

Federation of Enterprise Architecture Professional Organizations Bylaws – Final draft of June 2011

Definitions:

FEAPO – abbreviation for Federation of Enterprise Architecture Professional Organizations

Professional organization – organization meeting the qualifications of Article II Section 2.01(a) for FEAPO Member Organizations or 2.02(a) for FEAPO Affiliate Organizations

FMO – abbreviation for FEAPO Member Organization

Delegate – official representative of a FMO

FAO – abbreviation for FEAPO Affiliate Organization

Agent – official representative of a FAO

Correspondence Official – FMO or FAO designated official to whom FEAPO notifications are sent and from whom notifications are received

Contribution – act of giving something of value or usefulness to the common purpose of FEAPO

Council of Delegates – membership body comprising all FMO Delegates

Council – abbreviation for Council of Delegates

Board of Directors – selected group of Delegates responsible for FEAPO governance

Board – abbreviation for Board of Directors

Working Group – Delegates, Agents, and other participants charged with preparing a product or report

Question – a motion for action addressed by a vote

Super-majority – affirmative vote by two-thirds of registered FMO Delegates

Consensus – affirmative vote by three-fourths of a quorum

Resolution – simple majority vote of a quorum

Virtual meeting – attendance at a scheduled FEAPO event by electronic communications

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Article I. Name and Purpose

- Section 1.01 These Bylaws support operation of the Federation of Enterprise Architecture Professional Organizations, FEAPO.
- Section 1.02 FEAPO provides a mechanism to facilitate collaboration and coordination of activities among Enterprise Architecture related professional organizations, to work toward a better integrated community and “one face” for the advancement of the practice and profession of Enterprise Architecture.
- Section 1.03 The principle address of FEAPO is: FEAPO
c/o Brian H. Cameron
College of Information Sciences and Technology
The Pennsylvania State University
316 IST Building
University Park, PA 16802-6822

Article II. Member organizations and Affiliate organizations

Section 2.01 Member organizations

(a) Member Qualifications

- (i) A FEAPO Member Organization, FMO, shall be a legally recognized non-profit entity or equivalent as determined by the Council of Delegates or a formally recognized component thereof with an active interest in the practice and professionalism of Enterprise Architecture.
- (ii) FMO funding shall be used solely to meet expenses for providing services to its membership and supporting the objectives of the FMO.
- (iii) Individual membership in the FMO shall not be contingent upon consumption of services or products from an exclusive provider.
- (iv) A FMO shall not be a wholly, or partially, owned subsidiary of a for-profit entity.
- (v) A FMO shall not be a subsidiary, sub-division, or component of another FMO within the same organization hierarchy or matrix structure.
- (vi) A FMO shall exist for one (1) year prior to membership application and demonstrate participation of either an EA oriented sub-group or at least ten (10) EA oriented professional members.
- (vii) A FMO assumes full responsibility for any and all liabilities of its participants in FEAPO meetings and activities.
- (viii) A FMO shall demonstrate that they act in the public interest and/or member interest and make contributions to the Enterprise Architecture community, including the practice and professionalism of Enterprise Architecture as represented by FEAPO.

(b) Rights of FEAPO Member Organizations

- (i) The FMO shall select one (1) Delegate and one (1) Alternate Delegate to represent the FMO on the Council of Delegates and to participate in general and special FEAPO meetings and activities.

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- (ii) The FMO Delegate, or in their absence the FMO Alternate Delegate, may participate in discussion at all FEAPO meetings and cast Resolution, Consensus and Super-majority votes within the Council of Delegates.
 - (iii) The FMO may nominate any individual to be a FEAPO Officer or recommend any participant for FEAPO Working Group activities.
 - (iv) The FMO may use the FEAPO Member designation and Member Logo in its publications.
 - (v) The FMO shall be granted access to all FEAPO work products and reports.
- (c) Change in FEAPO Member Organization status
- (i) The merger of two or more FMOs will result in a sustained membership for one existing FMO, possibly with rename of member organization, and termination of other related FMO memberships.
 - (ii) The split of one FMO into two or more potential FMOs will result in a sustained membership for the existing FMO, possibly with rename of member organization, and immediate membership application for the new potential FMOs.

