may at any time be expelled from the Academy by a two-thirds vote of the Board of Directors for any cause which it deems sufficient; provided, however, that before expulsion a Fellow shall be given an opportunity to be heard before the Board of Directors, in which event no member of the Board of Directors who has made accusation or charge against the Fellow to be heard shall be entitled to vote as a member of the Board of Directors; provided further, that any Fellow so expelled may, within thirty (30) days after notification of expulsion by the Board of Directors, appeal to the entire body of Fellows of the Academy for investigation of the causes for such expulsion and may, by a majority vote of the Fellows in attendance at any meeting of that body, be reinstated. Pending appeal and action by the Board of Directors the expulsion of the Fellow from the Academy shall be effective. No Fellow may be expelled by vote of the Board of directors unless the reasons for expulsion are reduced to writing and made a part of the permanent minutes or records of the Board of Directors.

### Term of Fellowship

Sec. 7 - Any person who has been installed as a Fellow of the Academy shall retain the status as a Fellow for life, provided that the Fellow continue to meet the requirements of a "nominee" set out in Section 1, subsections (a), (b), (c), (d), and (e) of this Article, and provided the Fellow is not affiliated with an organization engaged in any activity which would be in conflict with, or prevent participation in, the activities of the Association.

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Sec. 8 - A Fellow who is no longer active in the Academy due to age, health, or other reasons as approved by the Board of Directors, may apply for Fellow Emeritus status at the time of the annual registration. Upon approval by the Board of Directors at the following annual meeting, the Fellow Emeritus will continue with all privileges of Fellowship but will not have to comply with items ~~(1)~~ through ~~(3)~~ in Section 6 of this Article. Any Fellow who does not attend three consecutive annual meetings of the Academy of Electrical Contracting will become a Fellow Emeritus upon action of the Board of Directors. A Fellow Emeritus may return to active status upon written request to, and approval by, the Board of Directors.

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- (a) ~~Anything herein stated to the contrary notwithstanding, a~~Any Fellow may ~~at any time~~ be expelled from the Academy by a two-thirds vote of the Board of Directors for any cause which it deems sufficient; ~~provided, however, that b~~Before expulsion, ~~however,~~ a Fellow shall be given an opportunity to be heard before the Board of Directors. ~~in which event~~ ~~a~~No member of the Board of Directors who has made accusation or charge against the Fellow ~~to be heard~~ shall be entitled to vote as a member of the Board of Directors; ~~No Fellow may be expelled by vote of the Board of directors unless the reasons for expulsion are reduced to writing and made a part of the permanent minutes or records of the Board of Directors.~~

(b) ~~provided further, that Within thirty (30) days after notification of expulsion by the Board of Directors, any Fellow so expelled may, within thirty (30) days after notification of expulsion by the Board of Directors, appeal to the entire body of Fellows of the Academy for investigation of the causes for such expulsion. A vote may be taken at the next annual meeting. The expelled Fellow may be reinstated and may, by a majority vote of the Fellows in attendance. at any meeting of that body, be reinstated. Pending appeal and action by the Board of Directors the expulsion of the Fellow from the Academy shall be effective. No Fellow may be expelled by vote of the Board of directors unless the reasons for expulsion are reduced to writing and made a part of the permanent minutes or records of the Board of Directors.~~

### ARTICLE III - CHAIRMAN

Sec. 1 - The Chairman of the Academy will be the Immediate Past President of NECA and will take office as Chairman when his term as President is completed. {Art. 5, Sec. 1 (a)}

Sec. 2 - The Chairman will serve as Chairman of the Board of Directors. {Art. 5, Sec. 1 (a)}

Sec. 3 - The Chairman will annually:

- Appoint a Nominating Committee to nominate candidates for elective positions on the Board of Directors next becoming vacant. {Art. 5, Sec. 2}
- Appoint a Jury of 12 Fellows to review nominations for Fellowship; {Art. 2, Sec. 3}
- Request Fellows to submit Papers for presentation at the annual meeting on topics on which they are deemed to be knowledgeable. {Art. 2, Sec. 6}

Sec. 4 - The Chairman will determine the location of the Annual Meeting in cooperation with the NECA President. {Art. 3, Sec. 1}

Sec. 5 - The Chairman shall submit a written report for the Board of Directors to the Executive Committee of the Association following the Annual Meeting. The report shall contain such observations and recommendations

as the Board of Directors of the Academy may wish to submit to the Executive Committee for its consideration.  
{Art. 5, Sec. 6}

Sec. 6 - The Chairman of the Academy shall have authority to establish and appoint members of a Committee for a particular purpose consistent with these Rules, and to dissolve such Committee. The Chairman shall have authority to appoint a chairman and committee members. {Art. 6, Sec.1}

{Article IV ADMINISTRATION & FINANCES moved to Article VII}

### ARTICLE III - MEETINGS

#### **Date of Annual Meeting**

Sec. 1 - The Academy shall hold an Annual Meeting during the period from April 1 through July 31 of each year at a time and place to be designated by the Chairman, and shall also hold a dinner during the Convention of the Association. Written notice of the Annual Meeting shall be sent to all Fellows at least sixty days before it is to occur.

