

Minutes of LICA Executive Board Meeting 4/4/81

A meeting of the Executive Board of the Long Island Computer Association was held at Mark Zeiger's apartment on 4 April, 1981. The meeting was called to order at 10:00 A.M. with the following people present:

Mark Zeiger - President  
Dave Minott - Vice President  
Hans Napfel - Officer-at-Large  
Al Stone - Stack editor  
Augie Schwab - Chairman of 8080/S-100  
Special Interest Group  
Harvey Fishman - Secretary.

The President opened the meeting with a presentation of the Treasurer's report. The status of the treasury as of 4/4/81 is:

Cash on Hand - \$1042.48  
Due from Hardware course - \$ 62.06

Subtotal \$1104.54

We have received \$835.00 in member's dues since the beginning of the year. Al Stone then told us that he had received \$40.00 in additional dues that he will forward to the treasurer. This makes the treasury balance:

Additional dues - \$ 40.00

Total \$1144.54

The President then informed the board that he had been informed by the immediate past president that the papers of incorporation for the Long Island Computer Association had been approved and that we were now a corporation. A discussion of what that meant followed but it was decided that no valid conclusions could be reached until we received the papers. The Secretary was assigned the task of getting the papers from the immediate past president.

The Bulletin Board was the next item of discussion. The Vice President (who is the hardware manager of the Bulletin Board) reported on the activity on the board. A discussion was then held as to whether the club should purchase a new disk controller card for the Bulletin Board. This would increase the speed of response of the system and enable us to go to double density. Double density operation would enable us to greatly enhance the downloading function and include checksummed transfer of files using the Ward Christensen/Mark Zeiger protocols. A motion was made that the President, at his discretion, present to the general membership, for vote, a proposal for the purchase of a new disk controller at a cost not exceeding \$450.00 (the \$187.00 remaining in the previously allocated Bulletin Board capital fund to be applied to this purchase). A vote was held, and the motion was carried. A discussion of other future software enhancements of the bulletin board was then held.

The next item of business was a discussion of the Stack. The editor informed the board that the format would be changed to a two column presentation with fifty characters in each column. The two column page would be photo-reduced to 8.5x11 inches. This was being done to enhance downloading via the bulletin board to those members who did not have 80 column terminals and to save on postage expenses. The board agreed that both of these ends were highly desirable.

The final item of business was a discussion of the constitution and bylaws of the club and what changes needed to be made to bring these documents into conformance with the way the club was actually being operated. Copies of the present and proposed changed documents are appended hereto.

## CONSTITUTION

### Article I - General

This society shall be known as the Long Island Computer Association (LICA), hereinafter referred to as the Association. This document is adopted as its founding constitution. The Association shall be a non-profit organization. Its purposes shall be to promote interest in the design and use of data processing and computing systems, regardless of size, among persons of such common interest in the greater Long Island area. The Association shall conduct programs and activities and shall provide a forum for the exchange of information and ideas directed towards securing for its members the benefits of such common association.

### Article II - By-Laws

1. The Association shall adopt a set of By-Laws for the purpose of governing all its operations.
2. The By-Laws and amendments thereto shall be adopted by a two-thirds majority of persons voting at a General Meeting, provided that a quorum exists at the time of such vote, and that all members have been advised of the proposed adoption. The membership advisement requirements shall be satisfied by distributing copies of the proposed adoption to either (1) all members attending the regular General Meeting preceding the meeting at which the vote is to be held, or (2) all members of the Association by mail sent at least ten calendar days in advance of the proposed vote.
3. It shall be the duty of the president to enforce the By-Laws of the Association.

### Article III - Membership

1. Membership is open to all persons interested in furthering the purposes of the Association as stated in Article I.
2. Membership shall be subject to revocation for non-payment of dues or other just cause according to procedures specified in the By-Laws. Any person whose membership has been revoked for just cause shall receive a pro-rated refund of any regular dues he may have paid.

### Article IV - Dues

1. Regular (annual) dues or special dues assessments may be levied by the membership upon themselves in accordance with procedures set forth in the By-Laws.
2. The Executive Board shall have the power to waive the payment of dues for such persons as it deems is in the interest of the Association.

## Article V - Executive Board

1. The regular business of the Association shall be conducted by the Executive Board. The Executive Board shall consist of nine officers: the President, the Executive Vice President, the Publications Vice President, the Treasurer, the Secretary, and four Officers-at-Large, and the immediate past President. The responsibilities and authority of the Officers set forth in this Article shall not be exclusive of any responsibilities or authority of Officers specified elsewhere in this Constitution or in the By-Laws.

2. The duties of the Officers shall be as follows:  
The President shall govern the operation of the Association; preside at all meetings; conduct the same in accordance with this Constitution and the By-Laws; decide all questions of order; and execute the other customary duties of the office of President.

The Executive Vice President shall conduct meetings in the absence of the President. He shall also assist the President in governing the operations of the Association and may act in the place of the President with his concurrence.

The Publications Vice President shall be responsible for the printing and mailing of all official publications authorized by the Executive Board as well as notices of General Meetings communicated to him by the Secretary.

The Treasurer shall maintain all Association monies in an appropriate bank account; disburse monies authorized by the President or by the Executive Board in accordance with limits specified in the By-Laws; present a financial report at each General Meeting; and allow any Officer of the Association to inspect all financial records upon reasonable notification. In no event shall the Treasurer disburse monies other than in accordance with the By-Laws.

The Secretary shall keep minutes of each meeting; maintain a current copy of this Constitution, the By-Laws, and the membership list; conduct the regular correspondence of the Association; and advise the Publications Vice President of meeting and other notices required to be sent to members.