Section 2.02 Affiliate organizations

- (a) Affiliate Qualifications
- (i) A FEAPO Affiliate Organization, FAO, shall be a legally recognized entity or formally recognized component thereof with an active interest in the practice and professionalism of Enterprise Architecture.
 - (ii) A FAO shall exist for one (1) year prior to membership application and demonstrate participation of either an EA related sub-group or at least ten (10) EA related professional members.
 - (iii) A FAO assumes full responsibility for any and all liabilities of its participants in FEAPO meetings and activities.
 - (iv) A FAO shall demonstrate that they make contributions related to the Enterprise Architecture community, including the practice and professionalism of Enterprise Architecture as represented by FEAPO.
- (b) Rights of FEAPO Affiliate Organization
- (i) The FAO shall select one (1) Agent and one (1) Alternate Agent to represent the FAO in general and special FEAPO meetings and activities.
 - (ii) The FAO Agent, or in their absence the FAO Alternate Agent, may participate in discussion at all FEAPO meetings.
 - (iii) The FAO may recommend any individual to be a participant in FEAPO Working Group activities.
 - (iv) The FAO may use the FEAPO Affiliate designation and Affiliate Logo in its publications.
 - (v) The FAO shall be granted access to all FEAPO work products and reports as authorized by the Board of Directors.
- (c) Change in FEAPO Affiliate Organization status
- (i) The merger of two or more FAOs will result in a sustained affiliation for one existing FAO, possibly with rename of affiliate organization, and termination of other related FAOs.

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- (ii) The split of one FAO into two or more potential FAOs will result in a sustained affiliation for the existing FAO, possibly with rename of affiliate organization, and immediate affiliation application for the new potential FAOs.

Section 2.03 Correspondence Official

- (a) Each FMO and FAO shall designate one Correspondence Official by name, email and address to whom official FEAPO notices will be delivered and from whom official correspondence to FEAPO shall be received.
- (b) The FMO and FAO Correspondence Official shall notify the FEAPO Secretariat of the name, email contact, and address of their respective registered Delegate or Agent representatives and alternates to FEAPO.

Section 2.04 Loss of Rights and Resignation

- (a) A FMO failing to sustain the qualifications, as specified in Article II Section 2.01 (a), for participation in FEAPO meetings and activities shall no longer be permitted to exercise the rights of a FMO and be withdrawn from membership.
- (b) A FMO that fails to exercise its Resolution and Consensus voting opportunities within the Council of Delegates for a period of two (2) consecutive years shall no longer be permitted to exercise the rights of a FMO, including the right to use FEAPO Member logo, and be withdrawn from membership.
- (c) A FAO failing to sustain the qualifications, as specified in Article II Section 2.02(a), for participation in FEAPO meetings and activities shall no longer be permitted to exercise the rights of a FAO and shall be withdrawn from affiliation.
- (d) A FAO that fails to attend FEAPO meetings for a period of two (2) consecutive years shall no longer be permitted to exercise the rights of a FAO, including the right to use FEAPO Affiliate logo, and shall be withdrawn from affiliation.
- (e) A FMO or FAO may withdraw from FEAPO by notification from the Correspondence Official to the Secretariat, such withdrawal to be effective immediately upon receipt of notification.
- (f) The Board of Directors, at its sole discretion, may determine that an FMO, FAO, or individual participant has abused the rights of participation and subsequently withdraw such rights, membership, affiliation, or participation.
- (g) The Council of Delegates, at its sole discretion, may remove a Director from the Board of Directors.

Article III. Council of Delegates

Section 3.01 Council Participants

- (a) The Council of Delegates shall be composed of one (1) Delegate from each FMO. Each FMO may also authorize one (1) Alternate Delegate to serve in place of the Delegate when that person is not available to participate.
- (b) The Council shall include as an ex-officio participant one (1) Agent from each FAO. Each FAO may also authorize one (1) Alternate Agent to serve in place of the Agent when that person is not available to participate.

