

**FLORIDA ASSOCIATION OF ENVIRONMENTAL PROFESSIONALS  
2010 AMENDED BYLAWS**

**I. NAME AND JURISDICTION**

The name of this organization (herein termed the ASSOCIATION) shall be the Florida Association of Environmental Professionals (FAEP). The ASSOCIATION is to be considered as an affiliate of the National Association of Environmental Professionals (NAEP) in accordance with the NAEP Chapter Affiliation Agreement.

The ASSOCIATION boundaries shall encompass the following geographic area: only the State of Florida.

**II. BYLAWS**

The Bylaws of the ASSOCIATION shall govern all operations of the ASSOCIATION and shall be in conformance and compatible in all respects to the Bylaws and the Articles of Incorporation of the National Association of Environmental Professionals (NAEP).

All revisions, additions, amendments, and/or changes to the Bylaws shall be made in accordance with Section XIV. Bylaw Amendments and shall be submitted to the ASSOCIATION Board of Directors (hereinafter termed the BOARD) for certification as to conformance with the Bylaws and Articles of Incorporation of the FAEP. Such revisions, additions, amendments and/or changes shall apply unless rejected by the BOARD at their next regular meeting not less than ninety (90) days following submission thereof.

All revisions, additions, amendments, and/or changes to the Bylaws shall be submitted to NAEP for review. Such revisions, additions, amendments and/or changes shall apply unless rejected by NAEP in a timely manner, following submission thereof.

Roberts Rules of Order shall apply to all proceedings of the ASSOCIATION.

**III. PRINCIPAL OFFICE**

The principal office of the ASSOCIATION shall be located at a place to be established by the BOARD and may be changed from time to time by a majority vote of the BOARD.

**IV. ASSOCIATION FUNCTION AND PURPOSE**

The primary function of the ASSOCIATION shall be to enhance, maintain, and protect the quality of the natural and human environment through professional ethics and in cooperation with the NAEP.

The specific purposes of the ASSOCIATION shall be: (1) to provide the ASSOCIATION membership the opportunity for participation in all activities of the ASSOCIATION, (2) to encourage and facilitate full participation in the ASSOCIATION and NAEP, its goals and activities, by all persons qualified to be members of the ASSOCIATION;

36 and (3) to actively expand the membership of NAEP and the ASSOCIATION to include the  
37 widest range of views and concerns of professionals engaged in the environmental field.  
38 The function and goals shall be accomplished by:

- 39 1. Encouraging compliance with the ASSOCIATION and NAEP code of ethics and  
40 cooperation with the goals of NAEP and FAEP.
- 41 2. Improving public awareness of the need for environmental involvement.
- 42 3. Improving communication between the environmental professional and regulated  
43 communities and between practitioners within the environmental professional  
44 community.
- 45 4. Improving methods for the collection and utilization of environmental information  
46 and providing a forum for dissemination of this information.
- 47 5. Encouraging the utilization of environmental resources and research for the  
48 benefit of the ASSOCIATION member.
- 49 6. Encouraging and providing for educational programs which will benefit the  
50 ASSOCIATION member.
- 51 7. Providing an opportunity for ASSOCIATION members to become better informed on  
52 environmental issues of local interest to ensure an awareness of environmental  
53 problems and solutions.
- 54 8. Providing a forum for encouraging and recognizing innovative, creative projects that  
55 address environmental concerns.
- 56 9. Promoting and enhancing recognition of the environmental professional.

57 V. INCORPORATION

58 The ASSOCIATION shall be incorporated within the State of Florida. A copy of the  
59 certificate shall also be sent to the NAEP headquarters.

60 VI. MEMBERSHIP

61 A. GENERAL MEMBERSHIP

62 ASSOCIATION General Membership shall be open to all persons with three (3)  
63 years professional experience in an environmental discipline. All General members  
64 of the ASSOCIATION shall also be General members in good standing of the NAEP.  
65 A General Member shall be considered a voting member of the Association, eligible to  
66 hold office or to be elected to the BOARD.

67 B. ASSOCIATE MEMBERSHIP

68 Associate membership is open to those who do not meet the General membership  
69 requirements and to other individuals who are interested in environmental issues, ideas  
70 or technology. An Associate member shall be considered a voting member  
71 of the ASSOCIATION, eligible to be elected to the BOARD , but not eligible to hold  
72 an office. This category is especially applicable to recently graduated students.  
73 Those that do not have the requisite educational background can remain an  
74 Associate member. Upon completion of the required professional experience, an  
75 Associate member will be granted General member status if they meet the  
76 requirements of Section VI.A.