The Officers-at-Large and the immediate past President shall attend meetings of the Executive Board and represent the interests of the members of the Association.

3. Eligibility:  
No person shall be eligible for election as an Officer of the Association who stands to financially benefit from his service as an officer. The immediate past President shall serve as an officer of the Association for a period of one year following the end of his term as President.

## Article VI - Meetings

1. Regular and special General Meetings shall be scheduled by the Executive Board; however, no fewer than four regular General Meetings shall be held in each calendar year. All members shall receive written notice of General Meetings mailed at least ten calendar days in advance of such meetings. Twenty percent of the membership of the Association shall constitute a quorum; no formal business shall be conducted without a quorum. No proxies shall be honored.
2. Executive Board meetings shall be called by the President. Reasonable notice shall be given to all officers. A quorum shall be constituted by the President and three other Officers, or by the Executive Vice President and four other Officers.

## Article VII - Elections

1. All Officers of the Association shall be elected for a term of one year. Regular elections shall be held at the first regular General Meeting of the calendar year in accordance with procedures adopted by the Executive Board. Election shall be by secret ballot if so requested by any member present. Nomination shall not be denied to any member submitting a nominating petition signed by himself and five other members of the Association. Such petition must be submitted to the Secretary at least ten days prior to the election meeting. Officers shall be elected by a simple plurality, and shall assume their office immediately upon election.
2. Recall procedure: A recall petition signed by at least ten members of the Association must be submitted to the Secretary (or the President in the case where recall of the Secretary is requested). The Secretary (or the President) shall then cause such petition to be announced in the notice for the next regular General Meeting; provided that sufficient time is allowed for the publication deadline. In no event shall the announcement of the petition be delayed for more than two regular General Meetings. The recall vote must occur at the meeting following the announcement of the petition. A two-thirds majority of those persons voting shall be necessary for the enactment of the recall petition.
3. Vacancies shall be filled by appointment by the President with the approval of a majority of the remaining Executive Board. Officers so appointed shall serve only until the next regular election.

## Article VIII - Adoption and Amendment

This Constitution and amendments thereto shall be adopted by a three-fourths majority of those persons voting at a General Meeting. Notification requirements shall be the same as those specified for the By-Laws in Article II, section 2 of this Constitution.

#### BY-LAWS

I. The amount of regular (annual) dues shall be set by the Executive Board and shall be effective upon approval by a majority of persons voting at a regular General Meeting. The payment of regular dues shall convey all the rights and privileges of membership for a period of not less than one year, expiring on the last day of the same month as that in which payment was received; except that the payment of dues for the purpose of renewing membership shall extend the term of membership exactly one year.

II. Prospective new members may be charged an initiation fee in addition to regular dues. The Amount of such fee, if any, shall be set by the Executive Board and become effective upon approval by a majority of persons voting at a regular General Meeting.

III. The Secretary shall have the power to remove from the membership list and the newsletter mailing list, without notice, the name of any person whose dues are in arrears for more than two months. Persons whose memberships have expired may avoid paying any initiation fee by renewing their membership retroactive to the date on which such membership expired. Such retroactive renewal shall entitle that member to back copies of the newsletter, subject to availability.

IV. The membership of any person may be revoked for just cause upon recommendation of the Executive Board and approval by two-thirds of those persons voting at a regular General Meeting. Notice of such proposed action must be given in writing to the member involved, and shall appear in the announcement of the meeting at which the proposed action is to be voted upon. Such notices shall be mailed no less than ten days before the meeting.

V. The President (and, when applicable, the Executive Vice President) shall be guided by Robert's Rules of Order in his conduct of all meetings.

VI. The financial affairs of the Association shall be conducted by the Executive Board. The Treasurer shall disburse monies for expenditures authorized by the Executive Board provided that no single expenditure exceeds \$100.00 and further provided that at least \$100.00 remains in the treasury after such expenditure. Expenditures exceeding the above limits may be authorized by the Executive Board, and the Treasurer shall disburse said monies after such expenditure is approved by the membership at a General Meeting.

VII. The President shall maintain a personal Emergency Fund to meet unanticipated financial requirements and may make expenditures from this fund without the approval of the Executive Board. The Treasurer shall reimburse the President for expenditures made from his Emergency Fund provided that the sum of all such expenditures during the period from one General Meeting to the next does not exceed \$50.00. All expenditures made from the President's Emergency Fund shall be reported at the following Executive Board and regular General Meetings.

Proposed constitutional changes:

Article V - Executive Board

1. The regular business of the Association shall be conducted by the Executive Board. The Executive Board shall consist of the following: the President, the Vice President, the Treasurer, the Secretary, the current Stack editor, the special interest group chairmen as recognized in the By-Laws, and the immediate past President. The responsibilities and authority of the Officers set forth in this Article shall not be exclusive of any responsibilities or authority of Officers specified elsewhere in this Constitution or in the By-Laws.

2. The duties of the Officers shall be as follows:  
The President shall govern the operation of the Association; preside at all meetings; conduct the same in accordance with this Constitution and the By-Laws; decide all questions of order; and execute the other customary duties of the office of President.

The Vice President shall conduct meetings in the absence of the President. He shall also assist the President in governing the operations of the Association and may act in the place of the President with his concurrence.

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The special interest group chairmen and the immediate past President shall attend meetings of the Executive Board and represent the interests of the members of the Association.

3. Eligibility: No person shall be eligible for election as an Officer of the Association who stands to financially benefit from his service as an officer. The immediate past President shall serve as an officer of the Association for a period of one year following the end of his term as President.

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BY-LAWS

V. The President (and, when applicable, the Vice President) shall be guided by Robert's Rules of Order in his conduct of all meetings. The President may supersede Robert's Rules of Order at his discretion.