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Section 3.02 Powers and Duties

- (a) The Delegates of the Council shall affirm or deny by vote, one vote per Delegate, Questions brought before the Council by FEAPO Member Organizations, FEAPO Affiliate Organizations, the FEAPO Board of Directors or FEAPO Officers.
- (b) The Council shall affirm or deny by vote, amendments to the Charter and Bylaws.
- (c) The Council shall affirm or deny by vote, the application of an organization for FMO status and create Working Groups.
- (d) The Council shall select, at least two weeks prior to its second and subsequent Plenary meeting, no more than five (5) of its Delegates to serve as the Board of Directors for FEAPO. To sustain continuity in Council representation on the Board, no more than three (3) Directors shall be selected in any calendar year, except when more vacancies on the Board are confirmed.
- (e) The Council may remove a previously selected Director.
- (f) The Council shall select Delegates to serve as Working Group Liaisons, approve Working Group Work Plans, and renew or terminate a Working Group.
- (g) The Council may accept results of FEAPO Working Group activities, Annual Reports and Work Products, as appropriate representation of FEAPO policy and strategic direction.
- (h) The Council shall meet at least once annually in Plenary session to conduct FEAPO business..

Section 3.03 Compensation

- (a) Delegates and Alternate Delegates shall serve at their own expense and without compensation or financial benefits from FEAPO.
- (b) Agents and Alternate Agents shall serve at their own expense and without compensation or financial benefits from FEAPO.

Article IV. Board of Directors

Section 4.01 Council and Officer Representation

- (a) The Board of Directors shall consist of five (5) Delegates selected by the Council of Delegates.
- (b) The term of office for a Director shall be two (2) years, except that two (2) Directors selected at the 1st Plenary meeting shall have a term of one (1) year. A Director shall retire from office at the end of their term of office for the position held but is eligible for reselection provided they retain Delegate status.
- (c) The President of FEAPO and the Secretariat of FEAPO shall serve as ex-officio non-voting participants on the Board.
- (d) Directors shall maintain good standing and active participation with FEAPO.

Section 4.02 Powers and duties

- (a) The Board shall serve as the governance authority of FEAPO with responsibility for the conduct of FEAPO business and external relationships.

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- (b) The Board shall select the President, Secretariat, (as defined in Section 8.03) and other officers as appropriate.
- (c) After review of a submitted application for FMO status, the Board shall prepare for the Council a written report of the review, determine a recommendation for application approval or denial, and submit the application and its recommendation for action by the Council.
- (d) After review of a submitted application for FAO status, the Board shall determine the adequacy of qualifications for prospective FAO applicants to participate in FEAPO and accept or deny the application for FAO status.
- (e) The Board shall schedule and adopt an agenda for an annual Plenary meeting and other meetings as appropriate.

Section 4.03 Compensation

- (a) Directors shall serve at their own expense and without compensation or financial benefits from FEAPO.

Article V. Working groups

Section 5.01 Entity Creation

- (a) At the recommendation of the Board, the Council may affirm or deny by vote, the creation of an entity that is a Working Group to prepare one or more FEAPO products or studies of FEAPO related operation or activity.
- (b) The Council shall select from its Delegates, an individual to serve as Working Group Liaison to the Council.

Section 5.02 Leadership and participants

- (a) For each Working Group, the Liaison selected by the Council shall lead the Working Group and be responsible for calling volunteers to participate.
- (b) Working Group volunteers who are not a Delegate, Agent or their Alternate shall be recommended by a FMO or FAO through notification from their Correspondence Official to the Liaison.
- (c) The Working Group Liaison shall register the roster of active participants with the Secretariat annually.
- (d) Each Working Group may organize itself to best meet its obligations to FEAPO, including determination of organizational structure and the time, place and conduct of meetings.

Section 5.03 Activities

- (a) Each Working Group shall prepare and submit for approval by the Council, an Annual Work Plan consistent with the Council Consensus that created the entity.
- (b) Each Working Group shall prepare an Annual Report of activities to be presented by the Liaison Member Delegate at the annual Plenary meeting.

Section 5.04 Dissolution

- (a) Upon delivery of an Annual Report for a Working Group entity, the Council may dissolve the entity or extend entity activity.
- (b) The Council shall dissolve any Working Group entity failing to deliver a satisfactory Annual Report for two consecutive Plenary meetings.