77 C. STUDENT MEMBERSHIP

78 All persons (a) enrolled in a school of recognized standing; (b) registered at least  
79 as a part-time student according to the rules and regulations of the applicable school;  
80 and (c) registered in at least one (1) course in the professional environmental  
81 disciplines. Proof of continued registration must be provided to the ASSOCIATION  
82 Administrator upon membership application. A Student Member shall not be  
83 considered a voting member of the ASSOCIATION and is not eligible to hold office  
84 or to be elected to the BOARD.

85 D. DUES

86 The BOARD may, by majority vote of those present and voting at a regular or non-  
87 regular meeting, as hereinafter defined, assess ASSOCIATION members on an  
88 annual basis for projected expenses necessary to the ASSOCIATION operation. Non-  
89 payment of approved assessments within thirty (30) days following notification  
90 thereof may result in termination of ASSOCIATION membership.

91 VII. LOCAL CHAPTERS

92 ASSOCIATION members may join together to establish Local Chapters in Florida on  
93 whatever basis the BOARD may deem advisable. The purpose of these Local Chapters  
94 shall be to encourage greater participation by Florida's environmental professionals,  
95 broaden the ASSOCIATION'S base of support, and provide an opportunity for  
96 ASSOCIATION members to become better informed on environmental issues of local  
97 interest.

98 Membership in a Local Chapter of the ASSOCIATION is open to individuals who are  
99 members of the ASSOCIATION and who reside or work within the Local Chapter's  
100 geographical region (as defined by the BOARD).

101 To be considered by the BOARD for charter as a Local Chapter, the proposed Local  
102 Chapter must submit a list of at least 10 individuals, who are ASSOCIATION members or  
103 NAEP members/environmental professionals willing to become ASSOCIATION  
104 members, and who reside or work in the Local Chapter's proposed geographical region.  
105 The Local Chapter must then obtain preliminary recognition by a majority of the entire  
106 BOARD. Upon recognition by the BOARD, the Local Chapter must submit to the  
107 BOARD within 6 months a Chapter membership list of at least 10 confirmed  
108 ASSOCIATION members, a proposed slate of officers, and proposed Local Chapter  
109 Bylaws (in agreement with those of NAEP and FAEP). Permanent status as a Local  
110 Chapter of FAEP must then be granted by a majority vote of the BOARD.

111 Bylaws of existing Local Chapters shall govern all operations of the Local Chapter and  
112 shall be in conformance and compatible in all respects to the Bylaws and the Articles of  
113 Incorporation of the Florida Association of Environmental Professionals. All revisions,  
114 additions, amendments, and/or changes to the Bylaws shall be submitted to FAEP for  
115 review. Such revisions, additions, amendments, and/or changes shall apply unless  
116 rejected by FAEP in a timely manner, following submission thereof. Roberts Rules of  
117 Order shall apply to all proceedings of the Local Chapter.

118 Notice of Local Chapters meetings shall be given in advance to the ASSOCIATION  
119 Administrator to permit communication of time and place permitting any FAEP  
120 members who wish to attend to do so. Local Chapters will be required to submit periodic  
121 financial statements as required by the BOARD.

122 If membership of the Chapter falls below 10 members, the status of the Chapter will be  
123 reviewed by the BOARD.

124 A. INACTIVE CHAPTERS

125 Any Local Chapter that does not have Elected Officers and a Board of Directors in  
126 accordance with their approved Bylaws and/or does not hold official activities for a  
127 period of one year shall be considered as an INACTIVE Chapter. INACTIVE  
128 Chapters can be considered as either dormant or dissolved. The determination  
129 of dormancy or dissolution will be first determined by the Chapter members in an  
130 official Chapter vote. If such a vote does not take place it will be at the discretion of  
131 the BOARD to make the determination.

132 Activities shall be defined as Chapter meetings, Board meetings, conference calls,  
133 public service projects, or other gatherings in the name of the local chapter. A  
134 Chapter may elect to go dormant with a majority vote by a quorum of Directors that  
135 is appropriately documented.

