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Form 990-EZ  Department of the Treasury Internal Revenue Service	Short Form Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)	OMB No 1545-1150 2009
	<p>▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.</p> <p>▶ <i>The organization may have to use a copy of this return to satisfy state reporting requirements.</i></p>	Open to Public Inspection

A For the 2009 calendar year, or tax year beginning 01-01-2009 , and ending 12-31-2009				
B Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	C Name of organization FIRE APPARATUS MANUFACTURERS ASSOCIATION INC		D Employer identification number 52-1683355
		Number and street (or P O box, if mail is not delivered to street address) Room/suite PO BOX 397		E Telephone number (781) 334-2911
		City or town, state or country, and ZIP + 4 LYNNFIELD, MA 019400397		F Group Exemption Number

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).		G Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual Other (specify) ▶	
I Website: WWW.FAMA.ORG		H Check <input type="checkbox"/> if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)	
J Tax-Exempt status (check only one)— <input checked="" type="checkbox"/> 501(c)(6) (Insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			

K Check ☒ if the organization is not a section 509(a)(3) supporting organization **and** its gross receipts are normally **not** more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

















L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if \$500,000 or more, file Form 990 instead of Form 990-EZ \$ 316,767

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I)									
Revenue	1	Contributions, gifts, grants, and similar amounts received						1	95,000
	2	Program service revenue including government fees and contracts						2	44,209
	3	Membership dues and assessments						3	173,094
	4	Investment income						4	3,759
	5a	Gross amount from sale of assets other than inventory				5a			
	b	Less cost or other basis and sales expenses				5b			
	c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)						5c	
	6	Special events and activities (complete applicable parts of Schedule G) If any amount is from gaming, check here 							
	a	Gross revenue (not including \$ _of contributions reported on line 1)				6a			
	b	Less direct expenses other than fundraising expenses				6b			
c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)				6c				
7a	Gross sales of inventory, less returns and allowances				7a				
b	Less cost of goods sold				7b				
c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)						7c		
8	Other revenue (describe )						8	705	
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 						9	316,767	
Expenses	10	Grants and similar amounts paid (attach schedule) 						10	10,550
	11	Benefits paid to or for members						11	
	12	Salaries, other compensation, and employee benefits						12	
	13	Professional fees and other payments to independent contractors						13	59,128
	14	Occupancy, rent, utilities, and maintenance						14	
	15	Printing, publications, postage, and shipping						15	18,000
	16	Other expenses (describe )						16	209,846
	17	Total expenses. Add lines 10 through 16 						17	297,524
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)						18	19,243
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)						19	324,524
	20	Other changes in net assets or fund balances (attach explanation)						20	
	21	Net assets or fund balances at end of year Combine lines 18 through 20 						21	343,767

Part II Balance Sheets —If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ															
(See the instructions for Part II)															
22 Cash, savings, and investments	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%; text-align: center; padding: 5px;">(A) Beginning of year</th> <th style="width: 50%; text-align: center; padding: 5px;">(B) End of year</th> </tr> </thead> <tbody> <tr> <td style="text-align: right; padding: 5px;">324,524</td> <td style="text-align: right; padding: 5px;">22 343,767</td> </tr> <tr> <td style="padding: 5px;"></td> <td style="text-align: right; padding: 5px;">23</td> </tr> <tr> <td style="padding: 5px;"></td> <td style="text-align: right; padding: 5px;">24</td> </tr> <tr> <td style="text-align: right; padding: 5px;">324,524</td> <td style="text-align: right; padding: 5px;">25 343,767</td> </tr> <tr> <td style="text-align: right; padding: 5px;">0</td> <td style="text-align: right; padding: 5px;">26 0</td> </tr> <tr> <td style="text-align: right; padding: 5px;">324,524</td> <td style="text-align: right; padding: 5px;">27 343,767</td> </tr> </tbody> </table>	(A) Beginning of year	(B) End of year	324,524	22 343,767		23		24	324,524	25 343,767	0	26 0	324,524	27 343,767
(A) Beginning of year	(B) End of year														
324,524	22 343,767														
	23														
	24														
324,524	25 343,767														
0	26 0														
324,524	27 343,767														
23 Land and buildings															
24 Other assets (describe _____)															
25 Total assets															
26 Total liabilities (describe _____)															
27 Net assets or fund balances (line 27 of column (B) must agree with line 21) .															

Part III Statement of Program Service Accomplishments (See the instructions for Part III)		Expenses (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others)	
What is the organization's primary exempt purpose? TO FURTHER FIRE TRUCK AND EQUIPMENT SAFETY			
Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title			
28 15 Board meetings, 2 membership meetings, 2 technical committee meetings held in 2009 for joint education of fire truck and equipment manufacturers and end users (Grants \$ 0) If this amount includes foreign grants, check here . . . <input type="checkbox"/>	28a	0	
29 Published 3 newsletters to educate fire truck and equipment manufacturers and users (Grants \$ 0) If this amount includes foreign grants, check here . . . <input type="checkbox"/>	29a	0	
30 Conducted member surveys and provided statistical data to members (Grants \$ 0) If this amount includes foreign grants, check here . . . <input type="checkbox"/>	30a	0	
31 Other program services (attach schedule) (Grants \$) If this amount includes foreign grants, check here . . . <input type="checkbox"/>	31a		
32 Total program service expenses (add lines 28a through 31a)	32		

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated (See the instructions for Part IV)				
(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances

Part V Other Information (Note the statement requirements in the instructions for Part V.)		Yes	No		
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	33	No		
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes 	34	Yes		
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T				
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033 (e) notice, reporting, and proxy tax requirements?	35a	No		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	35b			
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N	36	No		
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions  <table><tr><td>37a</td><td>0</td></tr></table>	37a	0		
37a	0				
b	Did the organization file Form 1120-POL for this year?	37b			
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return? . . .	38a	No		
b	If "Yes," complete Schedule L, Part II and enter the total amount involved .	38b			
39	Section 501(c)(7) organizations. Enter				
a	Initiation fees and capital contributions included on line 9	39a			
b	Gross receipts, included on line 9, for public use of club facilities	39b			
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911  , section 4912  , section 4955 				
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	40b			
c	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . . 				
d	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax on line 40c reimbursed by the organization 				
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T	40e	No		
41	List the states with which a copy of this return is filed 				
42a	The organization's books are in care of  KAREN BURNHAM Telephone no  (781) 334-2911 29 STILLMAN ROAD Located at  LYNNFIELD, MA ZIP + 4  01940				
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country  See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .	42b	No		
c	At any time during the calendar year, did the organization maintain an office outside of the U S ? If "Yes," enter the name of the foreign country 	42c	No		
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 —Check here  and enter the amount of tax-exempt interest received or accrued during the tax year  <table><tr><td>43</td><td></td></tr></table>	43			
43					
44	Did the organization maintain any donor advised funds? <i>If "Yes", Form 990 must be completed instead of Form 990-EZ.</i>	44	No		
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? <i>If "Yes", Form 990 must be completed instead of Form 990-EZ.</i>	45	No		

Part VI

Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.
All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

46	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	Yes	No
47	Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		
48	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		
49a	Did the organization make any transfers to an exempt non-charitable related organization?		
49b	If "Yes," was the related organization a section 527 organization?		

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None "

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances

50(f) Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None "

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation

51(d) Total number of other independent contractors each receiving over \$100,000

Please Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.				
	Signature of officer		Date		
Paid Preparer's Use Only	Preparer's signature		Date	Check if self-employed	Preparer's identifying number (See instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4		EIN		Phone no
May the IRS discuss this return with the preparer shown above? See instructions					

Additional Data

Software ID:

Software Version:

EIN: 52-1683355

Name: FIRE APPARATUS MANUFACTURERS ASSOCIATION INC

Form 990EZ, Part IV - List of Officers, Directors, Trustees, and Key Employees

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
John E Sztykiel PO Box 397 Lynnfield, MA 019400397	President 2 00	0	0	0
Peter Darley pO Box 397 lynnfield, MA 019400397	vice president 1 00	0	0	0
GRADY NORTH pO Box 397 lynnfield, MA 019400397	Treasurer 1 00	0	0	0
GREG KOZEY pO Box 397 lynnfield, MA 019400397	Secretary 1 00	0	0	0
Gerald J Halpin III pO Box 397 lynnfield, MA 019400397	PAST PRESIDENT/board member 1 00	0	0	0
Pat Hester pO Box 397 lynnfield, MA 019400397	board member 1 00	0	0	0
JOHN POLKA pO Box 397 lynnfield, MA 019400397	board member 1 00	0	0	0
BRUCE WHITEHOUSE PO Box 397 Lynnfield, MA 019400397	Board member 1 00	0	0	0

TY 2009 Grants and Similar Amounts Paid Schedule**Name:** FIRE APPARATUS MANUFACTURERS ASSOCIATION INC**EIN:** 52-1683355

Item No.	1
Class of Activity	Scholarship
Donee's Name	Oklahoma State Universtiy Foundation
Donee's Address	499 Cordell South Stillwater, OK 74078
Amount (FMV)	3,000
Purpose of Payment to Affiliate	
Relationship	none
Description	
Book Value	
How BV Determined	
How FMV Determined	
Date of Gift	2009-08

Item No.	2
Class of Activity	Donation for Intern Program
Donee's Name	Congressional Fire Services Institute
Donee's Address	900 Second St NW Suite 303 Washington, DC 20002
Amount (FMV)	5,000
Purpose of Payment to Affiliate	
Relationship	none
Description	
Book Value	
How BV Determined	
How FMV Determined	
Date of Gift	2009-11

Item No.	3
Class of Activity	Donation
Donee's Name	National Fallen Firefighters Foundation
Donee's Address	2151 Priest Bridge Drive Suite 25 Crofton, MD 21114
Amount (FMV)	2,500
Purpose of Payment to Affiliate	
Relationship	None
Description	
Book Value	
How BV Determined	
How FMV Determined	
Date of Gift	2009-11

Item No.	4
Class of Activity	Donation-Memorial
Donee's Name	VISITING NURSE SERVICES OF MICHIGAN
Donee's Address	1515 CAL DRIVE DAVISON, MI 48423
Amount (FMV)	50
Purpose of Payment to Affiliate	
Relationship	none
Description	
Book Value	
How BV Determined	
How FMV Determined	
Date of Gift	2009-03

TY 2009 Other Expenses Schedule

Name: FIRE APPARATUS MANUFACTURERS ASSOCIATION INC

EIN: 52-1683355

Description	Amount
Conferences and Conv	142,191
Travel	6,253
Insurance	3,840
Surveys	5,064
Public Affairs	35,391
Web Site and Technology	4,987
Miscellaneous	207
Dues and Fees	2,884
Office	9,029

TY 2009 Other Revenues Schedule

Name: FIRE APPARATUS MANUFACTURERS ASSOCIATION INC

EIN: 52-1683355

Description	Amount
Other income	705

**TY 2009 Transfers Personal Benefits
Contracts Declaration**

Name: FIRE APPARATUS MANUFACTURERS ASSOCIATION INC

EIN: 52-1683355

Declaration: The organization did not, during the year, receive any funds, directly,or indirectly, to pay premiums on a personal benefit contract.The organization, did not, during the year, pay any premiums, directly,or indirectly, on a personal benefit contract.