#### Quorum

Sec. 2 - A quorum for the transaction of business at any meeting of the Board of Directors, any Standing Committee or Special Committee, of the Academy, shall be a majority of the members thereof. A quorum for the transaction of business at any Annual Meeting of the Academy shall be a majority of the Fellows enrolled as attending such Annual Meeting.

{Article IV ADMINISTRATION & FINANCES moved to Article VII}

### ARTICLE V - BOARD OF DIRECTORS

#### **Members**

Sec. 1 - Subject to the provisions of Article I, Sec. 1 of these Rules, the affairs of the Academy shall be governed by its Board of Directors. The Board of Directors shall consist of (a) the immediate past president of the Association (who shall serve as its Chairman and also as Chairman of the Academy); (b) each of the other past presidents of the Association, who are Fellows of the Academy; (c) each of the other officers of the Association, who are Fellows of the Academy, for the periods that they respectively serve as such officers, and

### ARTICLE III-IV - MEETINGS & EVENTS

#### **Date of Annual Meeting Schedule**

Sec. 1 - The Academy shall hold an Annual Meeting during the period from April 1 through July 31 of each year ~~at a time and place to be designated by the Chairman,~~ and shall also hold a ~~dinner reception for~~ Fellows during the NECA Convention of the Association. ~~Written notice of the Annual Meeting these events~~ shall be sent to all Fellows at least sixty (60) days in advance ~~before it is to occur~~.  
{Art. 3, Sec. 4}

#### Quorum

Sec. 2 - A quorum for the transaction of business at any meeting of the Board of Directors, any Standing Committee or Special Committee, of the Academy, shall be a majority of the members thereof. A quorum for the transaction of business at any Annual Meeting of the Academy shall be a majority of the Fellows enrolled as attending such Annual Meeting.

### ARTICLE V - BOARD OF DIRECTORS

#### **Members Composition**

Sec. 1 - Subject to the provisions of Article I, Sec. 1 of these Rules, the affairs of the Academy shall be governed by its Board of Directors. The Board of Directors shall consist of:

- (a) The ~~immediate past president of the Association- (who shall serve as its Chairman and also as~~ Chairman of the Academy) as defined in Article III, Sec. 1;

(d) twelve (12) Fellows of the Academy who shall be elected, for the terms hereinafter specified, by majority vote of the all Fellows of the Academy present and voting at the meeting at which such election occurs.

- (b) Each of the other past Academy Chairmen ~~presidents of the Association~~, who are Fellows of the Academy;
- (c) Each of the other NECA officers ~~of the Association~~, who are Fellows of the Academy, for the periods that they respectively serve as such officers, and
- (d) twelve (12) Fellows of the Academy who shall be elected, for the terms hereinafter specified, by majority vote of the all Fellows of the Academy present and voting at the meeting at which such election occurs.

### Nominating Committee

Sec. 2 - Each year the Chairman shall appoint a Nominating Committee of Fellows to nominate candidates for elective positions on the Board of Directors next becoming vacant. Other nominations to be made from the floor at the meeting at which the election occurs. At each Annual Meeting, the Fellows of the Academy shall elect four members to serve for a term of three years each.

### Election of Directors Nominating Committee

Sec. 2 - ~~Each year the Chairman shall appoint a Nominating Committee of Fellows to nominate candidates for elective positions on the Board of Directors next becoming vacant. As noted in (d) of Sec. 1, at each Annual Meeting, the Fellows of the Academy shall elect four of its members to serve for a term of three years each. In addition to nominations made by the Nominating Committee, other nominations to may be made from the floor at the meeting at which the election occurs. At each Annual Meeting, the Fellows of the Academy shall elect four members to serve for a term of three years each.~~

### Unable to Serve

Sec. 3 - If for any reason the immediate past president of the Association is unable or unwilling to serve as Chairman of the Academy and of its Board of Directors, then the Board shall select by majority vote one of its members to serve the term of such immediate past president. Elected members of the Board of Directors, and any officers by reason of Association election, shall take membership on the Board of Directors immediately following their election and shall serve until their successors take membership on the Board. Any vacancy with respect to an elected member of the Board of Directors by reason of resignation or inability to serve shall remain a vacancy until the next regular annual election.