136 1. DORMANT CHAPTERS

137 A DORMANT Chapter is defined as a Chapter that has no elected officers, no  
138 board of directors and/or has had no activity for a period of one year. The  
139 potential for reestablishment of the Chapter must be actively considered by  
140 either the state BOARD or currently active GENERAL members in the geographic  
141 area.

142 Upon the determination of dormancy, the Chapter shall transfer any and all funds  
143 from the Chapter treasury to the ASSOCIATION. The transfer of funds  
144 shall be accompanied by a full accounting of expenses and income for a period  
145 of not less than twelve (12) months previous and a bank statement indicating  
146 closure of the account. The accounting shall include a signed statement by the most  
147 recent Chapter President and Treasurer of the accuracy of the statement. The  
148 ASSOCIATION will recognize in writing that the Chapter has been designated as  
149 dormant.

150 The funds shall be placed in the FAEP money market fund account and held for  
151 a period of three (3) years. If a revived Chapter is not established within that  
152 period, the monies shall become available for general usage by FAEP. If the  
153 revived Chapter has elected a Board of Directors, held at least two (2) regular  
154 meetings, and established a budget, that Chapter shall be determined to have  
155 once again become active. Upon reactivation of the Chapter, all funds  
156 previously transferred from the Chapter to FAEP, shall be returned to the Local  
157 Chapter. Any funds received in the interim as general membership dues in the  
158 ASSOCIATION will be retained by the ASSOCIATION. Should ASSOCIATION  
159 members elect to submit Chapter dues during the period of dormancy, those

160 funds will also be included in the general operating funds of the ASSOCIATION  
161 and will not be considered to be Chapter assets.

162 Lack of documentation concerning the designation of Chapter dormancy or  
163 other documented agreements between the Chapter and the ASSOCIATION will  
164 result in the determination that the Chapter has been dissolved.

165 2. DISSOLVED CHAPTERS

166 Any Chapter that has been designated as dissolved will forfeit all funds being held  
167 in reserve. Should a Chapter subsequently be established in the same  
168 geographic location, it will be considered as a new Chapter and will not be  
169 considered eligible for receipt of past funds. The dissolved Chapter shall provide  
170 copies of dissolution including, but not limited to, closed bank accounts.

171 VIII. STUDENT CHAPTERS

172  
173 Individuals currently enrolled in undergraduate and/or graduate majors related to the  
174 environment may join together to establish Student Chapters in Florida, under the  
175 direction of a Faculty Advisor. The purpose of these Student Chapters will be to  
176 encourage members in their pursuit of environmentally related careers and to foster  
177 personal and professional development of its members. Membership in the  
178 ASSOCIATION is not required for the members of the Student Chapter, but each Student  
179 Chapter will be sponsored by a Local Chapter in its area, which will oversee its activities.  
180 Approval of a Student Chapter's request for affiliation with the ASSOCIATION will require  
181 a majority vote of the BOARD. The Constitution and Bylaws of the Student Chapter must  
182 adhere to the Code of Ethics and Standards of Practice of the ASSOCIATION. All  
183 changes in Bylaws, Faculty Advisor, or other governing policies will require the approval of  
184 a majority vote of the BOARD.

185 IX. BOARD MEETINGS

186 A. REGULAR

187 Regular meetings of the BOARD for the transaction of all business necessary and  
188 incidental to the orderly performance of the ASSOCIATION functions shall be on a  
189 regular basis at a time and place to be set by a vote of the BOARD at its first fiscal year  
190 meeting.

191 B. SPECIAL /EMERGENCY

192 Special or non-regular meetings of the BOARD may be called by a majority of the  
193 Directors of the BOARD for good and compelling reasons. Notification of such  
194 meetings shall be sent no later than the fifth (5<sup>th</sup>) business day preceding a  
195 teleconference and ten (10) business days preceding any other meeting to all BOARD  
196 members. Such notification shall set forth the time, place, and general purpose of such  
197 meeting and no additional matters shall be acted or voted on by the membership  
198 present at such meeting. An Action-without-a-meeting can be held via email if the  
199 action is documented during the subsequent BOARD meeting.

200 C . Q U O R U M

201 A majority of the BOARD or their proxies shall constitute a quorum.

202 D . V O T I N G

203 All actions at meetings requiring a vote of the BOARD for enactment shall require  
204 the presence of a quorum and shall be approved by a simple majority of those  
205 present and voting at such meetings or by written proxy, unless specified otherwise  
206 in other provisions of the Bylaws.