Fire Apparatus Manufacturers Association, Inc.

EIN: 52-1683355

For the Tax Year Ended 12/31/2009

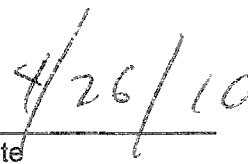
Form 990-EZ, Part V, Line 34

Statement 5

The following Bylaws of Fire Apparatus Manufacturers Association, Inc. are complete and accurate copies of the original documents.



Signature of officer



Date

FIRE APPARATUS MANUFACTURERS' ASSOCIATION

----- BYLAWS -----

Amended: 9 October 2009

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**BYLAWS OF THE
FIRE APPARATUS MANUFACTURERS' ASSOCIATION**

SECTION 1. NAME

The name of this organization shall be the **Fire Apparatus Manufacturers' Association ("FAMA")**.

SECTION 2. MISSION

The mission of **FAMA** shall be

2 1 To operate as a business league, as the term is used in Section 501(c) (6) of the Internal Revenue Code of 1954, as amended, for the improvement of business conditions in the fire apparatus and equipment industry,

2 2 To advance and protect the business interests of the fire apparatus and equipment industry,

2 3 To assist in the establishment of safety standards, programs and objectives related to the safe operation of fire apparatus and equipment,

2 4 To assist in the development of such information, data, nomenclature and standards as is permitted by law relating to the manufacturing of fire apparatus and equipment to promote higher standards for industry products,

2 5 To promote the working relationships between the fire apparatus and equipment industry and

2 5 1 end users of fire apparatus and equipment,

2 5 2 chassis manufacturers,

2 5 3 component and accessory suppliers to the fire apparatus and equipment industry,

2 5 4 legislative and regulatory organizations

2 6 To keep members apprised of all pertinent regulatory, economic, technological and other developments that affect the fire apparatus and equipment industry,

2 7 To promote the common interests of fire apparatus and equipment manufacturers in the development and sale of safe and efficient products,

2 8 To promote reforms in the law to achieve these objectives,

2 9 To engage in any lawful activity consistent with the foregoing for which corporations may be organized under the Non-stock Corporation Act of the Commonwealth of Virginia

2 10 Disclaimer of For-Profit Purpose This organization is not organized for the pecuniary profit of its directors, officers or members, nor may it issue stock or declare or distribute dividends, and no part of its net income shall inure to the benefit of any director, officer or member, and any balance of money or assets remaining after the full payment of corporate obligations of all and any kinds shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations or non-profit trade associations or business leagues, to be selected by the Board of Directors

SECTION 3. MEMBERSHIP

3 1 Classes of Membership **FAMA** shall have one class of members

3 2 Qualifications Membership in **FAMA** shall be open to those otherwise qualified business entities that, during the preceding 12 month period, using its own employees at its facilities located in the United States or Canada, have manufactured for commercial resale any of the following products (A) fire fighting or fire protection apparatus, including rescue (Special Service) vehicles that could complement said apparatus, (B) components or products which are later incorporated by the fire apparatus manufacturer as a permanent part of the completed fire apparatus, or (C) products specifically designed for fire service applications that are affixed to, or carried upon, the fire apparatus for use in conjunction with the fire apparatus in performing its fire fighting function. Examples of such products would include, without limitation, chassis, fire pumps, fire hoses, hose reels, ladders, aerial devices, apparatus valves and other water control appliances. For purposes of this section, the term "manufacture" means the construction or fabrication of a qualifying product from raw materials, or the assembly of a qualifying product using parts, components or sub-assemblies that are supplied by others.

3 3 Applications for Membership A membership committee established pursuant to these Bylaws shall review all applications for membership and submit the names of qualified applicants to the Board of Directors for approval or disapproval. Approval shall be by a majority vote of the Board. The membership committee chair shall advise the applicant and the membership of the decision. Membership shall not commence until receipt of all applicable dues, assessments or other obligations.

3 4 Suspension, Expulsion For good cause (including but not limited to a violation of these Bylaws or for conduct prejudicial to **FAMA**), as determined and recommended by the Board of Directors, a member may be suspended for a period or expelled. Suspension or expulsion, for reasons other than failure to pay dues or assessments or to meet the criteria for membership, shall be by a two-thirds vote of the membership at a meeting at which a quorum is present, provided that a statement of the charges shall have been mailed by registered mail to the member under charges at his last recorded address at least fifteen (15) days before final action is taken thereon, this statement shall be accompanied by a notice of the time when and place where the membership is to take action on the suspension or expulsion. The member shall be given an opportunity to present a defense at the time and place mentioned in such notice. Failure to pay dues or assessments or to meet the criteria for membership shall be presumed to be adequate reason for expulsion and shall not require advance notice to the member, a vote of the membership or an opportunity to present a defense. Any member company expelled for reasons other than failure to pay dues or assessments or to meet the criteria for membership may re-apply for membership after a period of twelve months from the effective date of the expulsion.

3 5 Release of Rights Upon Termination Termination of membership in **FAMA** for any reason whatsoever, including resignation, suspension, expiration of membership or expulsion, shall operate as a release of all the terminating member's right, title, equity and interest in the property and other assets of **FAMA**, including any and all dues paid by that member.