### Vacancy Unable to Serve

Sec. 3 - If for any reason the Immediate Past President of NECA ~~the Association~~ is unable or unwilling to serve as Chairman of the Academy, and of its Board of Directors, then the Board, under the direction of the current NECA President, shall select, by majority vote, one of its members to serve the term as Chairman of - ~~such immediate past president. Any vacancy with respect to an elected member of the Board of Directors by reason of resignation or inability to serve shall remain a vacancy until the next regular annual election.~~

### Term of Office

Sec. 4 - Elected members of the Board of Directors, and any officers by reason of Association election, shall take membership on the Board of Directors at the beginning of the next calendar year immediately following their election and shall serve until their successors take membership on the Board. ~~Any vacancy with respect to an elected member of the Board of Directors by reason of resignation or inability to serve shall remain a vacancy until the next regular annual election.~~ {Art. V, Sec. 3}

### Meetings

Sec. 4 - The Board of Directors of the Academy shall hold its Annual Meeting during the Annual Meeting of the Academy.

### Mail Ballot

Sec. 5 - At the direction of its Chairman, a vote of the Board of Directors may be taken on any subject (except proposals to amend these Rules) which are deemed appropriate, by mail or facsimile. A vote of the Directors returned by mail or facsimile shall be equivalent for all purposes to a vote of the same Directors if given at a meeting at which a quorum was present. Mail or facsimile votes may be counted only if received within fifteen (15) days of the date request for vote is mailed or faxed to the directorate.

### Report of Chairman

Sec. 6 - The Board of Directors, through its Chairman, shall submit a written report to the Executive Committee of the Association following the annual Meeting of the Academy. The report shall contain such observations and recommendations as the Board of Directors of the Academy may wish to submit to the Executive Committee for its consideration.

### ARTICLE VI – COMMITTEES

Sec. 1 - The Chairman of the Academy shall have authority to establish and appoint the members of Committees for particular purposes consistent with these Rules, and to dissolve such Committees.

### Reports

Sec. 2 - Each committee shall prepare and submit a report of its studies, findings or recommendation to the Board of Directors of the Academy at each Annual Meeting of the Board of Directors.

### Committee Chairmen

Sec. 3 - The Chairman of the Academy shall appoint a Fellow of the Academy as Chairman of each Committee. The term of members so appointed to a Standing Committee shall be for one year. There shall be no

### Meetings

Sec. ~~4~~5 - The Board of Directors of the Academy ~~shall hold its Annual Meeting will meet~~ during the Annual Meeting of the Academy.

### Mail-Interim Ballot

Sec. ~~5~~6 - At the direction of its Chairman, a vote of the Board of Directors may be taken on any subject (except proposals to amend these Rules) which is deemed appropriate., Such ballot may be distributed, and votes received, by mail, or electronic mail or any other means of electronic transmission approved by the Board of Directors facsimile. Such a ~~A~~ vote of the Directors ~~returned by mail or electronic messaging facsimile~~ shall be equivalent for all purposes to a vote of the same Directors if given at a meeting at which a quorum was present. ~~Mail or facsimile v~~otes may be counted only if received within fifteen (15) days of the date request for vote is ~~sent mailed or faxed~~ to the Directors directorate.

### Report of Chairman

Sec. ~~6~~7 - The Board of Directors, through its Chairman, shall submit a written report to the NECA Executive Committee ~~of the Association~~ following the annual Meeting of the Academy. The report shall contain such observations and recommendations as the Board of Directors of the Academy may wish to submit to the NECA Executive Committee for its consideration.

### ARTICLE VI - COMMITTEES

Sec. 1 - ~~The Chairman of the Academy shall have authority to establish and appoint the members of Committees for particular purposes consistent with these Rules, and to dissolve such Committees. Committee members serve at the will of the Chairman and may be~~ appointed or removed at any time.

### Reports

Sec. 2 - Each committee shall prepare and submit a report of its studies, findings or recommendation to the Board of Directors of the Academy at each Annual Meeting of the Board of Directors.