207 E . M I N U T E S A N D R E C O R D S

208 A full and complete record of all business transacted at BOARD meetings shall  
209 be maintained in an orderly typewritten manner and shall be certified as to accuracy  
210 by the current duly elected Secretary of the BOARD, and shall be maintained in  
211 a place accessible to the membership upon reasonable request. Minutes of each  
212 meeting shall be approved by a majority vote of those present and voting at the next  
213 subsequent regular or special meeting of the BOARD. Full copies of the minutes  
214 and records, or portions thereof, shall be furnished to individual members upon  
215 request subject to payment of reasonable duplication expenses by the member or  
216 members requesting such copies.

217 X . C H A P T E R M E E T I N G S

218 Regular meetings of the Local Chapters for the transaction of all business necessary and  
219 incidental to the orderly performance of the Local Chapter functions shall be on a regular  
220 basis at a time and place to be set by a vote of the Local Chapter's Board at its first fiscal  
221 year meeting.

222 XI . B O A R D O F D I R E C T O R S

223 A . G E N E R A L

224 The ASSOCIATION shall be governed by the BOARD of Directors. The BOARD of  
225 Directors shall be comprised of one (1) representative from each local Chapter and  
226 seven (7) elected At-large BOARD Members. Chapter Representatives may be  
227 General or Associate members of the ASSOCIATION, in good standing. Officers  
228 shall be General members of the ASSOCIATION in good standing.

229 B . T E R M O F O F F I C E

230 Each of the elected At-large BOARD Members shall normally serve for a term of  
231 three years. Terms shall be staggered with the periods of service for the respective  
232 At-large Board Members terminating at the special BOARD meeting following the  
233 annual elections.

234

235

236  
237  
238  
239  
240  
241  
242  
243  
244  
245  
  
246  
247  
  
248  
  
249  
250  
251  
252  
253  
254  
255  
256  
  
257  
  
258  
  
259  
260  
261  
262  
  
263  
  
264  
265  
266  
267  
  
268  
  
269  
270  
271  
  
272

C. ELECTIONS

At-large Board Members shall be elected by a majority of ballots cast by the General and Associate Members. Nominations for the At-large Board Members shall be made from the Nominations Committee as appointed by the President. The Nominations Committee shall solicit names of nominees from each of the Local Chapter Boards. The ballots shall be prepared and distributed to the Association Membership no later than the fifteenth (15th) day following such nominations. Ballots shall be returned to the ASSOCIATION no later than the thirtieth (30th) day following the nominations. The Nominations COMMITTEE shall submit the tally to the ASSOCIATION Board within forty-five (45) days of the nominations.

The installation of Directors for the succeeding year shall be accomplished at the next regular meeting of the Directors or at a special meeting called by the President.

D. OFFICERS

The officers of the BOARD (also known as the EXECUTIVE COMMITTEE) shall consist of the President, Vice-President, Secretary, and Treasurer. Each shall be elected by the BOARD at the next BOARD meeting following elections of the At-large Board Members. The Past President shall preside over the election of the officers. At-large Board Members, who are General Members (per section VI.A.) shall be eligible to hold office. The term of office for each Officer shall be one (1) year. An Officer may be elected to an additional successive term for that office, but shall not hold that office more than two (2) successive years.

The officers of the ASSOCIATION shall perform the following duties:

PRESIDENT

The President of the BOARD shall have responsibility for the general supervision and operation of the BOARD and shall preside at meetings of the ASSOCIATION membership and BOARD. The President may create Committees and appoint Committee Chairs, per approval by the Board.

VICE-PRESIDENT

The Vice-President of the BOARD shall assume the title, duties, and responsibilities of the President in the event of resignation, disqualification, or removal of the President. The Vice-President shall also preside at meetings of the ASSOCIATION membership and of the governing BOARD during the absence of the President.

SECRETARY

The Secretary of the BOARD shall schedule and coordinate all meetings of the BOARD and keep and maintain a full and complete set of minutes and records of the business of the BOARD.

273                   TREASURER

274                   The Treasurer of the BOARD shall review all accounts of the ASSOCIATION and  
275 report to the BOARD at least monthly, and shall prepare all budgets for action by the  
276 BOARD.

277                   PAST-PRESIDENT

278                   The outgoing President shall preside over the meeting at which the new President  
279 is elected. The Past-President will serve on the BOARD for at least one (1) year  
280 and have voting privileges.