3 6 Non-Discrimination Policy It is **FAMA** policy that all programs and activities for the Association be conducted without discrimination against any person on the basis of gender, race, religious affiliation, sexual orientation, age, color, marital status, national origin, physical or mental disability, veteran's status, or any other legally recognized basis. All **FAMA** members, member representatives and guests are required to act in strict compliance with this non-discrimination policy in connection with any **FAMA** related program or activity.

SECTION 4. DUES AND ASSESSMENTS

4 1 Generally **FAMA** may, by resolution adopted by a majority vote of its members, establish such dues and provide for such assessments on such terms as it may from time to time consider necessary or desirable. Dues and assessments shall be billed to each member and shall be paid to the Treasurer.

4 2 Default Any member who fails to pay dues or an assessment within thirty (30) days after such dues or assessment become due shall be notified in writing by the Secretary of such delinquency and shall be suspended automatically from **FAMA** activities, including but not limited to general membership and committee

meetings, until the delinquency has been cured. If such dues or assessments are not paid within thirty (30) days after the effective date of the suspension (60 days after original due date), the suspended member's membership shall expire automatically and the company may not rejoin except upon compliance with Section 4.4.

4.3 Refunds A member whose membership in **FAMA** is terminated for any reason (including but not limited to resignation, suspension, expiration of membership or expulsion) shall not be entitled to a refund of any amounts paid as dues or assessments and shall not be relieved of any obligation to pay its share of debts or liabilities incurred by **FAMA** at the time of such termination.

4.4 Reinstatement A member who resigns in good standing (which is herein defined as current in all dues, assessments and any other applicable obligations to **FAMA**) may rejoin **FAMA** by payment of current dues for the fiscal year in which it rejoins **FAMA**. A member who is removed from **FAMA** for non-payment of dues or assessments shall not be reinstated until (i) it has paid all delinquent dues or assessments, as well as current dues for the fiscal year of such reinstatement, and (ii) an application for membership is re-submitted and approved in accordance with these Bylaws.

SECTION 5. MEETINGS

5.1 General Membership Meetings There shall be two general membership meetings of **FAMA** in each fiscal year to be held at such time and place as determined by the Board of Directors. One of these meetings shall be held in the spring and shall be designated as the "Spring" meeting, the other shall be held in the fall and shall be designated as the "Fall" meeting.

5.1.1 Attendance at General Membership Meetings Attendance at General Membership meetings shall be limited to members of the staff of companies in good standing at the time of the meeting and guests approved by the President pursuant to Section 5.1.2 and honorary members in accordance with Section 5.1.3 of these Bylaws. A member of the staff shall be defined as any full-time employee on the payroll and receiving benefits directly from the member company. If a corporation that has multiple independent subsidiaries, companies, divisions, or partnerships chooses to have a single membership, it is entitled to send only members of the staff of the member company to the meetings. It may not send members of the staff of the other related or affiliated companies or corporations without prior approval of the Board per Section 5.1.2 of these Bylaws.

5.1.2 Guests at General Membership Meetings Guests may be permitted to attend General Membership meetings only at the discretion of

the President. Member companies may invite guests only with approval of the President. Any member company in good standing may request the President's approval for no more than two guests to attend a General Membership meeting by submitting a written request to the President of **FAMA** no less than thirty (30) days prior to the scheduled meeting date. Guest(s) of member companies must have a clearly defined business relationship with the member company. Consultants under contract with the member company or officials from affiliated corporations of the member company may attend only as guests, and may not vote on behalf of the member company. The President will respond within seven (7) days and may determine if the guests can attend all business and social functions or whether guests attending will be limited to social functions only. The President will provide the requesting company with a written response indicating approval or disapproval for the guest(s) to attend. All decisions of the President will be final.

5.1.3 Honorary Membership Honorary membership may be bestowed by a majority vote of the Board of Directors to retired or other individuals who are no longer eligible for participation as a full-time staff member of a FAMA member company in accordance with Section 5.1.1 of the bylaws, have served as an employee of a **FAMA** member company, and have made a significant contribution to **FAMA**. Nomination to become an honorary member must be made by a member company in good standing and submitted in writing to the Vice President of **FAMA** thirty (30) days prior to a regularly scheduled meeting of the Board of Directors. As honorary members, all annual membership dues and assessments shall be waived, with the exception of meeting fees which shall be paid in full prior to the meeting. An honorary member may petition the Board to reduce the meeting fee prior to the meeting for his/her attendance only, but must pay the full meeting fee for any guests. Honorary members shall be entitled to attend and participate in general discussions at all general membership and committee meetings with the exception of Executive committee and Nominating committee meetings in accordance with Section 8.6, but may not be committee members or vote at any meeting. Honorary membership is a lifetime privilege, however at any time and for any reason, the privilege of honorary membership may be suspended or revoked as to any honorary member upon a majority vote of the Board of Directors. In the event that any honorary member resumes the status of a full time employee of a **FAMA** member company in good standing, such individual's honorary membership shall be automatically suspended until the affected individual formally advises the Board that he/she again meets the eligibility criteria for honorary membership. A majority vote of the Board of Directors is required to reinstate honorary membership following any period of suspension or revocation.

5.2 Special Meetings Special meetings of the general membership to consider a specific subject may be called by the Board of Directors, the Executive Committee or upon the written request of one-third (1/3) of the membership. The President shall determine the date, time and place of all special membership meetings.

5.3 Notice of General and Special Meetings **FAMA** shall give members written, email or fax notice of the date, time and place of each general and special membership meeting by mailing to the last recorded mail or email address, or fax number, of each member at least fifteen (15) days before the date of a special meeting and thirty (30) days before the date of a general membership meeting, except that notice of a meeting to act on an amendment of the Articles of Incorporation, a plan of merger, a proposed sale of assets or the dissolution of the organization shall be given not less than twenty-five (25) nor more than sixty (60) days before the meeting. Notice of a special meeting shall state the purpose for which the meeting is called. Where practicable, notice of a general meeting shall briefly describe all items of business to be conducted at the meeting.