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Article VI. Decision-making

Section 6.01 Conduct of Business

(a) Presiding Authority

- (i) Meetings of FEAPO, both formal and informal with physical or virtual attendance, shall be conducted in accordance with Robert's Rules of Order unless participants at the meeting agree to waive the rules and rely upon the discretion of the meeting's Presiding Person.
- (ii) The Presiding Person for meetings of the Council and the Board shall be the FEAPO President, or in their absence a person selected by the Delegates present.
- (iii) The Presiding Person for Working Group meetings shall be the Liaison or in their absence the person agreed by participants present.

(b) Quorum

- (i) A Super-majority Quorum is the entire body of Delegates.
- (ii) A Member Quorum shall exist at a meeting of the Council when a simple majority of the Delegates is present and voting physically or virtually within the timeframe of discussion and voting on meeting agenda business.
- (iii) A Board Quorum shall exist at a meeting of the Board when a simple majority of the Directors is present and voting physically or virtually within the timeframe of discussion and voting on meeting agenda business.
- (iv) A Participant Quorum for a Working Group shall exist when a simple majority of the participants is present and voting physically or virtually within the timeframe of discussion and voting on meeting agenda business.

(c) Questions

- (i) Questions in the form of a motion for action to be decided by vote shall be stated such that a vote of affirmative, signified by Yes, or denial, signified by No, is possible.
- (ii) Each Question shall be deemed raised when stated and then seconded by eligible voters.
- (iii) Each Question presented at a meeting, unless withdrawn by its presenter and second, shall receive a timely vote by the body to which it is addressed provided the necessary quorum exists.
- (iv) All Questions shall receive a transparent vote with identify of FMO and response of each voter recorded.
- (v) A Question to be decided by Super-majority of the Council shall succeed if two-thirds (2/3) of Delegates of a Super-majority Quorum vote in the affirmative and fail otherwise.
- (vi) A Question to be decided by Consensus of the Council or Board shall succeed if three-fourths (3/4) of Delegates of a Member Quorum vote in the affirmative and fail otherwise.
- (vii) A Question to be decided by Resolution of the Council or Board shall succeed if a simple majority of Delegates of a Member Quorum vote in the affirmative and fail otherwise, and of a Working Group shall succeed if a simple majority of participants of a Participant Quorum vote in the affirmative and fail otherwise.
- (viii) Question outside of a FEAPO meeting context conducted electronically or by paper ballot
 - 1) Electronic Questions with explanatory documentation may be distributed electronically or by paper ballot to Delegates or Working Group participants.

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- 2) The Electronic Quorum shall be that of the body that is submitting the question, as stated in Section 6.01.
 - 3) Response to Electronic Questions, either affirmative or denial, shall be returned to the distributor of the Question within 10 days.
 - 4) All Electronic Questions shall succeed if a simple majority of the Electronic Quorum vote in the affirmative and fail otherwise.
- (d) Virtual attendance, Proxy and voting
- (i) Virtual attendance at FEAPO meetings shall be at the discretion of the Presiding Person responsible for conduct of the meeting, except that if virtual attendance is afforded to one participant it shall be made available to all participants.
 - (ii) Proxy, as participation in place of or in addition to another Delegate at a FEAPO meeting is permitted when notification is received in written or electronic form by the Presiding Person of the meeting from the appropriate Correspondence Official prior to the opening of the meeting.
 - (iii) Electronic vote submission, using a mechanism of the electronic meeting facility, email to the Presiding Person, or verbally over the telecommunications line, is acceptable when the voter has participated in discussion of the question through virtual attendance or reviewed material presented relevant to the Question and submits the vote within the time allotted for voting by the Presiding Person.