281                   E. NATIONAL REPRESENTATIVE

282                   A National Representative shall be appointed by the BOARD to represent the  
283 interests of the FAEP at the NAEP Board of Directors Meetings. The National  
284 Representative shall fulfill other national liaison duties at the pleasure of the  
285 BOARD. The National Representative shall be a NAEP member in good standing  
286 and a voting member of the BOARD.

287                   The duties are primarily as an emissary between NAEP and the FAEP. As emissary  
288 to NAEP, the National Representative will be directed by the BOARD in matters  
289 directly affecting FAEP. The term of office is to be one (1) year for a maximum of  
290 three (3) years. If the National Representative is unable to attend the NAEP Board  
291 of Directors Meeting, he/she can assign proxy to any of the eligible BOARD  
292 members.

293                   In the event that no candidates can be found willing to accept the appointment for  
294 the position, the President has the authority to appoint a person.

295                   In the case where FAEP has the necessary number of NAEP members to qualify for  
296 two representatives, the President will be the second National Representative.

297                   F. ASSOCIATION ADMINISTRATOR

298                   An ASSOCIATION Administrator shall be hired by the BOARD to provide various  
299 services to the ASSOCIATION and the BOARD, including but not limited to the  
300 following: maintain the physical office of the ASSOCIATION; process all  
301 member dues and maintain the electronic membership database for the  
302 ASSOCIATION; maintain and prepare financial reports and tax forms; publish a  
303 periodic Newsletter and Membership Directory; maintain a web site for the  
304 ASSOCIATION; and other duties as determined by the BOARD. The  
305 ASSOCIATION Administrator shall be prohibited from holding any office on the  
306 BOARD or voting. Compensation for the ASSOCIATION Administrator will be  
307 determined by vote of the BOARD at the start of the Fiscal Year.

308

309



310 G. CHAPTER REPRESENTATIVES

311 Each Local Chapter Board shall elect or appoint one (1) representative to the BOARD,  
312 which representative shall have one (1) vote in all matters pertaining to the BOARD.

313 The Chapter Representative shall not be one of the At-large Board Members  
314 elected from the MEMBERSHIP. The term of office of the Chapter Representative  
315 shall be at least one (1) year, and no more than three (3) years.

316 H. VACANCIES

317 A vacancy in any office may occur due to resignation, removal, disqualification or  
318 other means. Should the office of President be vacant, the Vice-President shall  
319 become President automatically and shall serve in such office for the remainder of  
320 the term. All other vacancies shall be filled by special election as provided below.

321 Within ten (10) days following such vacancy, a replacement BOARD member shall  
322 be nominated by the BOARD and elected pursuant to the policies and procedures set  
323 forth above, in Section XI.C.

324 I. BOARD MEETING ATTENDANCE

325 BOARD members are required to attend regular Board meetings. A Board member  
326 who misses three (3) regularly scheduled business meetings without the approval of  
327 the President shall have his/her membership on the BOARD brought to a vote, for  
328 possible termination, at the next regularly scheduled meeting.

329 A Board member who misses six (6) regularly scheduled business meetings will  
330 automatically be terminated as a Board member. If the Board member is an At-large  
331 Board member, the vacancy shall be filled pursuant to Section XI.H. If the Board  
332 member is a Chapter Representative, the Chapter shall provide a new Chapter  
333 Representative.

334 J. REMOVAL FROM OFFICE

335 Any Director can be removed from office commencing with a written petition signed  
336 by one-quarter of the current ASSOCIATION membership, which petition shall set  
337 forth the charges against such Director or other reasons for his or her removal and  
338 requesting the governing BOARD to set the time for a special election.

339 The BOARD shall certify the recall petition only if a minimum of one-quarter of the  
340 current ASSOCIATION membership, on the date of receipt of such petition have  
341 signed the recall petition. Within ten (10) days following such certification, written  
342 notification shall be distributed to all current members that such recall petition has  
343 been certified and enclosing a copy of the petition, a rebuttal statement by the officer  
344 concerned and a special ballot requiring a yea or nay vote on such removal.

345 Ballots shall be returned to the President no later than the fifteenth (15th) day  
346 following such notification and shall be canvassed by the officers of the BOARD no  
347 later than the twentieth (20th) day following such notification. The results of such recall

348 election shall be conveyed to all members of the ASSOCIATION no later than the  
349 fifth (5th) day following the canvass of ballots.