5.4 Quorum The presence in person of thirty-three and one-third percent (33-1/3%) of the members in good standing shall be necessary to constitute a quorum for the transaction of business. If a member company is not present at a particular meeting and it is the second meeting in a row that member company is not present, that company will automatically be removed from the ranks of members required to establish a meeting quorum at that particular meeting. Such a company shall be counted as a member for quorum purposes at subsequent meetings it attends so long as it is otherwise a member in good standing.

5.5 Voting Each member in good standing shall have one vote. Any member that is a corporation or partnership may be represented at any meeting by any member(s) of its staff designated by it for that purpose, but each such member company shall be entitled to cast only one vote. Unless otherwise required by law or these Bylaws, any action taken by the membership shall be decided by majority vote of the members present at a meeting at which a quorum is present. Members may not vote by proxy.

5.6 Order of Business The order of business shall be as follows unless otherwise determined by the President:

- (a) Calling of the roll
- (b) Proof of notice of meeting or waiver of notice
- (c) Reading of the minutes
- (d) Receiving communications
- (e) Election of officers and new members

- (f) Reports of officers
- (g) Reports of committees
- (h) Unfinished business
- (i) New business

The rules of procedure at meetings shall be according to *Robert's Rules of Order*.

5 7 Action Without Meeting Any action required or permitted by law, the Articles of Incorporation or these Bylaws to be taken at a meeting of the membership may be taken without a meeting and without action by the Board of Directors if the action is taken by all of the members entitled to vote on the action

5 8 Meeting By Telephone or Other Electronic Means The Board of Directors, or any committee designated by the President, may participate in a meeting by means of a conference telephone or similar communications equipment such that all persons participating in the meeting can communicate with each other. Participation in a meeting pursuant to this Bylaw shall constitute presence in person at the meeting

SECTION 6. DIRECTORS

6 1 Composition The property, affairs, activities and concerns of **FAMA** shall be vested in a Board of Directors, which, for any given fiscal year, shall consist of elected officers, the immediate Past-President, and two (2) members-at-large elected by the membership in a secret ballot at the Fall meeting, waivable by the membership present and voting if the officers and directors nominated by the nominating committee are running unopposed. To be eligible for election, a person must be a member of the staff of a member company in good standing. Only one individual may serve on the Board from any member company or any grouping of companies that are related or affiliated with one another through common management or ownership. The members of the Board shall enter upon the performance of their duties on the first day of the first January after the Fall meeting and shall continue in office until their successors shall be duly elected and qualified

6 2 Election of Directors and Term One of the two positions for the Directors that are members-at-large shall be nominated by the Nominating Committee and elected by a majority vote of the membership at the Fall meeting each year. In the event that no single nominee receives a majority vote, the two nominees with the most votes shall be subject to a run-off election to determine the winner by majority vote. In the event of any tie votes where resolution of the tie is necessary, the Secretary shall toss a coin to determine the winner. Each Director who is a member-at-large shall serve a two (2) year term beginning on

the first day of the first January after the Fall meeting at which they were elected Each Director who is a member-at-large shall be limited to serving one full consecutive two-year term on the Board It shall be the intention of the membership to elect a representative of a truck manufacturer who is a member in good standing as a Director (member-at-large) on alternate years

6 3 Duties of the Board The Board of Directors will be responsible for (1) pursuing the objectives of **FAMA**, (2) carrying out the instructions of the membership, (3) authorizing agents to act on behalf of **FAMA**, (4) hiring staff to whom official duties may be delegated, and (5) devising and carrying into execution such other measures as it deems proper and expedient to promote the objectives of **FAMA** and to best protect the interests and welfare of the members

6 4 Meetings of the Board The Board of Directors will meet at least two (2) times per year, one meeting of which will be in conjunction with the Fall membership meeting Notice of meetings shall be mailed, faxed or sent by email to the last recorded address or fax number of each Board member at least seven (7) days before the time appointed for the meeting Special meetings may be held at the call of four (4) members of the Board Five (5) days' notice shall be required for such special meetings Attendance and discussion at all Board meetings shall be limited to members of the Board and other representatives of FAMA member companies in good standing at the time of the meeting The Board, at its sole discretion, reserves the right to exclude non-Board members from the meeting in order to have a closed discussion or session

6 5 Quorum A majority of the Board of Directors shall constitute a quorum for the transaction of business Unless otherwise required by law or these Bylaws, any action taken by the Board shall be decided by a majority of the Board members present at a meeting at which a quorum is present

6 6 Action Without Meeting Action required or permitted by law to be taken at a Board of Directors' meeting may be taken without a meeting if the action is taken by all members of the Board

6 7 Vacancies Whenever any vacancy occurs on the Board of Directors by death, resignation, or otherwise, a replacement member shall be selected without undue delay by a majority vote of the remaining members of the Board present and voting at its regular meeting or at a special meeting called for that purpose Should the vacancy be created by the voluntary or involuntary termination of employment from the member company the Board Member was employed by at the time of election to the Board, the Board Member shall have a grace period of up to ninety (90) days within which to obtain employment with a FAMA member company in good standing If the vacancy to be filled is for an officer of the association, the replacement member shall be selected per Section 7 4 of these Bylaws If the vacancy to be filled is for a Member-At-Large, the replacement member selected shall be a member of the staff of a member

company in good standing and shall serve out the balance of the unexpired term. If the vacancy to be filled is for the position of Past President, the replacement member shall be the most recent Past President not currently on the Board who is available and willing to serve, and who is on the staff of a member company in good standing. The replacement member in a Past President position shall serve out the balance of the unexpired term.