### Committee Chairmen

Sec. 3 - ~~The Chairman of the Academy shall appoint a Fellow of the Academy as Chairman of each Committee. The term of members so appointed to a Standing Committee shall be for one year. There shall be no~~

limitation upon the number of terms for which a member may be appointed to and serve on a Committee.

#### ARTICLE IV - ADMINISTRATION AND FINANCES

Sec. 1 - The affairs of the Academy shall be administered in the same manner as the other activities of the Association as set forth in Article VIII of the Constitution and Article VIII of the Bylaws of the Association.

Sec. 2 - The anticipated expenses of operating the Academy for the coming calendar year shall be budgeted and submitted to the Executive Committee of the Association for approval in the same manner as those for other anticipated activities of the Association, as prescribed in Article VII, Section 2 of the Bylaws of the Association.

Sec. 3 - The personal expenses of the Fellows of the Academy incurred by them in attending its meetings and participating in its programs shall be borne by them.

#### ARTICLE VII – AMENDMENTS

These Rules may be revised or amended at any meeting of the Board of Directors of the Academy at which a quorum is present by a two-thirds ballot vote of the Directors present, provided the proposed revision or amendment shall have been submitted in writing by a member of the Board of Directors to the Academy at least thirty (30) days prior to the meeting of the Board of Directors and a copy of the same sent to all Directors at least twenty (20) days prior to such meeting, and further provided that any such proposed revision or amendment so adopted by the Board of Directors shall become effective upon approval by the Board of Governors of the Association.

#### ARTICLE VIII - DISSOLUTION OF THE ACADEMY

Sec. 1 - The Academy may be dissolved at any time by a two-thirds ballot vote of the Board of Governors of the Association, provided that notice that such action will be proposed at the next meeting of the Board of Governors shall have been submitted in writing by one of its members to the Secretary of the Association at least sixty (60) days prior to such meeting, and a copy of the same sent by the Secretary to all Governors at least fifty (50) days prior to such meeting.

~~limitation upon the number of terms for which a member may be appointed to and serve on a Committee.~~ The Jury of Fellows will establish its own guidelines, which will be approved by the Board of Directors.

#### ARTICLE ~~IV-VII~~ - ADMINISTRATION AND FINANCES

Sec. 1 - The affairs of the Academy shall be administered in the same manner as the other activities of the Association as set forth in ~~Article VIII of the Constitution and Article VIII of the~~ NECA Bylaws ~~of the Association.~~

Sec. 2 - The anticipated expenses of operating the Academy for the coming calendar year shall be budgeted and submitted to the NECA Executive Committee ~~of the Association~~ for approval in the same manner as those for other anticipated activities of the Association, as prescribed in ~~Article VII, Section 2 of the~~ NECA Bylaws ~~of the Association.~~

~~Sec. 3—The personal expenses of the Fellows of the Academy incurred by them in attending its meetings and participating in its programs shall be borne by them.~~

*{Art. II, Sec. 6 (f)}*

#### ARTICLE ~~VII-VIII~~ - AMENDMENTS

These Rules may be revised or amended at any meeting of the Board of Directors of the Academy at which a quorum is present by a two-thirds ballot vote of the Directors present, provided the proposed revision or amendment shall have been submitted in writing by a member of the Board of Directors to the Academy at least thirty (30) days prior to the meeting of the Board of Directors and a copy of the same sent to all Directors at least twenty (20) days prior to such meeting, and further provided that any such proposed revision or amendment so adopted by the Board of Directors shall become effective upon approval by the NECA Board of Governors ~~of the Association.~~

#### ARTICLE ~~VIII-IX~~ - DISSOLUTION OF THE ACADEMY

Sec. 1 - The Academy may be dissolved at any time by a two-thirds ballot vote of the NECA Board of Governors ~~of the Association~~, provided that notice that such action will be proposed at the next meeting of the Board of Governors shall have been submitted in accordance with the NECA Bylaws regarding submission of proposals for Board of Governors action writing by one of its members to the Secretary of the Association at least sixty (60) days



Sec. 2 - Any funds and assets of the Academy shall prior to and at time of dissolution of the Academy be and remain the funds and assets of the Association.

~~prior to such meeting, and a copy of the same sent by the Secretary to all Governors at least fifty (50) days prior to such meeting.~~

Sec. 2 - Any funds and assets of the Academy shall prior to, and at time of dissolution of the Academy, be and remain the funds and assets of the Association.