350 XII. FINANCES

351 A. LOCAL CONTROL

352 The ASSOCIATION shall have full and complete control over all funds received by  
353 the ASSOCIATION from all sources, including allocations to the ASSOCIATION,  
354 which may be made by the NAEP from time to time.

355 B. NATIONAL ASSOCIATION - NAEP

356 The ASSOCIATION shall not be liable in any manner for NAEP debts or  
357 obligations. Conversely, the NAEP shall not be liable in any manner for  
358 ASSOCIATION debts or obligations.

359 C. PROCEDURES

360 All fiscal policies and procedures of ASSOCIATION shall be in conformance with  
361 NAEP fiscal policies and procedures.

362 D. DISBURSEMENTS

363 All checks drawn on ASSOCIATION bank accounts for routine business expenses shall  
364 be signed by the ASSOCIATION Administrator or an appointee of the BOARD. Non-  
365 routine business expenses over \$200.00 will require the approval of the Treasurer  
366 and one (1) other BOARD member.

367 E. TAX STATEMENTS

368 Annual tax statement shall be prepared by the ASSOCIATION Administrator and  
369 filed by the Treasurer.

370 XIII. EXPULSIONS: DISCIPLINARY PROCEDURES

371 A member other than a Director may be expelled for cause such as a violation of any of  
372 the provisions of the Bylaws or Code of Ethical Practice of the ASSOCIATION, or for  
373 conduct which in the opinion of the BOARD is improper and prejudicial to the best  
374 interest of the ASSOCIATION. The BOARD shall consider proceedings looking  
375 toward the expulsion of any member: (a) upon the recommendation of the National  
376 Committee on Standards and Procedures or (b) upon a valid written request of ten  
377 (10) or more ASSOCIATION members. Prior to its consideration of any such case, the  
378 BOARD shall advise the member, in writing, of the charges, shall notify the member of  
379 the time and place of the meeting of the BOARD at which the case is to be considered,  
380 and shall invite the member to present, at such time, a defense either in person or in  
381 writing. Evidence supporting the charges shall be presented to the BOARD at the meeting  
382 and the member charged shall have a full opportunity to reply and present evidence in  
383 rebuttal of the charges. The final action of the BOARD shall be by ballot at a meeting of  
384 the BOARD.

385 After consideration of all evidence presented at the meeting of the BOARD at which the  
386 case is considered, the BOARD may decide that the charges against a member of the  
387 ASSOCIATION are or are not sufficient to justify expulsion. In such case, if the  
388 charges be sustained or proven, the BOARD, at its discretion, may direct the  
389 suspension of the member.

390 A finding that the charges against a member have been sustained or proven shall  
391 require the affirmation vote of a majority of the entire BOARD. If the majority vote is  
392 less than unanimous, disciplinary action shall be restricted to a letter of admonition.  
393 Affirmative votes of the entire BOARD shall be required for expulsion.

394 No person who has been expelled from membership shall be eligible for reinstatement.

395 XIV. BYLAW AMENDMENTS

396 ASSOCIATION Bylaws may be amended by a simple majority of all voting members;  
397 provided however, that for the purposes of this section, ten percent of those eligible to  
398 vote shall constitute a quorum. Proposed Bylaw amendments must be received by the  
399 ASSOCIATION within 30 days of their issuance. Proposed Bylaw amendments are to  
400 be distributed through mail or by electronic communications. Voting is to be allowed  
401 through mail or verifiable electronic communications such as facsimile transmission  
402 (fax) or email.

403 XV. DISSOLUTION

404 In the event of dissolution of the ASSOCIATION, all assets (following settlement of all  
405 ASSOCIATION liabilities) shall be distributed proportionately to each of the Local  
406 Chapters, under the guidance and review of NAEP. Dissolution of the  
407 ASSOCIATION shall require a two-thirds vote of all Local Chapter BOARDS.

408 XVI. CERTIFICATION

409 This is to certify that the undersigned is the duly elected ASSOCIATION President  
410 and that the above Bylaws were adopted as the ASSOCIATION Bylaws at a regular  
411 meeting of persons qualified to be association members on April 24, 2011.

412 By:  Date: July 11, 2011  
413 FAEP President

414 Attest:  Date: 11 JULY 11  
PAST PRESIDENT