Section 6.02 Decision-making bodies

- (a) Council of Delegates
- (i) By Super-majority vote the Council shall affirm or deny by vote, amendments to the Charter or Bylaws and removes a Director.
 - (ii) By Consensus the Council shall affirm or deny by vote, acceptance of FMO application for membership, and creation of a Working Group.
 - (iii) By Resolution the Council selects Delegates to serve on the Board of Directors and as Working Group Liaison, renew or terminate a Working Group, and selects a meeting Presiding Person when the President is absent.
 - (iv) By Resolution the Council shall affirm or deny, Working Group Work Plans and accepts results of FEAPO Working Group activities, Annual Reports and Work Products, as appropriate representations of FEAPO policy and strategic direction.
- (b) Board of Directors
- (i) By Consensus the Board selects and removes FEAPO Officers, affirms or denies by vote FAO designation, and determines abuse of membership or affiliation rights.
 - (ii) By Resolution the Board conducts FEAPO business, including the review and recommendation of FMO status to the Council, and selects a meeting Presiding Person when the President is absent.
- (c) By Resolution the Working Groups affirm or deny by vote, Work Products and Reports of interest to FEAPO participants for submission to the Council for acceptance.
- (d) Officers act on behalf of FEAPO interests in day-to-day operations and report activity status to the Board in writing each quarter.

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Section 6.03 Selection of Directors, Officers, and Liaisons

(a) Selection of Directors

- (i) Upon request by the Board to fill a vacant Director position, the President shall cause notice of the vacancy to be delivered to every FMO Correspondence Official stating the position to be filled and the qualifications expected of nominees for the position. The notice is to be delivered four (4) weeks prior to the close of nominations.
- (ii) Each Delegate may submit nominations for selection to the Board, including self-nomination.
- (iii) Nominations stating the name of the nominee, email address, and phone number; nominating Delegate name, email address, telephone number and FMO; open Board position; and the name, email address, phone number and FMO of a seconder, shall be received by the Secretariat on or before the appointed closing date. Nominations and seconds will only be accepted from Delegates appropriately registered by the FMO Correspondence Official.
- (iv) If there is no more than one valid candidate for any vacant position then that position will not be subject to a vote but appointed by acclamation.
- (v) For only those vacant Board positions receiving two or more nominations, the President shall cause invitations to vote, complete with a list of these vacant positions, the nominees and any submitted qualifications for the position, to be delivered to every Delegate and Alternative Delegate no less than two [2] weeks prior to the closing date for voting.
- (vi) Each FMO is entitled to a single [one] vote per Board vacancy and votes shall be received by the Secretariat on or before the appointed ballot closing date in order to be counted. It is the responsibility of the Delegate to ensure that the voting choices are clearly indicated. Votes from a FMO will only be accepted from the Delegate or, if they do not respond within the ballot timeframe, the Alternate Delegate. The precise mechanism for voting (online, email, or other) will be determined by the Board at the time of elections.
- (vii) If more than two nominations are received for the same vacancy and one nominee receives a simple majority of the votes, they shall be declared elected. Otherwise a second ballot containing the two nominees with the highest vote totals shall be prepared and the vote repeated as before.
- (viii) Summary election results and the new Director(s) shall be announced to FMO Correspondence Officials and Delegates no more than four (4) weeks after the ballot close date and no less than two (2) weeks prior to the next Plenary meeting.
- (ix) If a successor is not elected, the person previously elected or appointed may, at their option, continue to hold office.

(b) Selection of Officers

- (i) Upon determination by the Board that a vacancy exists in the office of President or the office of Secretariat, the Board shall issue a notice and call for nominations to be delivered to the Correspondence Official for every FMO. The notice shall be delivered four (4) weeks prior to the close of nominations.
- (ii) Each Delegate may submit nominations for officer vacancies, including self-nomination.

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- (iii) Nominations stating the name of the nominee, email address, and phone number; nominating Delegate name, email address, telephone number and FMO name; vacancy nominated; and the name, email address, phone number and FMO of a seconder, shall be received by the Board on or before the appointed closing date. Nominations and seconds will only be accepted from Delegates or, if they do not respond within the ballot timeframe, the Alternate Delegate.
 - (iv) If there is no more than one valid candidate for any vacant position then that position will not be subject to a vote but appointed by acclamation.
 - (v) After due deliberation for only those vacant positions receiving two or more nominations, the Board shall select one of the nominees for each vacancy no more than four (4) weeks after the closing date for nominations.
- (c) Selection of Liaisons
- (i) Upon notification that a Liaison vacancy exists for a Working Group, the Council shall select from among the Delegate participants of the Working Group one (1) person to serve as the Liaison for that entity.

