

LOUISIANA ROOFING CONTRACTOR ASSOCIATION  
ORGANIZATIONAL GOVERNANCE

ARTICLE I: NAME & HEADQUARTERS

This shall be a non-profit trade association known as the Louisiana Roofing Contractor Association, hereinafter referred to as "LRCA". The principal place of business shall be the location of the registered agent.

ARTICLE II: PURPOSE

LRCA shall advocate for Louisiana roofing contractors and is dedicated to fostering strong relationships among roofing contractors, vendors and regulators while promoting industry integrity across Louisiana.

ARTICLE III: CONTRACTOR MEMBERSHIP

Any licensed and insured roofing contractor shall be eligible to apply for contractor membership in LRCA. Associate Membership is available for non-contractor roofing industry companies. All membership applications shall be reviewed by the Board of Directors to ensure the association's integrity policy criteria for members are met.

ARTICLE IV: BOARD EXECUTIVE COMMITTEE

Section A: Officers: President, Vice-President, Secretary-Treasurer

1. The President shall:
  - a. Call and preside over the meetings of the membership, the Executive Committee, and the Board,
  - b. Discharge such duties as may be required by these bylaws or as may be delegated by the membership.
2. The Vice-President shall:
  - a. Serve as President, in the event of the President's absence,
  - b. Assist the President with meetings and duties,
  - c. Handle correspondence as directed by the President.
  - d. Serve as President-Elect for the subsequent calendar year.
3. The Secretary-Treasurer shall:
  - a. Account for all receipts and disbursements of LRCA
  - b. Maintain a treasurer's report and meeting minutes,
  - c. Maintain a current mailing list of the members,
  - d. Serve as Vice-President-Elect for the subsequent year.

Section B: Term

1. Officers shall be elected to one year terms, to begin the first day of January, by a majority of the Board members present and voting at the annual meeting of LRCA and may be reelected.
2. The President and Vice-President may not serve more than two consecutive terms in the same office.
3. A candidate for officer must have served at least one term on the Board.

## ARTICLE V: BOARD OF DIRECTORS

### Section A: Directors

1. The Board shall consist of at least five (5) members to include the Executive Committee.

### Section B: Duties

1. The Board shall have the power and duty to develop and act on initiatives to support the purpose of the organization to the best of their abilities.
2. The Board shall approve an annual budget, presented by the Executive Committee, to fulfill the organization's development and its initiatives.

### Section C: Term

1. The Board shall:
  - a. Be elected to one year terms, to begin the first day of January, by a majority of the Board present and voting at the annual meeting of LRCA.
  - b. Be eligible for election after two years of active contractor membership in LRCA,
  - c. Serve no more than two consecutive terms in the same office.
  - d. Not receive any stated salaries for their services.

### Section D: Past Presidents

1. Past Presidents of LRCA may remain on the Board for three subsequent terms and serve on the Advisory Board thereafter.

### Section E: Vacancy

1. In the event of a vacancy on the Board, notwithstanding the provisions of Article V, Section C(1), the Board shall, by majority vote, name a successor to serve the remainder of a board member's term.
2. In the event of a vacancy on the Executive Committee, notwithstanding the provisions of Article IV, Section B(3), the Board may, by majority vote, name a successor to serve the remainder of an officer's term.

## ARTICLE VI: ADVISORY BOARD

The Board may nominate and affirm industry and regulatory advisors. These advisors will serve without stated salaries and without a Board vote.

## ARTICLE VII: MEETINGS

Meetings of the membership, the Executive Committee, and the Board shall be held at the call of the President. A quorum at any meeting shall consist of the members present.

## ARTICLE VIII: INTEGRITY POLICY: REMOVALS

### Section A: Member Integrity Policy

1. LRCA Members shall remain in good regulatory standings with the Louisiana State Licensing Board.
2. LRCA Members shall remain in good financial standings with material distributors.
3. LRCA Members must follow all state and local laws applicable to the industry in Louisiana.
4. LRCA members shall support the mission and purpose of the association to the best of their abilities.

#### Section B: Removal

1. Any member to be found in violation of the LRCA Integrity Policy may be removed from the LRCA until such time corrective action is shown.
2. Any applicant for membership, found in conflict with the LRCA Integrity Policy, may be denied membership until such time corrective action is shown.

### ARTICLE IX: ELECTIONS

#### Section A: Nominating Committee

1. The President shall appoint a nominating committee of three to seven current members, including a past President of LRCA who will serve as Committee Chair.
2. The Nominating Committee will provide, to the President at least thirty (30) days prior to the annual meeting, a list of candidates for Board positions.

#### Section B: Nominations

1. The membership will be informed of the Nominating Committee's report by the President at the annual meeting, however, nominations will be accepted from the floor.
2. Election(s) will be determined by a majority vote of Board members present and voting.

### ARTICLE X: DUES AND SPONSORSHIPS

Annual membership dues and sponsor participation will be set and approved by the Board.

### ARTICLE XI: AMENDMENTS

#### Section A: Board Authority

1. The Board shall have the authority to adopt and amend these governance procedures, at a meeting called by the President, by a two-thirds majority vote of Board members present and voting.

#### Section B: Annual Meeting

1. These governance procedures may be amended at the annual meeting of LRCA by a majority of members present and voting. Notice of proposed amendments must be provided to the Secretary-Treasurer no less than thirty (30) days prior to the meeting.

#### Section C: Adoption

1. These policies were duly amended and adopted at a meeting of the Board of Directors held in Baton Rouge, Louisiana December 17, 2025.