**Action on Ordinary Proposal #3:**

*Being properly submitted by NECA’s Executive Committee, this proposal regarding Proposed Changes to Labor Relations Policy 13 was **ADOPTED** by voice vote.*

**ORDINARY PROPOSAL #3**— Proposed changes to Labor Relations Policy 13 (Submitted by the Executive Committee)

In accordance with Policy 1, all Standing Policies are reviewed by the Board of Governors in alternate years (ending with an odd number). Adoption dates and the dates of any revisions are noted at the end of each policy. Reaffirmation dates are not listed.

Whereas NECA Standing Policies are subject to review and revision from time to time as warranted, and

Whereas changes in programs and the legal environment can require revisions to policy statements even though no changes in the underlying policy has occurred, and

Whereas, such editorial changes to the Labor Relations policy are indicated,

Now, therefore, be it resolved that the Labor Relations Standing Policy be amended as follows

Current Language

Proposed Language

(~~strikeover~~ indicates deleted language; underline indicates new language)

**POLICY 13 Labor Relations**

POLICY 13 Labor Relations

NECA values highly the long record of constructive and responsible labor relations as it has been practiced throughout the years by the National Association, its chapters, and its members. Much credit and immeasurable savings have been brought to the industry and to the general public by diligent efforts to promote and maintain full and uninterrupted productivity while striving for economically-realistic terms of employment. NECA believes that every effort should be made on the part of all parties concerned, including the National Association, its chapters, its members, supervisory personnel, the IBEW, and local unions to provide the maximum possible productivity per manhour of labor in order to meet competition and also to promote consumer use of the services of trained and skilled electrical craftsmen employed by qualified electrical contractors.

NECA values highly the long record of constructive and responsible labor relations as it has been practiced throughout the years by the National Association, its chapters, and its members. Much credit and immeasurable savings have been brought to the industry and to the general public by diligent efforts to promote and maintain full and uninterrupted productivity while striving for economically-realistic terms of employment. NECA believes that every effort should be made on the part of all parties concerned, including the National Association, its chapters, its members, supervisory personnel, the IBEW, and local unions to provide the maximum possible productivity per manhour of labor in order to meet competition and also to promote consumer use of the services of trained and skilled electrical ~~craftsmen-workers~~ employed by qualified electrical contractors.

In order to implement this basic policy, NECA endorses and seeks to develop, on the local and national level, programs and procedures for rational and peaceful approaches to the settlement of disputes and the avoidance of strikes, work stoppages, and jurisdictional disputes, and programs and procedures for improving safety, training of apprentices and journeymen, employment and benefit programs, and other programs for the benefit of the industry and the general public. Among existing programs which NECA has sponsored and participated in and which NECA endorses are the Council on Industrial Relations, the National Joint Apprenticeship and Training Committee, the Employees Benefit Agreement (NEBF), the Impartial Jurisdictional Disputes Board, the Continuous Pipe-Type Underground Oil-Filled Transmission Conduit Installation Agreement. NECA will continue, in cooperation with the constituent chapters, to study and develop programs in the interests of the industry and the public.

NECA's Labor Relations policy provides for a coordinated and cooperative effort between constituent chapters and the National Association. This policy features a high degree of local responsibility, while at the same time providing for methods by which the National Association can promote and safeguard the labor relations and business interests and goals of the industry.

Basic labor relations policies which NECA has subscribed to and will continue to endorse are:

NECA supports and endorses the continued development of union responsibility at the local and national levels toward minimizing and eliminating wildcat strikes, jurisdictional strikes, and work stoppages over contract and other disputes. Accordingly, NECA subscribes to the continuation of the Council on Industrial Relations and its establishment in all areas to avoid work stoppages which are detrimental to employer, employee and the Public. NECA subscribes to and recognizes the right of craftsmen to organize and bargain collectively.

NECA will continue to develop harmonious relationships with the International Union and its constituent locals to promote labor stability and improve the economic and financial interests of the industry.

In order to implement this basic policy, NECA endorses and seeks to develop, on the local and national level, programs and procedures for rational and peaceful approaches to the settlement of disputes and the avoidance of strikes, work stoppages, and jurisdictional disputes, and programs and procedures for improving safety, training of apprentices and journeymen, employment and benefit programs, and other programs for the benefit of the industry and the general public. Among existing programs which NECA has sponsored and participated in and which NECA endorses are the Council on Industrial Relations, the National Joint Apprenticeship and Training Committee, the Employees Benefit Agreement (NEBF), [the National Labor- Management Cooperation Committee, the Plan for the Settlement of Jurisdictional Disputes in the Construction Industry, and the many national agreements between and among NECA, the IBEW, and the Building Trades Unions](#), [the Impartial Jurisdictional Disputes Board, the Continuous Pipe Type Underground Oil Filled Transmission Conduit Installation Agreement](#). NECA will continue, in cooperation with the constituent chapters, to study and develop programs in the interests of the industry and the public.