Article VII. Meetings

Section 7.01 Schedule

- (a) FEAPO shall conduct at least one Plenary meeting annually at a location and time determined by the Board upon recommendation of the President.
- (b) To the extent possible, all FEAPO meetings should offer virtual meeting attendance opportunities.

Section 7.02 Notification

- (a) The Secretariat shall be notified of Council meetings, including the location, time, and purpose, at least three (3) months prior to the beginning of the meeting.
- (b) The Secretariat shall be notified of Board meetings, including the location, time, and purpose, at least four (4) weeks prior to the beginning of the meeting, except Board meetings requested by the President, in which case the notification period shall be at least one (1) week.
- (c) The Secretariat shall be notified of all Working Group meetings, including the location, time, and purpose, at least four (4) weeks prior to the beginning of the meeting.
- (d) Within one (1) week of receipt of a meeting notification, the Secretariat shall cause the delivery of the notification to all Delegates and Agents and Correspondence Officials.

Section 7.03 Meeting minutes and work papers

- (a) Minutes for all FEAPO meetings shall be recorded including at least the list of participants in attendance physically or virtually, the Resolutions, Consensus, or Super-majority votes affirmed or denied, including electronic or paper ballots since the last meeting, and the agenda used during the meeting indicating the order of business and discussion topics.
- (b) The Secretariat shall be responsible for capturing the minutes and other documents from Council and Board meetings.

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- (c) Minutes and documents acquired and stored electronically shall be securely held and made available to all FMO Delegates electronically and to all FEAPO FAO Agents as authorized by the Board.
- (d) The Liaison of a Working Group shall be responsible for capturing and delivering the minutes to the Secretariat within four (4) weeks after the meeting ends.
- (e) The Secretariat shall cause the minutes of each FEAPO meeting to be made available to FEAPO Delegates, Agents, and other meeting participants within two (2) weeks of completion of the meeting or receipt of minutes.
- (f) The Secretariat shall retain meeting minutes for a period of three (3) years.

Article VIII. Officers

Section 8.01 General Powers and duties

- (a) The Officers are responsible for coordinating the activities of FEAPO on behalf of the Board of Directors. The primary role of Elected Officers is to enhance the effectiveness of the FEAPO Board of Directors by formulating recommendations for approval, executing actions consistent with established FEAPO policy, and verifying that FEAPO Member Delegates and Affiliate Agents are apprised of FEAPO activities.
- (b) The Officers are authorized to make decisions on behalf of FEAPO, where warranted, subject to subsequent ratification by the Board of Directors.
- (c) The Officers shall work with FEAPO participants to develop and maintain the FEAPO Annual Plan and Roadmap of Deliverables for subsequent approval by the Council at an annual Plenary meeting.

Section 8.02 President

- (a) The President is the chief executive officer of FEAPO, selected by and reporting to the Board of Directors.
- (b) Duties
 - (i) The President shall serve as an advisor to the Council, Board, and Working Groups.
 - (ii) The President shall be the Presiding Person at all FEAPO meetings of the Council and Board and be responsible for meeting arrangements.
 - (iii) The President shall work with FMO in establishing the objectives and agenda for each Council meeting prior to recommendation of the agenda to the Board for approval.
 - (iv) The President shall work with Working Group Liaisons to help them achieve their objectives.
 - (v) The President shall report to the Board the progress of Working Groups on a quarterly basis.
 - (vi) The President shall monitor the activities of Working Groups, and bringing to the attention of the Board or Council as appropriate, any matter where there does not appear to be sufficient adherence to the formal governance requirements of FEAPO.
 - (vii) The President shall assure that Resolution, Consensus, and Super-majority votes and Quorum rules are used as appropriate for all FEAPO decisions.
 - (viii) The President shall ensure that all Working Group activities have open accessibility for participation by all FEAPO Delegates and Agents.