6.8 Removal of Directors Any one or more of the directors may be removed either with or without cause, at any time, by a vote of two-thirds of the general membership present at its regular meeting or at a special meeting called for that purpose, a quorum being present.

SECTION 7. OFFICERS

7.1 Generally The officers of **FAMA** shall consist of a President, Vice President, Treasurer and a Secretary.

7.2 Method of Election The officers shall be nominated by the Nominating Committee in accordance with these Bylaws and elected by majority vote of the membership present and voting at the Fall meeting. In the event there are more than two nominees for an officer's position and no one nominee receives a majority vote, the two nominees with the most votes shall be subject to a "run-off" election to determine the winner by a majority vote. In the event of any tie votes where resolution of the tie is necessary, the Secretary shall toss a coin to determine the winner. Each officer shall serve a one (1) year term beginning on the first day of the first January after the Fall meeting. It shall be the objective of the membership to elect a representative of a truck manufacturer who is a member in good standing as Secretary on alternate years.

7.3 Duties The duties and powers of the officers of **FAMA** shall be as follows:

7.3.1 President The President shall preside at the General Membership meetings and at the Board of Directors' meetings, and shall chair the Executive Committee meetings. The President shall be a member ex officio, with right to vote, of all committees except the Nominating Committee. The President shall be responsible for assuring that all actions of **FAMA** are in conformity with these Bylaws. The President may establish such committees and working groups as he may deem appropriate and appoint such members to each as he may deem appropriate. The President shall appoint committee Chairs and approve the Chair's recommendation for membership to that committee. The President shall maintain a current copy of the Mission Statement for each committee and provide a roster of the current membership of each committee to the membership. The President shall represent **FAMA** wherever and whenever necessary for the purpose of advancing the

objectives of **FAMA**. During the President's term of office, the President may designate any employee of a member company to serve as the FAMA-designated representative to any non-FAMA affiliated organization or at any meeting or function sponsored by a non-FAMA organization

7 3 2 Vice President The Vice President shall assist the President. In the case of the absence of the President or his inability to act, the Vice President shall perform the duties of the President. The Vice President shall coordinate the Spring meeting and the Fall meeting

7 3 3 Treasurer The Treasurer shall be responsible for the fiscal affairs of **FAMA** and shall present a quarterly statement of **FAMA's** financial condition to the Secretary, shall authorize all expenditures of **FAMA's** funds, shall be responsible, with the President, for preparing **FAMA's** budget and making recommendations as to the need for and the amount of dues or assessments for **FAMA** activities or membership, shall within ninety (90) days after the close of each fiscal year, prepare and provide to the President and the Secretary an annual report on **FAMA's** fiscal affairs in the preceding year

7 3 4 Secretary The Secretary shall be the administrative officer of **FAMA**, serve as Secretary of the Board of Directors, give notice of all General Membership, Executive Committee and Board of Directors Meetings and keep a record of the activities, take, prepare and submit to the President for approval the minutes of all such meetings, publish all such minutes as appropriate, conduct all correspondence and carry into execution all orders, votes and resolutions not otherwise committed, maintain a current list of the members of **FAMA**, notify the officers and members of the outcomes of **FAMA** elections, and shall be designated as the keeper of **FAMA's** seal

7 3 5 Administrative Assistant The position of an Administrative Assistant shall be defined and filled by a majority vote of the Board of Directors present and voting at a meeting with a quorum. The Administrative Assistant shall report to the President and shall have duties as directed by the Board to include, but not be limited to the following: assisting the Secretary by taking minutes at meetings, compiling the **FAMA** Flyer, and other tasks as assigned by the President. This position shall be compensated for time and expenses as directed by the Board. The Administrative Assistant shall not be a member of the Board and shall have no voting or discussion rights at meetings beyond providing information as requested

7 4 Vacancies

All vacancies in any office shall be filled by the Board of Directors without undue delay at its regular meeting or at a meeting specially called for that purpose. Any

person appointed to fulfill an officer's term vacated on the Board of Directors shall only be appointed for the balance of the vacated term and shall not become part of the automatic succession of officers in Section 8 2 However, if the vacancy is created by the voluntary or involuntary termination of employment from the member company the Officer was employed by at the time of election to the Board, the Officer shall have a grace period of ninety (90) days within which to obtain employment with a FAMA member company in good standing

7 4 1 Presidential Vacancy If the office of President should be vacated for any reason, the Vice President shall assume the position of President and serve out the balance of the former President's term At the completion of that term, the former Vice President will continue as President and serve the next full year term as President The vacated Vice President's position shall be filled in accordance with Section 7 4 2 If the former Vice President is unable to complete the vacated President's term, the Past President chosen to serve out the vacated Vice President's term shall become President for the balance of the original term For the following year in which the former Vice President was to serve his/her scheduled full term as President, the Board of Directors shall, at a regular or special meeting called for that purpose, select a Past President to be the President for the full year's term based on a majority vote, a quorum being present

7 4 2 Vacancies of the Office of Vice President, Treasurer or Secretary If any of the offices of Vice President, Treasurer or Secretary should be vacated for any reason whatsoever, a Past President of **FAMA** who is not currently serving on the Board of Directors shall be selected by a majority vote of the Board of Directors present and voting to serve out the vacated term The Past President so chosen will become a member of the Board of Directors in accordance with Section 6 7 of these Bylaws At the next meeting in which elections are to be held, two nominees will be elected, one to serve as *Treasurer* and one to serve as *Secretary* to fill the vacated position and the temporary position being held by the Past President These two nominees will then follow the succession procedure per Section 8 2 of these Bylaws