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NECA supports and endorses the continued development of union responsibility at the local and national levels toward minimizing and eliminating wildcat strikes, jurisdictional strikes, and work stoppages over contract and other disputes. Accordingly, NECA subscribes to the continuation of the Council on Industrial Relations and its establishment in all areas to avoid work stoppages which are detrimental to employer, employee and the Public. NECA subscribes to and recognizes the right of [craftsmen-workers](#) to organize and bargain collectively.

NECA will continue to develop harmonious relationships with the International Union and its constituent locals to promote labor stability and improve the economic and financial interests of the industry.

NECA endorses legislation which advances the legitimate interests of the employer or his employee and opposes legislation which seeks to impose unfair restrictions upon the employer or his employees, or which seeks to impose undue and harmful burdens on the industry.

NECA supports and endorses the continued organization and strengthening of employer groups through local chapters in the interest of greater industry solidarity and responsibility in creating responsible labor relations.

NECA subscribes to and endorses the principle of non-discrimination in employment, and subscribes to a policy of employment without regard to race, color, religion, sex, or national origin, and subscribes and endorses a continuing policy to have its Chapters and the IBEW, both locally and nationally, undertake a program providing for a classification in all electrical construction agreements which will permit the economic absorption by the Industry of minority classes, and subscribes to development of a training program which will assist these minorities to become qualified craftsmen within the Industry.

NECA subscribes to and endorses the continued development of safety programs in the interest of the individual craftsman and the employer.

NECA subscribes to and endorses the continued development of programs to ensure an adequate supply of qualified craftsmen in all areas of the country. This includes the continued development and orderly expansion of these apprenticeship and journeymen training programs by the maximum utilization by NECA members of the indentured apprentices available and by cooperating with the area Joint Apprenticeship and Training Committee in providing adequate, continuing, and diverse training for technological requirements and the expanding needs of the Industry. This does not include a requirement for employers to employ apprentices when there is no need for their services.

NECA subscribes to and endorses the principle of managerial responsibility and freedom to manage and oppose any restrictions which hamper and impede the exercise of managerial judgment and increase the cost of doing business. This includes the right to select qualified workmen and to maintain fair and reasonable work rules in the interest of economy and sound business practice.

(Adopted Sept. 30, 1967)  
(Revised Oct. 17, 1970; Sept. 24, 1977; Oct. 6, 1979)

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NECA supports and endorses the continued organization and strengthening of employer groups through local chapters in the interest of greater industry solidarity and responsibility in creating responsible labor relations.

NECA subscribes to and endorses the principle of non-discrimination in employment, and subscribes to a policy of employment without regard to ~~race, color, religion, sex, or national origin, any status protected by federal law.~~ NECA ~~and~~ subscribes to and endorses a continuing policy to have its Chapters and the IBEW, both locally and nationally, undertake programs to provide all qualified individuals with an opportunity to become qualified craft workers a program providing for a classification in all electrical construction agreements which will permit the economic absorption by the Industry of minority classes, and subscribes to development of a training program which will assist these minorities to become qualified craftsmen within the Industry.

NECA subscribes to and endorses the continued development of safety programs in the interest of the individual craftsmen-workers and the employer.

NECA subscribes to and endorses the continued development of programs to ensure an adequate supply of qualified craftsmen-workers in all areas of the country. This includes the continued development and orderly expansion of these apprenticeship and journeymen training programs by the maximum utilization by NECA members of the indentured apprentices available and by cooperating with the area Joint Apprenticeship and Training Committee in providing adequate, continuing, and diverse training for technological requirements and the expanding needs of the Industry. This does not include a requirement for employers to employ apprentices when there is no need for their services. This also includes the adoption and full implementation of the Construction Wireman/Construction Electrician and Construction Lineman classifications in all appropriate areas and construction agreements.

NECA subscribes to and endorses the principle of managerial responsibility and freedom to manage and oppose any restrictions which hamper and impede the exercise of managerial judgment and increase the cost of doing business. This includes the right to select qualified workmen-workers and to maintain fair and reasonable work rules in the interest of economy and sound business practice.

(Adopted Sept. 30, 1967)  
(Revised Oct. 17, 1970; Sept. 24, 1977; Oct. 6, 1979, Oct. 12, 2013)