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Section 8.03 Secretariat

- (a) The Secretariat manages information for FEAPO, is selected by the Board of Directors and reports to the President. The Secretariat shall serve as a central clearing house and repository for communications, notices, plans, reports and meeting minutes of the Council, Board, and Working Groups.
- (b) Duties
 - (i) The Secretariat shall meet the obligations of Article VII Section 7.02 and Section 7.03, and Article X Section 10.02.
 - (ii) The Secretariat shall ensure that all plans, work products, activity roadmap, deliverables and reports within FEAPO are documented in a FEAPO Annual Report and are regularly accessible to all FEAPO participants.

Section 8.04 Terms of office

- (a) Unless otherwise specified, the term of office for all FEAPO Officers is three (3) years.
- (b) Officers may succeed themselves in Office when reselected by the Board.
- (c) FEAPO Officers serve at the pleasure of the Board and may be removed from office by the Board.

Section 8.05 Compensation

- (a) Officers shall serve at their own expense and without compensation or financial benefits from FEAPO.

Article IX. Intellectual property

Section 9.01 Marking and Notification

- (a) Material submitted to FEAPO for use or examination by a FMO, FAO or other participant that contains intellectual property protected by Copyright and/or Trade Secret shall be appropriately marked.
- (b) FEAPO participants submitting Copyright or Trade Secret property shall notify the FEAPO Secretariat of the time and place of submission and any documents concerning rights to use the property executed with other participants within ten (10) days of the submission.

Section 9.02 Intellectual Property protected by Copyright

- (a) FEAPO participants shall respect and abide by any Copyright signifying intellectual property marked on documents submitted as part of FEAPO activities and shall restrict their use of that property accordingly.

Section 9.03 Intellectual Property protected by Trade Secret

- (a) Trade Secrets submitted to FEAPO by a FMO or FAO or other participant shall be considered to have entered the public domain unless prior to disclosure specific rights of use are agreed among the individual participants with access to the property.

Section 9.04 Non-disclosure Agreements

- (a) FEAPO participants should expect that certain Council, Board, and Working Group activities will require execution of a Non-Disclosure Agreement (NDA) as part of an intellectual property protection regimen for submitted material or confidential discussion.

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- (b) The execution of an NDA by participants shall be reported to the FEAPO Secretariat within ten (10) days of the execution of the agreement by the Correspondence Official of the submitting FMO or FAO, or by the Presiding Person if the submitter is not a Delegate or Agent.

Section 9.05 FEAPO activity copyrightable works

- (a) The Copyright for works resulting from FEAPO activities shall either enter the public domain, be held by individual participants, or be held by an FMO or FAO jointly or individually depending upon the specific participation agreements.
- (b) Each Working Group shall identify in their Annual Work Plan the proposed disposition and rights of use for any copyrightable work they intend to create.
- (c) FEAPO recommends that newly created copyrightable works be registered in the name of the Working Group Council Liaison and given one form of a Creative Commons license to protect intellectual property rights as determined appropriate by the Council in approval of the Annual Work Plan.

Section 9.06 FEAPO Trade Marks

- (a) The FEAPO Member logo and FEAPO Affiliate logo are considered to be Trade Marks of FEAPO and restrictions for the use and display of FEAPO logos shall be respected by all FEAPO participants.

Article X. Finance and administration

Section 10.01 Dues, fees, and assessments

- (a) No dues are assessed for FEAPO membership or affiliation.
- (b) Delegates, Agents, and their Alternates are responsible for their own participation expenses.
- (c) Sponsorships, gifts, grants, and donations are encouraged and accepted to meet FEAPO event expenses.

Article XI. Liability and Risk

Section 11.01 Participant responsibility

- (a) All participants engaging in FEAPO events or activities do so at their own risk and assume personal liability for their actions.

Article XII. Amendments and dissolution

Section 12.01 Amendments

- (a) Amendments to the Charter or Bylaws may occur by Super-majority vote of the Council.

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Section 12.02 Dissolution

- (a) Dissolution of FEAPO may occur by Super-majority vote of the Council.

Article XIII. Policy and procedures

Section 13.01 Policy and Procedures documentation

- (a) The Board shall create and maintain a Policy and Procedures Manual to specify guidance for FEAPO operations.