7 5 Removal of Officers Any one or more of the officers may be removed either with or without cause, at any time, by a vote of two-thirds of the general membership present at its regular meeting or at any special meeting called for that purpose, a quorum being present

SECTION 8. COMMITTEES

8 1 Executive Committee The Executive Committee shall consist of the President, Vice President, Treasurer, the Secretary, and the immediate Past

President The Executive Committee may act on behalf of **FAMA** in any matter when the Board of Directors is not in session, reporting to the Board of Directors for ratification of their action at each regular or special meeting called for that purpose Three members shall constitute a quorum for the transaction of business Unless otherwise required by law or these Bylaws, any action taken by the Executive Committee shall be decided by majority vote of the Committee members present at a meeting at which a quorum is present An Executive Committee meeting may be called by a majority of that Committee

8 1 1 Procedure Meetings The Executive Committee may fix its own rules of procedure and shall meet at such times and at such places as may be provided by such rules or as the members of the Executive Committee shall provide The Executive Committee shall keep regular minutes of its meetings and deliver such minutes to the Board of Directors

8 1 2 Action Without Meeting Action required or permitted by law to be taken at a meeting of the Executive Committee may be taken without a meeting if the action is taken by all of the members of that Committee

8 2 Nominating Committee At the Spring meeting, the President shall appoint a Nominating Committee consisting of three members in good standing, whose duty it shall be to nominate candidates for officers and directors to be elected at the fall General Membership meeting The Nominating Committee shall nominate the Secretary to become Treasurer, the Treasurer to become Vice President, and the Vice President to become President, and the President to become the Past President member of the Board If it should be determined by a majority vote of the Nominating Committee that any such automatic succession nomination would not be in the best interests of **FAMA**, such shall be communicated to the President, who will advise the Board at a special Board meeting called for that purpose The Board will determine whether or not it will endorse the Nominating Committee's recommendation by a majority vote Regardless of the Board's decision, the general membership will be advised of the Nominating Committee's recommendation and the Board's position at the time of the notification of the candidates nominated for election In addition, the Committee will nominate one or more member(s) in good standing to become one of the two Directors who are members-at-large and one or more member(s) in good standing to become the Secretary In the event a vacancy occurred in the prior term for any of the officer's positions, the positions of Treasurer and Secretary must be nominated and filled in accordance with Section 7 4 2 In the event a vacancy occurred in the prior term for a Director at Large position, the position would be filled in accordance with Section 6 7 of these Bylaws The Nominating Committee shall notify the Board of Directors of the proposed candidates for nomination at least ninety (90) days before the date of the Fall General Membership Meeting The Board of Directors will review and consider the proposed candidates for nomination and advise the Nominating Committee Chairperson of their considerations within thirty (30) days After reviewing the

Board of Directors considerations, the Nominating Committee shall notify the Secretary in writing, at least forty-five (45) days before the date of the Fall General Membership meeting of the names of such candidates. The Secretary shall cause a copy of the proposed slate of nominees to be mailed, emailed or faxed to the last recorded mail or email address or fax number, of each member at least thirty (30) days prior to the fall General Membership meeting.

8.3 Standing Committees The President may, at any time, appoint such other committees as he deems necessary to further the purposes of **FAMA** and shall designate the chairman of each such committee. A committee appointment shall be for a term of one (1) year beginning on the first day of the first January after the Fall meeting.

- 8.3.1 Standing Committees shall be**
- Bylaws Committee
 - Education Committee
 - Governmental Affairs Committee
 - Internet
 - Long Range Plan Committee
 - Marketing Committee
 - Meeting Planning Committee
 - Membership Committee
 - Statistics Committee
 - Technical Committee
 - Trade Shows

- 8.3.2 Attendance at Standing Committee Meetings** Attendance with voting rights at Standing committee meetings shall be limited to members of the staff of member companies in good standing at the time of the meeting who have been appointed to the committee. Only such appointed committee members shall be permitted to vote on all issues with one vote allowed per member company. Any other member of the staff of member companies in good standing at the time of the meeting may attend any standing committee meeting and participate in the discussions, with the exception of the Executive and Nominating committees pursuant to Section 8.6, but may not vote. Guests may attend meetings as non-voting observers upon first obtaining approval of the President prior to the meeting. Only committee members may attend the Executive and the Nominating committee meetings pursuant to Section 8.6.

8.4 Quorum Twenty-five percent (25%) of any committee shall constitute a quorum for the transaction of business. If a member company is not present at a particular meeting and it is the second meeting in a row that member company is not present, that company will automatically be removed from the ranks of

members required to establish a meeting quorum at that particular meeting. Such a company shall be counted as a member for quorum purposes at subsequent meetings it attends so long as it is a member in good standing.

8.5 Vacancies, Change or Discharge The President shall have the power at any time to fill vacancies in, to change the membership of, and to discharge any committee.

8.6 Attendance at Executive and Nominating Committee Meetings Attendance at all Executive committee and Nominating committee meetings shall be limited to those appointed to the committee whose companies are members in good standing at the time of the meeting, and other individuals whose presence is requested by the committee. No other members or guests are permitted at meetings of the Executive committee or the Nominating committee.

SECTION 9. LIMITATIONS ON LIABILITY OF DIRECTORS AND OFFICERS

In any proceeding brought against an officer or director of **FAMA** by or in the right of **FAMA** or its members or otherwise, such officer or director shall have no liability for damages.

SECTION 10. INDEMNIFICATION OF CERTAIN PERSONS

10.1 Power to Indemnify **FAMA** shall have the power to indemnify any person who was or is a director or officer of **FAMA** and who was or is a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director or officer of **FAMA** against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding unless he engaged in willful misconduct or a knowing violation of the criminal law. **FAMA** may not, however, indemnify any such person in connection with any proceeding by or in the right of **FAMA** in which he was adjudged liable to **FAMA** or in connection with any other proceeding in which he was adjudged liable on the basis that personal benefit was improperly received by him.

10.2 Mandatory Indemnification To the extent that any person specified in Section 10.1 has been successful on the merits or otherwise in the defense of any such action, suit or proceeding, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith.

10 3 Determination of Indemnification Any indemnification under Section 10 1, and as to which Section 10 2 is inapplicable (unless ordered by a court), shall be made by **FAMA** only as authorized in the specific case in accordance with Virginia law

10 4 Advances **FAMA** may pay for or reimburse the reasonable expenses incurred by any applicant for indemnification who is a party to a proceeding in advance of final disposition of the proceeding or the making of any determination under Section 10 1 if the applicant furnishes to **FAMA**

- (i) a written statement of his good faith belief that he has met the standard of conduct described in Section 10 1, and
- (ii) a written undertaking, executed personally or on his behalf, to repay the advance if it is ultimately determined that he did not meet such standard of conduct

10 5 Indemnification of Others The Board of Directors is empowered, by majority vote of a quorum consisting of disinterested Directors, to cause **FAMA** to indemnify or contract to indemnify any person not specified in Section 10 1 who was, is or may become a party to any proceeding, by reason of the fact that he is or was an employee or agent of **FAMA**, or is or was serving at the request of **FAMA** as director, officer, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, to the same extent as if such person was specified as one to whom indemnification is granted in Section 10 1 The provisions of this Section shall be applicable to any indemnification provided hereafter pursuant to this section

SECTION 11. FISCAL YEAR

The fiscal year shall be the calendar year

SECTION 12. ACCEPTANCE OF BYLAWS

In consideration of the privileges and benefits of **FAMA** membership, each member of **FAMA** agrees to comply with the terms of these Bylaws, as amended from time to time, and pay promptly when due such dues and assessments as may be levied in accordance with these Bylaws Upon joining, each member shall be provided with a copy of the current Bylaws by the Membership Committee and any pending or proposed amendments thereof

SECTION 13. AMENDMENTS TO BYLAWS

These Bylaws may be amended by a two-thirds (2/3) vote of the membership, a quorum being present. Notice of the proposed amendment(s) shall be mailed, emailed or faxed to the last recorded mail or email address, or fax number, of each member at least thirty (30) days before the time appointed for the meeting at which the proposed amendment(s) will be voted upon.

SECTION 14. CORRESPONDENCE, COMMUNICATION & REPRESENTATION

All correspondence, verbal communications, position or policy statements or other written or oral representations which purport to be made on behalf of **FAMA**, or which purport to present any viewpoint or opinion of **FAMA**, shall be strictly prohibited unless approved in advance by the Board of Directors or the Executive Committee. The Board of Directors has exclusive authority to select persons who are authorized to represent **FAMA** and act on its behalf. Except for such individuals who are delegated by the Board, no person may present themselves as a representative of **FAMA**, or purport to act or speak on behalf of the association.

SECTION 15. EMERGENCY BYLAWS

15.1 Applicability, Definition The Emergency Bylaws provided in this Section shall be operative during any emergency, notwithstanding any different provision in these Bylaws, the Articles of Incorporation or the Virginia Nonstock Corporation Act (other than those provisions relating to emergency bylaws). An emergency exists if a quorum of **FAMA's** Board of Directors cannot readily be assembled because of some catastrophic event. To the extent not inconsistent with these Emergency Bylaws, the Bylaws provided in the preceding Sections shall remain in effect during such emergency and upon the termination of such emergency, the Emergency Bylaws shall cease to be operative unless and until another such emergency shall occur.

15.2 Provisions During any such emergency

15.2.1 Any meeting of the Board of Directors may be called by any officer of **FAMA** or by any Director. The notice thereof shall specify the time and place of the meeting. To the extent feasible, notice shall be given in accord with Section 6.4 above, but notice may be given only to such of the Directors as it may be feasible to reach at the time, by such means as may be feasible at the time, including publication or radio, and at a time less than twenty-four hours before the meeting if deemed necessary by the person giving notice. Notice shall be similarly given, to the extent feasible, to the other persons referred to in 15.2.2 below.

15 2 2 At any meeting of the Board of Directors, a quorum shall consist of a majority of the number of Directors fixed by these Bylaws. If the Directors present at any particular meeting shall be fewer than the number required for such quorum, such Directors may designate as Directors for that meeting such other persons present as are necessary to constitute a quorum.

15 2 3 The Board of Directors, during as well as before any such emergency, may provide, and from time to time modify, lines of succession in the event that during such an emergency any or all officers or agents of **FAMA** shall for any reason be rendered incapable of discharging their duties.

15 2 4 The Board of Directors, during as well as before any such emergency may, effective in the emergency, change the principal office or designate several alternative offices, or authorize the officers to do so.

SECTION 16. DISSOLUTION

If **FAMA** should be dissolved, no member will receive any portion of its remaining assets or property; upon dissolution, the balance of any assets or property of **FAMA** which remains after all debits or obligations are paid will be distributed to any other non-profit corporation selected by the Board of Directors which has been determined by the Internal Revenue Service to be exempt from Federal income taxes.